

SMEL/SECT/10/2023-24

**Date: 14<sup>th</sup> June, 2023.**

To,  
The Secretary,  
National Stock Exchange of India Ltd.,  
Exchange Plaza, C-1, Block G,  
Bandra Kurla Complex, Bandra (E),  
Mumbai- 400 051

**Scrip Code: SILLYMONKS**

Dear Sir/Madam,

**Sub: Declaration of voting results of the Postal Ballot and submission of Scrutinizer's report pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.**

We refer to our letter no. SMEL/SECT/06/2023-24 dated 09<sup>th</sup> May, 2023 enclosing the Notice of Postal Ballot dated Thursday, 04<sup>th</sup> May, 2023 along with Explanatory Statement ('Notice') for seeking consent of members of the Company on the following resolutions as detailed in the Notice:

Sr. No.	Particulars of Resolution	Type of Resolution
1.	To approve the Alteration of Articles of the Company.	Special Resolution
2.	To approve the Silly Monks Employee Stock Option Scheme 2023.	Special Resolution

We further inform that pursuant to the provisions of Section 110 of the Companies Act, 2013, read with the Companies (Management and Administration) Rules, 2014 as amended from time to time, the Company conducted the Postal Ballot (by way of remote e-voting) as set out in the notice of Postal Ballot dated 04<sup>th</sup> May, 2023.

Based on the report of the Scrutinizer, we hereby inform you that the aforementioned resolutions as set out in the Notice, have been passed with the requisite majority on 13<sup>th</sup> June, 2023 being the last date specified by the Company for remote e-voting for according shareholders' approval.

In this regard, please find enclosed the following:

- Voting result (through remote e-voting) as per the format prescribed under Regulation 44 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015; and
- Report of the Scrutinizer dated 14<sup>th</sup> June, 2023 issued by Mr. Jineshwar Kumar Sankhala (Membership No. FCS. 21697) of M/s. P.S. Rao & Associates, Practising Company Secretaries.

Contd..

::1::



The result along with the scrutinizer's report is also available at the registered office and website of the Company i.e., [www.sillymonks.com](http://www.sillymonks.com)

We request you to kindly take the above information on record.

Thanking you,

Yours faithfully,  
For **SILLY MONKS ENTERTAINMENT LIMITED**

**Naina Singh**  
**Company Secretary & Compliance Officer**  
**ICSI M. No.: A68201**

*Encl: As above.*





**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**  
Survey No. 91, 3rd Floor, Technical Block,  
Sundarayya Vignana Kendram (SVK),  
Gachibowli, Hyderabad Rangareddi - 500032.  
Telangana.

Dear Sir(s),

**Sub: Result of Postal Ballot Conducted in respect of the Resolutions as included in Postal Ballot Notice dated 04.05.2023.**

I, Jineshwar Kumar Sankhala, Practicing Company Secretaries, who was appointed as the Scrutinizer by the Board of Directors of the company by passing a resolution at the board meeting held on 04.05.2023, for the purpose of scrutinizing votes cast in the E-Voting process in terms of Sections 108 and 110 of the Companies Act, 2013 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) in respect of the Resolution contained in the Notice of Postal Ballot dated 04.05.2023.

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 thereunder relating to Postal Ballot on the resolution contained in the Notice of Postal Ballot dated 04.05.2023. My responsibility as Scrutinizer for the E-voting process is restricted to conduct the Postal Ballot through E-voting process in a fair and transparent manner and to make a Scrutinizer's Report of the votes cast "in favour" and "against" the resolution stated in the notice of the Postal Ballot based on the Report downloaded from the E-voting system provided by the M/s. Central Depository Services (India) Limited ('CDSL').



*Jinesh*

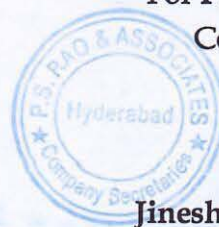
2. The Members holding Equity Shares as on the "Cut-Off Date" i.e., 05<sup>th</sup> May, 2023, were entitled to vote on the resolutions proposed in the Postal Ballot Notice.
3. The Postal Ballot Notice dated 04<sup>th</sup> May, 2023, sent to the Shareholders whose email addresses are registered with the Company or with the depository(ies)/ depository participants or with the Registrar and Share Transfer Agent, and the Public Notice was published on 11<sup>th</sup> May, 2023 in "The Financial Express" and "Nava Telangana" pursuant to Rule 22(3) of the Companies (Management and Administration) Rules, 2014 and Corrigendum to the Notice of Postal ballot published on 04<sup>th</sup> May, 2023 in "The Financial Express and Nava Telangana".
4. The period for Remote E-Voting was commenced at 09:00 A.M (1ST) on Monday, 15<sup>th</sup> May, 2023 and ended at 5:00 P.M (IST) on Tuesday, 13<sup>th</sup> June, 2023 for voting through E-voting at the end of the E-voting period, the voting portal of CDSL was unblocked on 14<sup>th</sup> June, 2023.
5. 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](http://www.evotingindia.com).
6. 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 04<sup>th</sup> May, 2023 as detailed in "Annexure - A".
7. You may accordingly declare the result of voting.

Thanking you

Place: Hyderabad

Date: 14.06.2023

For P.S. Rao & Associates  
Company Secretaries



*Jinesh*  
**Jineshwar Kumar Sankhala**  
(Scrutinizer for the Postal Ballot)

C.P. No. 18365

UDIN: A021697E000485787

**Resolution No. 1: To Approve the Alteration of Articles of the Company:****(i) Votes in Favor of the Resolution:**

Particulars	No. of members voted	No. of votes cast by them	% of total no. of valid votes cast
E-voting	23	5500338	99.98
<b>Total (I)</b>	<b>23</b>	<b>5500338</b>	<b>99.98</b>

**(ii) Votes Against the Resolution:**

Particulars	No. of members voted	No. of votes cast by them	% of total no. of valid votes cast
E-voting	1	1000	0.02
<b>Total (II)</b>	<b>1</b>	<b>1000</b>	<b>0.02</b>

**(iii) Invalid Votes:**

Particulars	No. of members voted	No. of votes cast by them	% of total no. of invalid votes cast
E-voting	-	-	-



*Veresh*

**Resolution No. 2: To Approve the Silly Monks Employee Stock Option Scheme 2023.**

**(i) Votes in Favor of the Resolution:**

Particulars	No. of members voted	No. of votes cast by them	% of total no. of valid votes cast
E-voting	23	5500338	99.98
<b>Total (I)</b>	<b>23</b>	<b>5500338</b>	<b>99.98</b>

**(ii) Votes Against the Resolution:**

Particulars	No. of members voted	No. of votes cast by them	% of total no. of valid votes cast
E-voting	1	1000	0.02
<b>Total (II)</b>	<b>1</b>	<b>1000</b>	<b>0.02</b>

**(iii) Invalid Votes:**

Particulars	No. of members voted	No. of votes cast by them	% of total no. of invalid votes cast
E-voting	-	-	-



*Janesh*