

27.12.2025

To
The General Manager - DCS
Listing Operations – Corporate Service Department
BSE Limited

Scrip Code: 530907

Dear Sir / Madam,

Sub: Outcome of the Board Meeting held on December 27, 2025

Ref: Regulation 30 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

In terms of Regulations 30 read with Para A of Part A of Schedule III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, this is to inform you that the Board of Directors of the Company, at its meeting held today, has inter alia considered and approved the following matters:

1. The Board has approved an increase in Authorised Share capital of the Company from Rs. 6,00,00,000 (Rupees Six Crores Only) divided into 60,00,000 (Sixty Lakh) Equity Shares of Rs. 10/- each (Rupee Ten only) to Rs. 16,00,00,000/- (Rupees Sixteen Crores Only) divided into 1,60,00,000 (One Crore Sixty Lakhs) Equity Shares of Re. 10/- each (Rupee Ten only) and consequent alteration of Clause V of Memorandum of Association of the Company, subject to the shareholders' approval of the Company through postal ballot and other applicable regulatory and statutory approvals.
2. Based on the recommendation of the Nomination and Remuneration Committee, Considered and approved the appointment of Mr Vinod Manazhy (DIN: 08986929) as an Additional Non-Executive Independent Director of the Company w.e.f. 27th December, 2025, for a period of five years, commencing from 27th December, 2025, to 26th December, 2030, subject to the approval of the shareholders of the Company.
3. The Board has approved the draft notice of Postal Ballot to seek shareholders' approval for increasing the Authorised Share Capital and consequent amendment to Clause V of the Memorandum of Association of the Company and the appointment of Mr Vinod Manazhy as the Non-Executive Independent Director of the Company.
 - i) Appointed K Sreekrishna Kumar, a Practising Company Secretary, as the Scrutinizer for the aforesaid Postal Ballot process.
 - ii) The Cut-off date is fixed as Friday, 26th December 2025, for determining the eligibility of the members to vote by electronic means

The disclosure as required under Regulation 30 of the SEBI LODR Regulations, read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023, is enclosed herewith as Annexure I.

The Board Meeting commenced at 11.30 AM and concluded at 11.50 AM.

The above information will be made available on the Company's website at www.sicapital.co.in

We request that you take this information on record.

Thank you

For S.I.CAPITAL & FINANCIAL SERVICES LIMITED

Sujith K Ravindranath
Company Secretary

Encl : As above

The details as required under Regulation 30 of SEBI Listing Regulations read with SEBI circular SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023, are as under:

AMENDMENT TO MEMORANDUM OF ASSOCIATION PERTAINING TO INCREASE IN AUTHORISED SHARE CAPITAL

Existing Clause V, i.e. Capital Clause	Proposed Clause V, i.e. Capital Clause
The Authorised Share Capital of the Company is Rs. 6,00,00,000/- (Rupees Six Crores only) divided into 60,00,000 (Sixty Lakhs) Equity Shares of Rs. 10/- (Rupees Ten Only) each.	The Authorised Share Capital of the Company is Rs. 16,00,00,000/- (Rupees Sixteen Crores only) divided into 1,60,00,000 (One Crore Sixty Lakhs) Equity Shares of Rs. 10/- (Rupees Ten Only) each.

APPOINTMENT OF INDEPENDENT DIRECTOR

Sr. No	Details of events that need to be provided	Information on such event(s)
	Reason for change viz. appointment, reappointment, resignation, removal, death or otherwise	The Board of Directors at its meeting today, viz. Saturday, 27th December 2025, based on the recommendation of the Nomination and Remuneration Committee, has approved the appointment of Mr Vinod Manazhy as an additional non-executive independent director of the Company, for a period of 5 (five) years with effect from 27th December 2025, to 26th December 2030, subject to the approval of the shareholders of the Company.
	Date of appointment/ re-appointment/cessation (as applicable) and term of appointment/ re-appointment	Date of appointment: 27.12.2025 Term – 5 years commencing from 27.12.2025 to 26.12.2030
	Brief Profile (in case of appointment)	He is a Civil Engineering graduate with over 25 years of banking experience. He started his career with Federal Bank in May 1994 and has gained experience and exposure over the years, as Assistant Manager, up to the level of Head of Corporate Relationship Banking. During his tenure as a Banker, he got an opportunity to work with several NBFCs. He was serving on the Board of the Company from 10.12.2020 to 09.12.2025 during his first term as the Independent Director of the Company.
	Disclosure of relationships between directors (in case of appointment of a director)	Mr Vinod Manazhy is not related inter-se to any other Director of the Company.
	Declaration as required pursuant to BSE Circular with Ref. No. LIST/COMP/14/2018-19.	Mr Vinod Manazhy is not debarred from holding the office of director by virtue of any SEBI order or any other such authority.