



Ref: SSFL/Stock Exchange/2022-23/022  
Date: June 06, 2022

To  
BSE Limited,  
Department of Corporate Services  
P. J. Towers, 25<sup>th</sup> Floor,  
Dalal Street,  
Mumbai - 400001

To  
National Stock Exchange of India Limited,  
Listing Department  
Exchange Plaza, C-1, Block G  
Bandra Kurla Complex, Bandra (E)  
Mumbai - 400051

Scrip Code: 542759

Symbol: SPANDANA

Dear Sir/Madam,

**Subject: Declaration of Results of Postal Ballot**  
**Ref: SSFL/Stock Exchange/2021-22/011 dated May 05, 2022**

This has reference to our above referred letter enclosing the Notice of Postal Ballot dated April 30, 2022 under Section 110 of the Companies Act, 2013 ("Act") seeking approval of the Members of the Company through electronic voting (remote e-voting) for the following Resolution(s):

- i. Approve the appointment of Mr. Shalabh Saxena (DIN:08908237) as a director of the company;
- ii. Approve the appointment and remuneration of Mr. Shalabh Saxena (DIN:08908237) as the Managing Director and Chief Executive Officer of the company

The Company had appointed Mr. Y Ravi Prasada Reddy (Membership No. FCS 5783), Proprietor, RPR & Associates, Practicing Company Secretaries (CP No. 5360), Hyderabad as Scrutinizer for conducting process of remote e-voting in accordance with the provisions of the Act read with Rules made thereunder in a fair and transparent manner. The Scrutinizer has submitted his report.

We inform you that the resolutions contained in the Postal Ballot Notice has been passed with requisite majority by the Members of the Company. We are enclosing the voting results and Scrutinizer's report and the same will be placed on the Company's website [www.spandanaspooorty.com](http://www.spandanaspooorty.com).

We request you to kindly take note of the same.

Thanking you.

Yours sincerely,  
**For Spandana Sphoorty Financial Limited**

**Ramesh Periasamy**  
**Company Secretary and Compliance officer**

*Enc.: As above*



Resolution (1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				APPROVE THE APPOINTMENT OF MR. SHALABH SAXENA (DIN:08908237) AS A DIRECTOR 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	43264641	32463728	75.0352	32463728	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>	43264641	32463728	75.0352	32463728	0	100.0000	0.0000
Public-Institutions	E-Voting	21224110	15522584	73.1366	14219497	1303087	91.6052	8.3948
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>	21224110	15522584	73.1366	14219497	1303087	91.6052	8.3948
Public-Non Institutions	E-Voting	4605779	9233	0.2005	9069	164	98.2238	1.7762
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>	4605779	9233	0.2005	9069	164	98.2238	1.7762
<b>Total</b>		69094530	47995545	69.4636	46692294	1303251	97.2846	2.7154
<b>Whether resolution is Pass or Not.</b>							Yes	

Spandana Sphoorty Financial Limited  
 CIN - L65929TG2003PLC040648  
 Plot No.31 & 32, Ramky Selenium Towers, Tower A, Ground Floor,  
 Financial Dist, Nanakramguda, Hyderabad - 500 032  
 Ph: +9140-45474750  
[contact@spandanasphoorty.com](mailto:contact@spandanasphoorty.com), [www.spandanasphoorty.com](http://www.spandanasphoorty.com)



Resolution (2)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				APPROVE THE APPOINTMENT AND REMUNERATION OF MR. SHALABH SAXENA (DIN:08908237) AS THE MANAGING DIRECTOR AND CHIEF EXECUTIVE OFFICER 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	43264641	32463728	75.0352	32463728	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>	43264641	32463728	75.0352	32463728	0	100.0000	0.0000
Public-Institutions	E-Voting	21224110	15522584	73.1366	14219497	1303087	91.6052	8.3948
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>	21224110	15522584	73.1366	14219497	1303087	91.6052	8.3948
Public-Non Institutions	E-Voting	4605779	9233	0.2005	9035	198	97.8555	2.1445
	Poll							
	Postal Ballot (if applicable)							
	<b>Total</b>	4605779	9233	0.2005	9035	198	97.8555	2.1445
<b>Total</b>		69094530	47995545	69.4636	46692260	1303285	97.2846	2.7154
<b>Whether resolution is Pass or Not.</b>							Yes	

Spandana Sphoorty Financial Limited  
CIN - L65929TG2003PLC040648  
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**REPORT BY THE SCRUTINIZER ON THE REMOTE E-VOTING (POSTAL BALLOT) BY THE  
MEMBERS OF SPANDANA SPHOORTY FINANCIAL LIMITED**

***[Pursuant to Section 108 and Section 110 of the Companies Act, 2013 and Rule 21(2) of  
the Companies (Management and Administration) Rules, 2014, as amended]***

To  
The Chairperson  
**SPANDANA SPHOORTY FINANCIAL LIMITED**  
(CIN: L65929TG2003PLC040648)  
Plot No: - 31 & 32, Ramky Selenium, Tower A, Ground Floor,  
Financial District, Nanakramguda, Hyderabad-500032 (TS)

Dear Madam,

**Subject: Submission of voting results of Postal Ballot through e-voting of SPANDANA  
SPHOORTY FINANCIAL LIMITED in respect of the Resolution(s) contained in  
the Postal Ballot Notice dated April 30, 2022.**

I, Y. Ravi Prasada Reddy, (Membership No. FCS 5783), Proprietor, RPR & Associates, Company Secretaries (CP No. 5360) Practicing Company Secretary, Hyderabad was appointed as Scrutinizer by the Board of Directors of M/s. Spandana Sphoorty Financial Limited (the "Company") for the purpose of conducting the Postal Ballot/remote e-voting in respect of the Resolutions as circulated in the Notice of Postal Ballot dated April 30, 2022 pursuant to the provisions of Section 110 and other applicable provisions, if any, of the Companies Act, 2013 (the 'Act'), read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014, (including any statutory modification(s) or re-enactment thereof for the time being in force), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), Secretarial Standards issued by the Institute of Company Secretaries of India on General Meeting ('SS-2') and the relaxations and clarifications issued by Ministry of Corporate Affairs ('MCA') vide General Circular No. 14/2020 dated April 8, 2020, General Circular No. 17/2020 dated April 13, 2020, General Circular No. 22/2020 dated June 15, 2020, General Circular No. 33/2020 dated September 28, 2020, General Circular No. 39/2020 dated December 31, 2020, General Circular No. 10/2021 dated June 23, 2021 and General Circular No.20/2021 dated December 8, 2021 ('MCA Circulars').

I submit my report as under:

RAVI  
PRASADA  
REDDY  
YEDDULA  
Digitally signed by  
RAVI PRASADA  
REDDY YEDDULA  
Date: 2022.06.06  
16:17:42 +05'30'

1. As per MCA Circulars and Regulation 44 of the Listing Regulations and on account of threat posed by COVID -19 pandemic situation, the Company has sent the Postal Ballot Notice dated April 30, 2022 on May 05, 2022, by e-mail to the Members who have registered their e-mail address with the Company/Depositories.
2. As per the MCA Circulars and on account of the threats posed by the COVID-19 pandemic, physical copies of the Notice, postal ballot forms and pre-paid Business Reply Envelops were not dispatched to Members for this Postal Ballot. Accordingly, the communication of assent or dissent of the Members had taken place through the remote e-voting process.
3. The Members of the Company holding Equity Shares, as at the close of business hours on the cut-off date i.e. April 29, 2022 were entitled to vote on the Resolution(s) as set out in Postal Ballot Notice dated April 30, 2022, through remote e-voting.
4. In compliance with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 read with the MCA Circulars and the Listing Regulations, the Company has published an advertisement on May 06 2022 in Financial Express, an English Newspaper and in Nava Telangana, a vernacular i.e., Telugu Newspaper regarding completion of dispatch of Postal Ballot Notice dated April 30, 2022 and also specified therein the matters prescribed in the Rules in connection with remote e-voting.
5. The Company had appointed M/s. KFin Technologies Limited ("KFIN"), as the Service Provider, for providing the facility of remote e-voting to the Members of the Company from 10.00 a.m. (IST) on Friday, May 6, 2022 to 5.00 p.m. (IST) on Saturday, June 04, 2022.
6. The votes cast by the Members electronically were unblocked after 5.00 p.m. (IST) on Saturday, June 04, 2022 in the presence of two witnesses not in the employment of the Company. Thereafter, the details of votes were downloaded from the website of KFIN.
7. On scrutiny, I report that 109 Members had exercised their vote through remote e-voting. The voting was reckoned in proportion to the paid-up value of the shares mentioned against the name of the Member in the Register of the Members as at the close of business hours on Friday, April 29, 2022.

The detailed e-voting Results are as follows:

**Resolution No.1: Ordinary Resolution**

**APPROVE THE APPOINTMENT OF MR. SHALABH SAXENA (DIN:08908237) AS A DIRECTOR OF THE COMPANY:**

Details	No. of Shareholders	No. of Valid Votes (in shares)	Percentage (%)
<b>Total Postal Ballot Forms Received by:</b>			
Electronic Mode	109	5,10,50,105	100
Physical Mode	NA	NA	NA
Less: Invalid Postal Ballot Forms	NA	NA	NA
<b>Net Valid Postal Ballot in Electronic Mode</b>	<b>109</b>	<b>5,10,50,105</b>	<b>100</b>
<b>Postal Ballot forms with "ASSENT"</b>			
In Electronic Mode	65	4,66,92,294	97.28
In Physical Mode	NA	NA	NA
<b>Total Postal Ballot with "ASSENT" in Electronic Mode</b>	<b>65</b>	<b>4,66,92,294</b>	<b>97.28</b>
<b>Postal Ballot forms with "DISSENT"</b>			
In Electronic Mode	43	13,03,251	2.72
In Physical Mode	NA	NA	NA
<b>Total Postal Ballot with "DISSENT" in Electronic Mode</b>	<b>43</b>	<b>13,03,251</b>	<b>2.72</b>

<b>Postal Ballot forms with "ABSTAIN"</b>			
In Electronic Mode	1	30,54,560	
In Physical Mode	NA	NA	
<b>Total Postal Ballot with "ABSTAIN" in Electronic Mode</b>	<b>1</b>	<b>30,54,560</b>	

**RESULT:** Total votes for Item No. 1 polled **FOR ORDINARY RESOLUTION** is **97.28%** and the total votes polled **AGAINST ORDINARY RESOLUTION** is **2.72%**.

**RESULT OF THE REMOTE E-VOTING:**

The Ordinary Resolution No. 1 as set out in the Postal Ballot Notice dated April 30, 2022 has been passed by the Members with requisite majority.

**Resolution No.2: Special Resolution**

**APPROVE THE APPOINTMENT AND REMUNERATION OF MR. SHALABH SAXENA (DIN:08908237) AS THE MANAGING DIRECTOR AND CHIEF EXECUTIVE OFFICER OF THE COMPANY:**

Details	No. of Shareholders	No. of Valid Votes (in shares)	Percentage (%)
<b>Total Postal Ballot Forms Received by:</b>			
Electronic Mode	109	5,10,50,105	100
Physical Mode	NA	NA	NA
Less: Invalid Postal Ballot Forms	NA	NA	NA
<b>Net Valid Postal Ballot in Electronic Mode</b>	<b>109</b>	<b>5,10,50,105</b>	<b>100</b>
<b>Postal Ballot forms with "ASSENT"</b>			
In Electronic Mode	63	4,66,92,260	97.28
In Physical Mode	NA	NA	NA
<b>Total Postal Ballot with "ASSENT" in Electronic Mode</b>	<b>63</b>	<b>4,66,92,260</b>	<b>97.28</b>
<b>Postal Ballot forms with "DISSENT"</b>			
In Electronic Mode	45	13,03,285	2.72
In Physical Mode	NA	NA	NA
<b>Total Postal Ballot with "DISSENT" in Electronic Mode</b>	<b>45</b>	<b>13,03,285</b>	<b>2.72</b>

<b>Postal Ballot forms with "ABSTAIN"</b>			
In Electronic Mode	1	30,54,560	
In Physical Mode	NA	NA	
<b>Total Postal Ballot with "ABSTAIN" in Electronic Mode</b>	<b>1</b>	<b>30,54,560</b>	

**RESULT:** Total votes for Item No. 2 polled **FOR SPECIAL RESOLUTION** is **97.28%** and the total votes polled **AGAINST SPECIAL RESOLUTION** is **2.72%**.

**RESULT OF THE REMOTE E-VOTING:**

The Special Resolution No. 2 as set out in the Postal Ballot Notice dated April 30, 2022 has been passed by the Members with requisite majority.

Register of Postal Ballot and all other relevant records of e-voting process given / provided / maintained in electronic mode will remain in my custody until the signing of the Minutes of the Postal Ballot and the same shall be handed over thereafter to the Chairperson of the Company or to any other person as authorized by the Chairperson, for safe keeping.

You may, accordingly, declare the results of the postal ballot through e-voting.

Thanking you,

Yours faithfully,

**For RPR & Associates**  
**Company Secretaries**

RAVI PRASADA REDDY  
YEDDULA  
YEDDULA

Digitally signed by  
RAVI PRASADA REDDY  
YEDDULA  
Date: 2022.06.06  
16:18:49 +05'30'

**Y. Ravi Prasada Reddy**  
**Proprietor, FCS No. 5783, CP No. 5360**

**Place: Hyderabad**  
**Date: June 06, 2022**

**UDIN: F005783D000465539**

**Counter Signed by**  
**Ramesh**  
**Periasamy**

Digitally signed by  
Ramesh Periasamy  
Date: 2022.06.06 16:56:27  
+05'30'

**For Spandana Sphoorty Financial Limited**  
**Company Secretary**  
**(Under Authority by Chairperson)**