

Date: February 01, 2020

To

The Manger – Listing Department
National Stock Exchange of India Limited,
Exchange Plaza, 5th Floor,
Plot No. C/1, G Block,
Bandra Kurla Complex, Bandra (E),
Mumbai – 400 051

Dear Sir/Madam,

Sub: Outcome of Postal Ballot Voting Results.

Ref: Silly Monks Entertainment Limited ("The Company") (SYMBOL: SILLYMONKS)

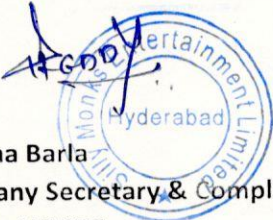
With reference to the Above Cited Subject. We would like to submit the following information/documents with regard to the Results of the Postal Ballot.

1. Voting results as required under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations as **Annexure - I**
2. Report of Scrutinizer dated 01st February 2020 Pursuant to Sections 108 and 110 of the Companies Act, 2013 read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 as **Annexure -II**.

This is for your information and necessary records.

Thanking You,

For Silly Monks Entertainment Limited


Sushma Barla
Company Secretary & Compliance Officer
M. No: A51275

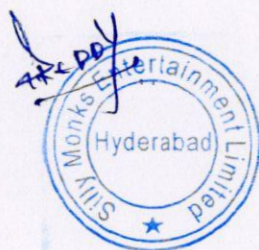


Annexure - I

Postal Ballot Voting Results

Disclosure as per Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Company Name	Silly Monks Entertainment Limited
Date of Postal Ballot Notice	31 st December, 2019
Voting Start Date	02 nd January, 2020
Voting End Date	31 st January, 2020
Total number of shareholders on record date (cut-off date 27 th December, 2019)	254
No. of shareholders present in the meeting either in person or through proxy	Not Applicable
Promoters and Promoter Group:	-
Public:	-
No. of Shareholders attended the meeting through Video Conferencing	Not Applicable
Promoters and Promoter Group:	-
Public:	-



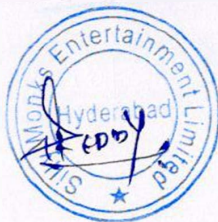
Resolution No.	1							
Resolution required: (Ordinary / Special)	Ordinary							
Whether promoter/promoter group are interested in the agenda/resolution?	No							
Description of resolution considered	TO INCREASE THE AUTHORISED SHARE CAPITAL AND CONSEQUENT ALTERATION TO THE CAPITAL CLAUSE OF THE MEMORANDUM OF ASSOCIATION.							
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]* 100	(4)	(5)	(6)=[(4)/(2)]* 100	(7)=[(5)/(2)] *100
Promoter and Promoter Group	E-Voting	2010400	2010400	100	2010400	-	100	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		2010400	100	2010400	-	100	-
Public- Institutions	E-Voting	-	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public- Non Institutions	E-Voting	2631100	1685900	64.08	1685900	-	100	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		1685900	64.08	1685900	-	100	-
Total		4641500	3696300	79.64	3696300	-	100	-



Resolution No.	2							
Resolution required: (Ordinary / Special)	Ordinary							
Whether promoter/promoter group are interested in the agenda/resolution?	No							
Description of resolution considered	TO APPROVE ISSUE OF BONUS SHARES							
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]* 100	(4)	(5)	(6)=[(4)/(2)]* 100	(7)=[(5)/(2)] *100
Promoter and Promoter Group	E-Voting	2010400	2010400	100	2010400	-	100	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		2010400	100	2010400	-	100	-
Public- Institutions	E-Voting		-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public- Non Institutions	E-Voting	2631100	1685900	64.08	1685900	-	100	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		1685900	64.08	1685900	-	100	-
Total	Total	4641500	3696300	79.64	3696300	-	100	-



Resolution No.	3							
Resolution required: (Ordinary / Special)	Special							
Whether promoter/promoter group are interested in the agenda/resolution?	No							
Description of resolution considered	MIGRATION OF COMPANY'S EQUITY SHARES FROM SME PLATFORM OF NSE - EMERGE TO MAIN BOARD - NATIONAL STOCK EXCHANGE OF INDIA LIMITED							
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	2010400	2010400	100	2010400	-	100	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		2010400	100	2010400	-	100	-
Public- Institutions	E-Voting		-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		-	-	-	-	-	-
Public- Non Institutions	E-Voting	2631100	1685900	64.08	1685900	-	100	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		1685900	64.08	1685900	-	100	-
Total	Total	4641500	3696300	79.64	3696300	-	100	-

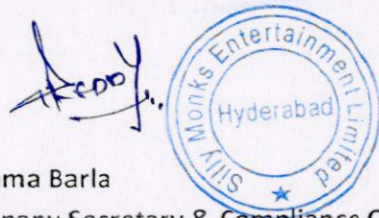


In terms of Regulation 277 of Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, this special resolution shall be acted upon only if the votes cast by shareholders other than promoters in favour of the proposal amount to at least two times the number of votes cast by shareholders other than promoter shareholders against the proposal.

Category	No. of Votes Cast	No. of Votes in favour	No. of Votes against	% of votes in favour on Votes Cast	% of votes against on Votes Cast
Promoter an Promoter Group	2010400	2010400	-	100.00	-
Public Shareholder	1685900	1685900	-	100.00	-
Total	3696300	3696300	-	100.00	-

Based on the results, all the aforesaid resolutions contained in the Postal Ballot Notice are passed with requisite majority of the shareholders as specified under the Companies Act and SEBI Regulations.

For Silly Monks Entertainment Limited



Sushma Barla
Company Secretary & Compliance Officer
M. No: A51275



Annexure - II

SCRUTINIZER'S REPORT

[Pursuant to Sections 108 and 110 of the Companies Act, 2013 read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014]

To,
The Chairman
Silly Monks Entertainment Limited
301, Ektha Pearl, Plot No 2-7-89,
BP Raju Marg, Kothaguda, Kondapur
Hyderabad, 500084 - Telangana

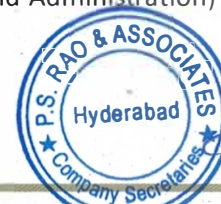
Dear Sir(s),

Sub: Scrutinizer's Report on Voting through Remote E-voting and Postal Ballot conducted Pursuant to Sections 108 and 110 of the Companies Act, 2013 read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014

I, **Jineshwar Kumar Sankhala**, Company Secretary in Practice (CP No. 18365), has been appointed by the Board of Directors of the Silly Monks Entertainment Limited ("**the Company**") to act as the scrutinizer for the purpose of scrutinizing the voting process through Remote E-voting and Postal Ballot conducted pursuant to the provisions of Sections 108 and 110 of the Companies Act, 2013 ("**the Act**") read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014, (including any statutory modifications or re-enactment thereof for the time being in force) and regulation 44 Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, in respect of the Resolution mentioned in the Postal Ballot Notice dated 31st December, 2019.

I submit my report as under:

1. The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 read with rules made there under relating to Postal Ballot and E-voting on the resolutions mentioned in the Postal Ballot Notice dated 31st December, 2019. My responsibility as a Scrutinizer is to ensure that the voting process is conducted in a fair and transparent manner and is restricted only to the extent of making Scrutinizer's Report for ascertaining the votes cast "in **favour**" and "**against**" for the resolutions proposed in the Postal Ballot Notice.
2. The Members holding Equity Shares as on the "**Cut-Off Date**" i.e. 27th December, 2019, were entitled to vote on the resolutions proposed in the Postal Ballot Notice.
3. The Company had engaged the services of M/s. Central Depository Services (India) Limited ('CDSL') for providing Remote E-voting facility and the CDSL had set up the Remote E-voting facility on its website www.evotingindia.com.
4. The Postal Ballot Notice dated 31st December, 2019, dispatched to the Shareholders of the Company on 01st January, 2020 and the Public Notice published on '**The Financial Express**' and '**Nava Telangana**' pursuant to Rule 22(3) of the Companies (Management and Administration) Rules, 2014



on 02nd January, 2020, the period for Remote E-Voting was commenced at 09:00 A.M (IST) on Thursday, 02nd January, 2020 and ended at 05:00 P.M (IST) on Friday, 31st January, 2020 for voting through E-voting and Postal Ballot forms. At the end of the E-voting period, the voting portal of CDSL was blocked on Friday, 31st January, 2020 at 05:00 P.M (IST).

5. The votes cast through Remote E-voting were unblocked in presence of 2 (two) witnesses, who are not in the employment of the Company. The results of Remote E-voting are based on the reports generated from e-voting website of M/s. Central Depository Services (India) Limited ('CDSL') i.e. www.evotingindia.com.
6. We haven't received any Postal Ballot Forms.
7. My report on the results of the voting is based on the data downloaded from M/s. Central Depository Services (India) Limited ('CDSL') in respect of the resolution contained in the Notice of the Postal Ballot.
8. I hereby submit my report as per the provisions of Sections 108 and 110 of the Companies Act, 2013 ("the Act") read with Companies (Management and administration) Rules, 2014 and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, in respect of the resolution mentioned in the Postal Ballot Notice dated 31st December 2019 as detailed in "Annexure - A".
9. I have handed over the postal ballot related papers/ registers and records for safe custody to the Company Secretary.
10. You may accordingly declare the result of voting by Postal Ballot.

Thanking You,

Place: Hyderabad
Date: 01.02.2020



Jineshwar Kumar Sankhala
(Scrutinizer to the postal ballot)
Practicing Company secretary
M. No .21697
CP No. 18365
UDIN: A021697B000115230

RESOLUTION NO.1**TO INCREASE THE AUTHORISED SHARE CAPITAL AND CONSEQUENT ALTERATION TO THE CAPITAL CLAUSE OF THE MEMORANDUM OF ASSOCIATION****(i) Votes in Favor:**

Particulars	No. of members voted	No. of votes cast	% of total no. of valid votes cast
Postal Ballot	0	0	0.00
E-voting	22	3696300	100.00
Total (I)	22	3696300	100.00

(ii) Votes Against:

Particulars	No. of members voted	No. of votes cast	% of total no. of valid votes cast
Postal Ballot	0	0	0.00
E-voting	0	0	0.00
Total (II)	0	0	0.00

(iii) Total Votes:

Particulars	No. of members voted	No. of votes cast	% of total no. of valid votes cast
TOTAL VOTES (I + II)	22	3696300	100.00

(iv) Invalid Votes:

Particulars	No. of members voted	No. of votes cast	% of total no. of invalid votes cast
Postal Ballot	0	0	0.00
E-voting	0	0	0.00



**RESOLUTION NO.2
TO APPROVE ISSUE OF BONUS SHARES**

(i) Votes in Favor:

Particulars	No. of members voted	No. of votes cast	% of total no. of valid votes cast
Postal Ballot	0	0	0.00
E-voting	22	3696300	100.00
Total (I)	22	3696300	100.00

(ii) Votes Against:

Particulars	No. of members voted	No. of votes cast	% of total no. of valid votes cast
Postal Ballot	0	0	0.00
E-voting	0	0	0.00
Total (II)	0	0	0.00

(iii) Total Votes:

Particulars	No. of members voted	No. of votes cast	% of total no. of valid votes cast
TOTAL VOTES (I + II)	22	3696300	100.00

(iv) Invalid Votes:

Particulars	No. of members voted	No. of votes cast	% of total no. of invalid votes cast
Postal Ballot	0	0	0.00
E-voting	0	0	0.00



RESOLUTION NO.3**MIGRATION OF COMPANY'S EQUITY SHARES FROM SME PLATFORM OF NSE - EMERGE TO MAIN BOARD - NATIONAL STOCK EXCHANGE OF INDIA LIMITED****(i) Votes in Favor:**

Particulars	No. of members voted	No. of votes cast	% of total no. of valid votes cast
Postal Ballot	0	0	0.00
E-voting	22	3696300	100.00
Total (I)	22	3696300	100.00

(ii) Votes Against:

Particulars	No. of members voted	No. of votes cast	% of total no. of valid votes cast
Postal Ballot	0	0	0.00
E-voting	0	0	0.00
Total (II)	0	0	0.00

(iii) Total Votes:

Particulars	No. of members voted	No. of votes cast	% of total no. of valid votes cast
TOTAL VOTES (I + II)	22	3696300	100.00

(iv) Invalid Votes:

Particulars	No. of members voted	No. of votes cast	% of total no. of invalid votes cast
Postal Ballot	0	0	0.00
E-voting	0	0	0.00

