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SPA Capital Services Ltd.

CIN: L65910DL1984PLC018749

25, C-Block Community Centre

Janak Puri, New Delhi-110 058

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October 01, 2020

The BSE Ltd

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Dalal Street,
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Phones: 022 - 2272 1233
Fax: 91-22-22721919

Security Code No.: 542376

Sub: Submission of voting results and consolidated Scrutinizer report of the 36th Annual general Meeting of SPA Capital Services Limited held on 30th September, 2020 under Regulation 44(3) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir,

In pursuant to the provision of Regulation 44(3) of SEBI (Listing obligation & Disclosure Requirements) Regulations, 2015, please find enclosed herewith the voting results of the 36th Annual General meeting of SPA Capital Services Limited held on Wednesday, 30th September 2020 at 25, C - Block, Community Centre, Janakpuri New Delhi - 110 058 at 11:30 A.M. along with the consolidated report of Scrutinizer on remote e-voting and poll taken at the meeting.

You are requested to take the above information on records and disseminate the same on your website.

Thanking you

Yours Sincerely,

SPA CAPITAL SERVICES LIMITED



Kajal Gupta

Company Secretary and Compliance Officer



**Consolidated Report of Scrutinizer on remote e-voting and voting through polling
paper**

*[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20
of the Companies (Management and Administration) Rules, 2014]*

To,
The Chairman
Annual General Meeting (AGM) of the Equity Shareholders of
SPA Capital Services Limited
Held on September 30, 2020 at 11.30 A.M.
at 25, C - Block, Community Centre, Janakpuri New Delhi - 110 058

**Sub: Consolidated Scrutinizer's Report on remote E-voting conducted pursuant
to the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with
Rule 20 of the Companies (Management and Administration) Rules, 2014 as
amended from time to time and Poll conducted at AGM of SPA Capital Services
Limited**

Dear Sir,

The Board of Directors of the Company had, vide resolution passed in its Meeting held on September 02, 2020 appointed me as a Scrutinizer for conducting the remote e-voting process and voting through polling paper in pursuance of the provision of the Companies Act 2013, read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended from time to time and applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 and as per agreement with the Stock Exchanges to seek the approval of the Equity Shareholders in respect of the following Resolutions proposed in the Notice of the Annual General Meeting of the members of the Company held on Wednesday, September 30, 2020, at 25, C - Block Community Centre, Janakpuri New Delhi - 110 058 at 11:30 A.M.

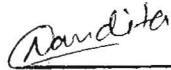
I have completed the scrutiny of online voting (remote e-voting) and polling papers received and submit my report as under:-

1. The Company has engaged the services of **Central Depository Services (India) Limited (CDSL)** as the Authorized Agency to provide secured system for remote e-voting to the shareholders of the Company to vote on resolutions through the remote e-voting facility. Shareholders opting for remote e-voting facility, casted their votes on the designated website at www.evotingindia.com of CDSL.
2. The Company has completed on September 05, 2020 the dispatch of Notice along with the details of Login ID and password to its members through permitted modes and through E-mail by CDSL to members who's E-mail ID was registered with the Company or its Registrar and Transfer Agent. The cut-off date for determining the eligibility of shareholders to exercise e-voting rights



was **September 23, 2020**. Total shareholders of the Company as on the cut-off date were **290**.

3. The remote e-voting period remained open from **03:00 P.M. on September 25, 2020 up to 5:00 P.M. on September 29, 2020**. All the votes received by casting of votes electronically through CDSL portal up to **5:00 P.M. on September 29, 2020**, the last date and time fixed by the Company were considered for my scrutiny.
4. After close of period for remote e-voting, the details of members, such as their names, folio number, number of shares held, who had casted votes through remote E-voting were downloaded from the E-voting website of CDSL for the purpose of ensuring that members who have casted their votes through remote E-voting do not vote again at the AGM.
5. Further, the chairman announced the conduct of voting by polling paper for the shareholders who had attended the meeting and have not cast their vote earlier through remote E-voting. Accordingly, one ballot box kept for polling was locked in my presence with due identification marks placed by me.
6. The locked ballot box was subsequently opened in my presence along with two witnesses **(1) Ms. Nandita Das, R/o RZ E - 26, UGF, Mahavir Enclave, Palam Dabri Road, New Delhi - 110 045** and **(2) Mr. Sandeep Kumar Maheshwari, R/o 16/476 - I, 3rd Floor, Military road, BAPA Nagar, Karol Bagh, New Delhi - 110 005** who are not in the employment of the Company and polling papers were diligently scrutinized. The witnesses have signed below in confirmation of the Ballot Box being unlocked in my presence. The Polling papers have been reconciled with the records maintained by the Company / Registrar & Share Transfer Agents of the Company and the authorization / proxies lodged with the Company.



Name: **Nandita Das**



Name: **Sandeep Kumar Maheshwari**

7. The polling papers, which were incomplete and / or which were otherwise found defective have been treated as invalid and kept separately.
8. After counting, the votes casted by the members and proxy holders present at the AGM through polling papers, the votes casted through remote e-voting by the members were unblocked on **Wednesday, September 30, 2020 at 12:50 P.M.** in the presence of **2 (Two)** witnesses namely **1. Ms. Nandita Das, R/o RZ E - 26, UGF, Mahavir Enclave, Palam Dabri Road, New Delhi - 110 045** and **(2) Mr. Sandeep Kumar Maheshwari, R/o 16/476 - I, 3rd Floor, Military road, BAPA Nagar, Karol Bagh, New Delhi - 110 005**, who are not in the



employment of the Company. They have signed below in the confirmation of the votes being unblocked in their presence

Nandita

Name: Nandita Das

M

Name: Sandeep Kumar Maheshwari

9. Thereafter, the details containing interalia, the information about shareholders voting "For" and "Against" the resolutions, were generated from the e-voting website of CDSL.
10. Based on report generated from the e-voting website of CDSL and voting through polling paper at AGM, the consolidated report on the result of voting on each resolution are given hereunder:

ITEM NO -1- ORDINARY RESOLUTION

Consideration and adoption of the Audited Financial Statement (both on standalone and consolidated basis) comprising of Balance Sheet as at March 31, 2020, the Statement of Profit and Loss Account and Cash Flow Statement for the financial year ended on that date, together with the report of the Auditors and Directors thereon

(i) Voted 'FOR' the resolution :

Mode of voting	Number of members voted	Number of votes cast in 'Favour' of resolution	% of total number of valid votes cast
Remote e-voting	15	20,85,500	100%
Voting through polling paper (in person or by proxy)	2	15,225	100%
Total	17	21,00,725	100%

(ii) Voted 'AGAINST' the resolution :

Mode of voting	Number of members voted	Number of votes cast in 'Against' of resolution	% of total number of valid votes cast
Remote e-voting	0	0	0
Voting through polling paper (in person or by proxy)	0	0	0
Total	0	0	0



(iii) Votes 'INVALID':

Mode of voting	Number of members whose votes were declared 'Invalid'	Number of votes cast by them were declared 'Invalid'
Remote e-voting	0	0
Voting through polling paper (in person or by proxy)	0	0
Total	0	0

ITEM NO -2- ORDINARY RESOLUTION

Appointment of Ms. Honey Parwal, (DIN No. 00025835) a director retiring by rotation

(i) Voted 'FOR' the resolution :

Mode of voting	Number of members voted	Number of votes cast in 'Favour' of resolution	% of total number of valid votes cast
Remote e-voting	10	14,82,975	100%
Voting through polling paper (in person or by proxy)	2	15,225	100%
Total	12	14,98,200	100%

(ii) Voted 'AGAINST' the resolution :

Mode of voting	Number of members voted	Number of votes cast in 'Against' of resolution	% of total number of valid votes cast
Remote e-voting	0	0	0
Voting through polling paper (in person or by proxy)	0	0	0
Total	0	0	0



(iii) Votes 'INVALID':

Mode of voting	Total number of members whose votes were declared 'Invalid'	Total number of votes cast by them were declared 'Invalid'
Remote e-voting	5	6,02,525
Voting through polling paper (in person or by proxy)	0	0
Total	5	6,02,525

ITEM -3 - ORDINARY RESOLUTION

Appointment of Ms. Sugeeta Upadhyay (DIN: 08807969) as independent director of the company.

(i) Voted 'FOR' the resolution :

Mode of voting	Number of members voted	Number of votes cast in 'Favour' of resolution	% of total number of valid votes cast
Remote e-voting	15	20,85,500	100%
Voting through polling paper (in person or by proxy)	2	15,225	100%
Total	17	21,00,725	100%

(ii) Voted 'AGAINST' the resolution :

Mode of voting	Number of members voted	Number of votes cast in 'Against' of resolution	% of total number of valid votes cast
Remote e-voting	0	0	0
Voting through polling paper (in person or by proxy)	0	0	0
Total	0	0	0



(iii) Votes 'INVALID':

Mode of voting	Total number of members whose votes were declared 'Invalid'	Total number of votes cast by them were declared 'Invalid'
Remote e-voting	0	0
Voting through polling paper (in person or by proxy)	0	0
Total	0	0

11. I would like to inform you that all the above Resolution(s) are passed with requisite majority.
12. The Details of the voting Process and all other relevant records such as authorizations and proxy papers will be sealed and handed over to the Director/ Company Secretary/ Authorised Representative, authorized by the Board for safe keeping.

The Company is hereby instructed to put up the results on its website and also on the website of the CDSL and inform to the stock exchange accordingly not later than 48 hours of conclusion Annual General Meeting.

Thanking you
Yours faithfully,

To be countersigned by the Chairman




CS Karan Singh
COP No. 22970
Scrutinizer
UDIN: A046641B000820678

M/s. KARAN S & ASSOCIATES
COMPANY SECRETARIES

Place: New Delhi
Date: September 30, 2020


Honey Parwal



Annexure - B

Details of voting results of the Annual General Meeting including votes cast through E-voting and Polling paper pursuant to Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015:

Date of the AGM/EGM	September 30, 2020
Total number of shareholders on record date (cut-off date i.e. September 23, 2020)	290
No. of Shareholders present in the meeting either in person or through proxy: <ul style="list-style-type: none"> • Promoters and Promoter Group <ul style="list-style-type: none"> - In person - In proxy • Public <ul style="list-style-type: none"> - In person - In proxy 	 4 - 5 -
No. of Shareholders attended the meeting through Video Conferencing	N.A.

Resolution required:			Ordinary Resolution - Adoption of the Audited Financial Statement (both on standalone and consolidated basis) comprising of Balance Sheet as at March 31, 2020, the Statement of Profit and Loss Account and Cash Flow Statement for the financial year ended on that date, together with the report of the Auditors and Directors thereon.					
Whether promoter/promoter group are interested in the agenda/resolution:			No					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes-against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and	E-Voting	2090200	1845025	88.27	1845025	0	100.00	0
	Poll			0	0	0	0	0



Promoter Group	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		1845025	88.27	1845025	0	100.00	0
Public Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public- Non Institutions	E-Voting	984025	240475	24.44	240475	0	100.00	0
	Poll		15225	1.55	15225	0	100.00	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		255700	25.99	255700	0	100.00	0
Grand Total		3074225	2100725	68.33	2100725	0	100.00	0

Resolution required:			Ordinary Resolution - Re-appointment of Ms. Honey Parwal, (DIN No. 00025835), Director, who retires by rotation					
Whether promoter/promoter group are interested in the agenda/resolution:			Yes					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes- against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	2090200	1242500	59.44	1242500	0	100.00	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0



	Total		1242500	59.44	1242500	0	100.00	0
Public Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public- Non Institutions	E-Voting	984025	240475	24.44	240475	0	100.00	0
	Poll		15225	1.55	15225	0	100.00	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		255700	25.99	255700	0	100.00	0
Grand Total		3074225	1498200	48.73	1498200	0	100.00	0

Resolution required:			Ordinary Resolution - Appointment of Ms. Sugeeta Upadhyay (DIN: 08807969) as independent director of the company					
Whether promoter/promoter group are interested in the agenda/resolution:			No					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes-against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	2090200	1845025	88.27	1845025	0	100.00	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		1845025	88.27	1845025	0	100.00	0
Public	E-Voting		0	0	0	0	0	0



Institutions	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public- Non Institutions	E-Voting	984025	240475	24.44	240475	0	100.00	0
	Poll		15225	1.55	15225	0	100.00	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		255700	25.99	255700	0	100.00	0
Grand Total		3074225	2100725	68.33	2100725	0	100.00	0

