



Date: 28th June, 2024

National Stock Exchange of India Limited,
Exchange Plaza, Plot No. C/1, G Block,
Bandra-Kurla Complex,
Bandra (East), Mumbai – 400051.
NSE Symbol: SBFC

BSE Limited,
Phiroze Jeejeebhoy Towers,
21st Floor, Dalal Street,
Mumbai – 400001.
BSE Equity Scrip Code: 543959

Sub: Voting results of the 17th Annual General Meeting of SBFC Finance Limited (“the Company”) held on Friday, 28th June, 2024 along with Scrutinizer’s report

Dear Sir(s),

In compliance with Regulation 44 of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”), we are enclosing herewith the following:

- i. Combined voting results of remote e-voting prior to the AGM and e-voting conducted during the AGM, in relation to the businesses as stated in the Notice dated 27th April, 2024 and transacted at the AGM, as required under Regulation 44(3) of the SEBI Listing Regulations.
- ii. The consolidated Scrutinizer’s Report dated 28th June, 2024 issued by Ms. Jigyasa Ved of M/s. Parikh & Associates, Practicing Company Secretaries.

As per the Scrutinizer’s Report, all Resolutions as set out in the Notice of 17th AGM have been duly approved by the Shareholders with requisite majority.

The voting results along with the Scrutinizer’s Report dated 28th June 2024 is available on the website of the Company <https://www.safc.com/> and on the website of KFin Technologies Limited viz. <https://evoting.kfintech.com/>.

You are requested to take the above on record.

Thanking you,

Yours faithfully,

For **SBFC Finance Limited**

(Erstwhile SBFC Finance Private Limited)



Jay Mistry

Company Secretary & Chief Compliance Officer

ICSI membership no. ACS34264

SBFC Finance Limited
(Erstwhile SBFC Finance Private Limited)

Registered Office: Unit No. 103, 1st Floor, C&B Square, Sangam Complex, Andheri Kurla Road, Village Chakala, Andheri (East) Mumbai - 400 059
T. : +91-22-67875300 • F : +91-22-67875334 • www.SBFC.com • Email: complianceofficer@safc.com
CIN No : U67190MH2008PLC178270



Voting Results of the 17th Annual General Meeting of the Company
(Remote e-voting and e-voting at the AGM)

Name of the Company	SBFC Finance Limited
Date of Annual General Meeting	28 th June, 2024
Total No. of Shareholders as on record date (Cut-off date Friday, 21 st June, 2024)	1,39,886
No. of Members present in the meeting either in person or through proxy <ul style="list-style-type: none">• Promoters & Promoter Group• Public	} Not Applicable } Not Applicable
No. of Shareholders attended the meeting through Video Conferencing/Other Audio Visual Means <ul style="list-style-type: none">• Promoter & Promoter group• Public	} NIL } 54

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Resolution (1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Adoption of Audited Standalone and Consolidated Financial Statements of the Company for the year ended 31st March, 2024 and the reports of the Board of Directors and the auditors thereon				
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	592813525	592813525	100.0000	592813525	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	592813525	592813525	100.0000	592813525	0	100.0000	0.0000
Public-Institutions	E-Voting	226005830	194518168	86.0678	194518168	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	226005830	194518168	86.0678	194518168	0	100.0000	0.0000
Public-Non Institutions	E-Voting	255098850	146620697	57.4760	146619955	742	99.9995	0.0005
	Poll		4187628	1.6416	4187628	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	255098850	150808325	59.1176	150807583	742	99.9995	0.0005
Total		1073918205	938140018	87.3567	938139276	742	99.9999	0.0001
Whether resolution is Pass or Not.							Yes	

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CIN No : U67190MH2008PLC178270



Resolution (2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To appoint a director in place of Mr. Jonathan Tadeusz Tatur (DIN 08639243), who retires by rotation in terms of section 152(6) of the Companies Act, 2013 and being eligible, offers himself for re-appointment				
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	592813525	592813525	100.0000	592813525	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		592813525	592813525	100.0000	592813525	0	100.0000
Public-Institutions	E-Voting	226005830	194518168	86.0678	194434318	83850	99.9569	0.0431
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		226005830	194518168	86.0678	194434318	83850	99.9569
Public- Non Institutions	E-Voting	255098850	146620697	57.4760	146616624	4073	99.9972	0.0028
	Poll		4187628	1.6416	4187628	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		255098850	150808325	59.1176	150804252	4073	99.9973
Total		1073918205	938140018	87.3567	938052095	87923	99.9906	0.0094
Whether resolution is Pass or Not.							Yes	



Resolution (3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To appoint a Director in place of Mr. Aseem Dhru (DIN: 01761455), who retires by rotation in terms of section 152(6) of the Companies Act, 2013 and being eligible, offers himself for re-appointment				
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	592813525	592813525	100.0000	592813525	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	592813525	592813525	100.0000	592813525	0	100.0000	0.0000
Public-Institutions	E-Voting	226005830	194518168	86.0678	194306851	211317	99.8914	0.1086
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	226005830	194518168	86.0678	194306851	211317	99.8914	0.1086
Public- Non Institutions	E-Voting	255098850	112462528	44.0859	112458721	3807	99.9966	0.0034
	Poll		4187628	1.6416	4187628	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	255098850	116650156	45.7274	116646349	3807	99.9967	0.0033
Total		1073918205	903981849	84.1760	903766725	215124	99.9762	0.0238
Whether resolution is Pass or Not.							Yes	



Resolution (4)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To appoint M/s. M M Nissim & Co. LLP, Chartered Accountants (ICAI firm registration number: 107122W/W100672) as the statutory auditors of the Company				
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	592813525	592813525	100.0000	592813525	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		592813525	592813525	100.0000	592813525	0	100.0000
Public-Institutions	E-Voting	226005830	194518168	86.0678	194187225	330943	99.8299	0.1701
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		226005830	194518168	86.0678	194187225	330943	99.8299
Public- Non Institutions	E-Voting	255098850	146620697	57.4760	146617585	3112	99.9979	0.0021
	Poll		4187628	1.6416	4187628	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total		255098850	150808325	59.1176	150805213	3112	99.9979
Total		1073918205	938140018	87.3567	937805963	334055	99.9644	0.0356
Whether resolution is Pass or Not.							Yes	



Resolution (5)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Issuance of Non-Convertible Debentures and / or Bonds				
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	592813525	592813525	100.0000	592813525	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	592813525	592813525	100.0000	592813525	0	100.0000	0.0000
Public-Institutions	E-Voting	226005830	194518168	86.0678	194077514	440654	99.7735	0.2265
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	226005830	194518168	86.0678	194077514	440654	99.7735	0.2265
Public- Non Institutions	E-Voting	255098850	146619557	57.4756	146616293	3264	99.9978	0.0022
	Poll		4187628	1.6416	4187628	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	255098850	150807185	59.1172	150803921	3264	99.9978	0.0022
Total		1073918205	938138878	87.3566	937694960	443918	99.9527	0.0473
Whether resolution is Pass or Not.							Yes	



Resolution (6)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Approval of SBFC Stock Option Policy 2024 – I				
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	592813525	592813525	100.0000	592813525	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	592813525	592813525	100.0000	592813525	0	100.0000	0.0000
Public-Institutions	E-Voting	226005830	194518168	86.0678	180048825	14469343	92.5614	7.4386
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	226005830	194518168	86.0678	180048825	14469343	92.5614	7.4386
Public- Non Institutions	E-Voting	255098850	146620417	57.4759	146609620	10797	99.9926	0.0074
	Poll		4187628	1.6416	4187628	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	255098850	150808045	59.1175	150797248	10797	99.9928	0.0072
Total		1073918205	938139738	87.3567	923659598	14480140	98.4565	1.5435
Whether resolution is Pass or Not.							Yes	



To,
The Chairman,
SBFC Finance Limited
(Erstwhile SBFC Finance Private Limited)

Dear Sir,

Sub: Consolidated Scrutinizer's Report on remote e-voting conducted prior to the 17th Annual General Meeting of SBFC Finance Limited (Erstwhile SBFC Finance Private Limited) held on Friday, 28th June, 2024 at 3.00 p.m. (IST) through video conferencing ('VC') / other audio visual means ('OAVM') and remote e-voting conducted during the AGM, pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations')

I, Jigyasa Ved, of Parikh & Associates, Practising Company Secretaries, had been appointed as the Scrutinizer by the Board of Directors of SBFC Finance Limited (Erstwhile SBFC Finance Private Limited) ("the Company") pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended, to conduct & scrutinize the remote e-voting process in respect of the below mentioned resolutions passed at the 17th Annual General Meeting ("AGM") of the Company held on Friday, 28th June, 2024 at 3.00 p.m. (IST) through VC/OAVM.

I was also appointed as Scrutinizer to scrutinize the remote e-voting process during the said AGM.

The Notice dated April 27, 2024, convening the 17th AGM, as confirmed by the Company was sent, in respect of the below mentioned resolutions passed at the AGM of the Company through electronic mode, to those Members whose email addresses are registered with the Company/Depository Participants ("DP's)/ KFin/ Depositories, in compliance with the Circulars issued by the Ministry of Corporate Affairs dated April 8, 2020, April 13, 2020, May 5, 2020, and subsequent circulars issued in this regard, the latest being dated September 25, 2023 (collectively referred to as "MCA Circulars") and SEBI Circulars dated May 12, 2020, January 15, 2021, May 13, 2022, January 5, 2023 and October 7, 2023.

The Company had availed the e-voting facility offered by KFin Technologies Limited ("KFin"), for conducting remote e-voting before and during the AGM by the shareholders of the Company.

The voting period for remote e-voting commenced on Monday, 24th June, 2024 at 9.00 a.m. (IST) and ended on Thursday, 27th June, 2024 at 5.00 p.m. (IST) and the KFin e-voting platform was disabled thereafter.

The Company had also provided remote e-voting facility to the shareholders present at the AGM through VC / OAVM and who had not cast their vote earlier.

The shareholders of the Company holding shares as on the “cut-off” date i.e. Friday, 21st June, 2024, were entitled to vote on the resolutions as contained in the Notice of the AGM.

After the closure of remote e-voting during the AGM, the report on votes cast under remote e-voting prior to and during the AGM were unblocked and counted.

I have scrutinized and reviewed the remote e-voting prior to and during the AGM and votes cast therein based on the data downloaded from the KFin e-voting system.

The Management of the Company is responsible to ensure compliance with the requirements of the Act and rules relating to remote e-voting prior to and during the AGM on the resolutions contained in the Notice of the AGM.

My responsibility as scrutinizer for the remote e-voting is restricted to making a Scrutinizer’s Report of the votes cast in favour or against the resolutions.

I would like to mention that the voting rights of Members were in proportion to their share of the paid-up equity share capital of the Company as on the cut-off date i.e. Friday, 21st June, 2024 and as per the Register of Members of the Company.

Further, I would also like to mention that Shareholders who have split their votes into “Assent” as well as “Dissent” in respect of each DP ID/Client ID or Folio No., while their votes are taken as cast, they have been counted only once for the purpose of their presence, which has been mentioned under the head “Assent”.

I now submit my consolidated report as under on the results of the remote e-voting done prior to and during the AGM in respect of the said resolutions.

Resolution 1: Ordinary Resolution

To Receive, Consider and Adopt Audited Standalone and Consolidated Financial Statements of the Company for the year ended 31st March, 2024 and the reports of the Board of Directors and the auditors thereon

(i) Voted **in favour** of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
316	93,81,39,276	100.00 (Rounded off)

(ii) Voted **against** the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
5	742	0.00

(iii) **Invalid** votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
Nil	Nil

Resolution 2: Ordinary Resolution

To appoint a director in place of Mr. Jonathan Tadeusz Tatur (Din 08639243), who retires by rotation in terms of section 152(6) of the Companies Act, 2013 and being eligible, offers himself for re-appointment

(i) Voted **in favour** of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
305	93,80,52,095	99.99

(ii) Voted **against** the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
16	87,923	0.01

(iii) **Invalid** votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
Nil	Nil

Resolution 3: Ordinary Resolution

To Appoint a Director in place of Mr. Aseem Dhru (Din: 01761455), who retires by rotation in terms of section 152(6) of the Companies Act, 2013 and being eligible, offers himself for re-appointment

(i) Voted **in favour** of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
299	90,37,66,725	99.98

(ii) Voted **against** the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
19	2,15,124	0.02

(iii) **Invalid** votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
Nil	Nil

Resolution 4: Ordinary Resolution

To appoint M/S. M M Nissim & Co. LLP, Chartered Accountants (ICAI Firm Registration Number: 107122W/W100672) as the Statutory Auditors of the Company

(i) Voted **in favour** of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
306	93,78,05,963	99.96

(ii) Voted **against** the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
15	3,34,055	0.04

(iii) **Invalid** votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
Nil	Nil

Resolution 5: Special Resolution**Issuance of Non-Convertible Debentures and / or Bonds**(i) Voted **in favour** of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
308	93,76,94,960	99.95

(ii) Voted **against** the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
11	4,43,918	0.05

(iii) **Invalid** votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
Nil	Nil

Resolution 6: Special Resolution**Approval of SBFC Stock Option Policy 2024 - I**(i) Voted **in favour** of the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
290	92,36,59,598	98.46

(ii) Voted **against** the resolution:

Number of members voted	Number of valid votes cast by them	% of total number of valid votes cast
30	1,44,80,140	1.54

(iii) **Invalid** votes:

Number of members whose votes were declared invalid	Number of invalid votes cast by them
Nil	Nil

Thanking you,
Yours faithfully,

Jigyasa
Nilesh
Ved

Digitally signed
by Jigyasa Nilesh
Ved
Date: 2024.06.28
19:16:24 +05'30'

Jigyasa Ved
Parikh & Associates
Practising Company Secretaries
FCS: 6488 CP No.: 6018
UDIN: F006488F000634852
P/R No.: 1129/2021
111, 11th Floor, Sai Dwar CHS Ltd.,
Sab TV Lane, Opp. Laxmi Indl. Estate,
Off Link Road, Above Shabari Restaurant,
Andheri West, Mumbai - 400053

Place: Mumbai
Dated: 28.06.2024