

27.03.2025

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

Scrip Code: 530907

Dear Sir/ Madam,

SUBJECT: INTIMATION UNDER REGULATION 30 OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

The Board of Directors of the Company at its meeting held today i.e. March 27, 2025 (started at 11:38 A.M. and concluded at 11:58 A.M.) inter-alia considered and approved the following:

i. ALLOTMENT OF 3,50,000 SHARES ON CONVERSION OF WARRANTS

We wish to inform you that the Board of Directors of the Company in their meeting held today i.e. Thursday, March 27, 2025 *inter-alia*, considered and approved the allotment of equity shares on conversion of 3,50,000 (Three Lakh Fifty Thousand) warrants into 3,50,000 (Three Lakh Fifty Thousand) equity shares at an issue price of ₹16.25/- (Rupees Sixteen and paise twenty-five Only) (including a premium of Rs. 6.25/-) each, to persons belonging to the Promoter and Non -Promoter Category, upon receipt of amount aggregating to ₹42,65,625/- (Rupees Fourty Two Lakhs Sixty Five Thousand and Six Hundred and Twenty Five only) (being remaining 75% of the issue price per warrant) from the allottees pursuant to the exercise of their rights of conversion into equity shares in accordance with the provisions of Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018. Following are the details of the allottees:

Sl. No.	Name of Allottees	Category (Promoter /Non Promoter)	No of warrants held (prior to conversion)	No. of warrant s applied for conversi on	No. of equity shares allotted	Amount received being 75% of the issue price per warrant	No of warrants pending for conversio n
1	Sharewealth Securities Limited	Promoter	150000	150000	150000	1828125	-
2	Jayson A Mekkattukulam	Non-Promoter	200000	200000	200000	2437500	-
TOTAL			3500000	3500000	3500000	42,65,625	

Consequent to this conversion of warrants/allotment of Equity Shares, 2,00,000 warrants remain pending for conversion and the warrant holders are entitled to get their warrants converted into Equity Shares of the Company by paying the remaining 75% i.e., per warrant within 18 months from the date of warrant allotment.

Pursuant to conversion, the Issued, Subscribed and Paid-up Equity Share Capital of the Company stands increased to ₹4,85,00,000/- consisting of 48,50,000 fully paid-up Equity Shares of ₹10/- each. The new equity shares so allotted shall rank pari-passu with the existing equity shares of the Company.

The information in connection with the allotment of securities pursuant to 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 as **Annexure I**.

ii. APPOINTMENT OF MANAGING DIRECTOR OF THE COMPANY

Upon the recommendation of the Nomination and Remuneration Committee (NRC), the Board considered and approved the appointment of Mr. Jayson Anto Mekkattukulam, who is presently serving as the CEO of the Company, as the Managing Director of the Company for a period of five years effective from April 01, 2025. The terms of Mr. Jayson Anto Mekkattukulam's appointment include a monthly remuneration of ₹ 75000. He is also eligible to receive 15% of annual net profit over and above ₹60 lakhs as a Performance-based commission subject to the shareholders' approval. The detailed disclosures as required under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023, is enclosed as Annexure II.

iii. FIXING OF REMUNERATION OF CHIEF OPERATING OFFICER (COO)

Upon the recommendation of the Nomination and Remuneration Committee, the Board considered and approved the remuneration of Mr. Jyothish A R, Chief Operating Officer (COO) of the Company at a monthly remuneration of ₹ 75000. He is also eligible to receive 15% of annual net profit over and above ₹60 lakhs as a Performance-based commission subject to the shareholders' approval.

The Board of Directors Meeting commenced at 11.38 a.m. and was concluded at 11:58 a.m.

The aforesaid intimation is also being hosted on the website of the Company at www.sicapital.co.in

Kindly take the same on record.

Thank you.

For **S.I.Capital & Financial Services Limited**

Sujith K Ravindranath
Company Secretary & Compliance Officer

Annexure-I

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:

S. No.	Particulars	Disclosures
1	Type of securities proposed to be Issued	Equity Shares face value of ₹10/- (Rupee Ten only) each pursuant to conversion of warrants.
2	Type of issuance	Preferential Allotment
3	Total number of securities proposed to be issued or total amount for which the securities will be issued	Allotment of 350000 (Three Lakh Fifty Thousand) Equity Shares at an issue price of ₹16.25/- each (including a premium of ₹6.25/- each), upon conversion for equal number of Warrants allotted at an issue price of ₹16.25/- each and upon receipt of balance amount at the rate of ₹12.1875/- per warrant (being 75% of the issue price per warrant) aggregating to ₹42,65,625/- (Rupees Forty Two Lakhs Sixty Five Thousand and Six Hundred and Twenty Five only)

Additional information in case of preferential issue:

Additional information in case of preferential issue:

i.	Name of the Investor(s)	1. M/s Sharewealth Securities Limited 2. Mr. Jayson A Mekkattukulam				
ii.	Post allotment of securities – outcome of the subscription, issue price / allotted price (in case of convertibles),	Investor	Pre-issue Shareholding		Post-Issue Shareholding	
			No.	%	No.	%
		M/s Sharewealth Securities Limited	18,43,391	40.96	19,93,391	41.10
		Mr. Jayson A Mekkattukulam	4,50,000	10.00	6,50,000	13.40
iii.	Issue Price	Warrants had been allotted on April 16, 2024 carrying a right to subscribe to one Equity Share per warrant on receipt of the amount at the rate of ₹4.0625/- per warrant (being 25% of the issue price per warrant). Now, 350000 Equity Shares have been allotted on receipt of balance amount at the rate of ₹12.1875per warrant (being 75% of the issue price per warrant)				
iv.	Number of investors	2				
v.	In case of convertibles - intimation on conversion of securities or on lapse of the tenure of the instrument	An amount equivalent to 25% of the warrant issue price has been received at the time of subscription and allotment of each Warrant and the balance 75% amount of the warrant issue price has been received at the time of exercise of option of conversion of warrants into equity shares by allottee to whom the warrants have been allotted. Consequent to today's conversion of warrants/allotment of Equity Shares, 2,00,000 warrants remain pending for conversion.				

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Annexure -II

Details with respect to the appointment of Mr. Jayson Anto Mekkattukulam as the Managing Director of the Company under Regulation 30(6) read with Para A(7) of Part A of Schedule III of the Listing Regulations and SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated 13 July 2023

Sr. No	Details of events that needs to be provided	Information of such event(s)
	Reason for change viz. appointment, reappointment , resignation , removal , death or otherwise	The Board of Directors have at their meeting held today viz. Thursday 27 March 2025, based on the recommendation of the Nomination and Remuneration Committee, approved the appointment of Mr. Jayson Anto Mekkattukulam (DIN:10528274), as the Managing Director of the Company, for a period of 5 (five) years with effect from April 01, 2025 subject to the approval of the shareholders of the Company at the ensuing General Meeting of the Company
	Date of appointment/ re-appointment / cessation (as applicable) and term of appointment/ re-appointment	Date of appointment: 01-04-2025 Term – 5 years commencing from 01-04-2025
	Brief Profile (in case of appointment)	Mr. Jayson Anto Mekkattukulam has experience of more than 21 years in the NBFC sector particularly in Collections & Recovery, Debt Management, Credit & Risk Management, Fraud Management, Customer Service, Client Relationship Management, sales and Team Management. He is proficient in handling the collection recovery for minimizing the delinquency level and accomplishing the assigned targets. He has completed his bachelor's degree from Calicut University. Prior to S I Capital, he has served with Bajaj Auto Finance Ltd as Regional Collection Manager. He presently serves as the CEO of the Company.
	Disclosure of relationships between directors (in case of appointment of a director)	Mr. Jayson Anto Mekkattukulam is not related inter-se to any other Director of the Company.