



www.spacapital.com

September 30, 2022

**SPA Capital Services Ltd.**

CIN: L65910DL1984PLC018749

25, C-Block Community Centre

Janak Puri, New Delhi-110 058

Tel. : 011-45675500, 45586600

Fax : 011-45675508

Email : info@spacapital.com

**BSE Limited**

Corporate Relationship Department  
1st Floor, New Trading, Rotunda Building,  
PJ Towers, Dalal Street, Fort, Mumbai - 400001

**Scrip Code - 542376**

**Sub: Proceedings of 38<sup>th</sup> Annual General Meeting of SPA Capital Services Limited for the Financial Year 2021-22**

Dear Sir/Madam,

We hereby inform you that 38<sup>th</sup> Annual General Meeting ('AGM') of the Company was held on Friday, September 30, 2022 at 11:00 AM at 25 C- Block Community Centre Janakpuri New Delhi - 110058 to transact the business as stated in the Notice dated 05.09.2022, convening the AGM.

In this regard, Please find enclosed the following:

1. Summary of the proceedings of the AGM of the Company as required under Regulation 30, Part-A of Schedule-III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as **Annexure-I**
2. Voting results of the business transacted at the AGM, as required under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as **Annexure-II**
3. Combined Report of the Scrutinizer dated 30.09.2022, pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 as **Annexure-III**

The voting results along with the Scrutinizer Report dated 30.09.2022 is made available on the Company's website at <https://www.spacapital.com/>

Kindly, take the same on record.

Thanking you.

Yours faithfully,

**For SPA Capital Services Limited**

  
**SANDEEP PARWAL**

(Chairman cum Managing Director)

DIN: 00025803

Place: New Delhi

Encl: As Above

**Annexure-1**

**SUMMARY PROCEEDINGS OF THE 38<sup>TH</sup> ANNUAL GENERAL MEETING OF SPA CAPITAL SERVICES LIMITED**

The 38<sup>TH</sup> Annual General Meeting ('AGM') of SPA Capital Services Limited ('the Company') was held on Friday, September 30, 2022 at 11:00 A.M at 25 C- Block Community Centre Janakpuri New Delhi - 110058. The Meeting commenced at 11:00 AM and concluded at 2:00 PM.

Mr. Manish Kumar, Company Secretary & Compliance Officer welcomed Members, Directors and Auditors to the Meeting. Mr. Manish requested Mr. Sandeep Parwal, Chairman & Managing Director, to take forward the further formal proceedings.

Mr. Sandeep Parwal chaired the Meeting. The Chairman welcomed the Shareholders and Directors to the Meeting and on requisite quorum being present, called the Meeting to order. Later, Mr. Parwal introduced all the Board Members.

The Chairman further informed that the Notice of the AGM along with Annual Report 2021-22 including the copies of the Standalone and Consolidated Audited Financial Statement for the year ended March 31, 2022 together with the Boards' and Auditors' Report were dispatched to the Members within the statutory period.

With the consent of the Members, the Notice convening the Meeting and Auditors Reports were taken as read. The Chairman then made his opening remarks and briefed the shareholders with respect to the Company's performance during FY2021-22 and growth plans of the Company.

The Chairman then informed the Members that pursuant to the Provisions of Section-108 of the Companies Act 2013, the Company had provided Remote e-Voting facility to its Members to cast votes electronically on items of business set out in the Notice. The Chairman informed that remote e-voting commenced at 3:30 P.M on Tuesday, September 27, 2022 and Closed at 5:00 PM on Thursday, September 29, 2022.

He further mentioned that the Company has also provided Postal Ballot facility during the AGM, wherein the Members who were attending the AGM can cast their vote on the business specified in the Notice of AGM. However, only those Members who were present in the AGM and have not cast their vote on the Resolutions through Remote e-Voting and are otherwise not barred from doing so, are eligible to vote through Postal Ballot during the AGM.

The Chairman also informed the members that Mr. Manish Bhasin, a Practising Chartered Accountant (Membership No. 518197), of M/s. Manish Bhasin and Associates, Chartered Accountants (ICAI FRN 023784N), was appointed as the Scrutinizer to scrutinize the remote e-voting and voting through Postal Ballot during the AGM.

In terms of the Notice dated September 5, 2022 convening the 38<sup>th</sup> AGM of the Company, the following business was transacted at the Meeting through remote e-voting:

<b>S. No</b>	<b>Resolutions</b>	<b>Type of Resolution</b>
1.	Consideration and adoption of the Audited Financial Statement (both on standalone and consolidated basis) of the Company for the Financial Year ended March 31, 2022 along with the Reports of the Board of Directors and Auditor's thereon.	Ordinary
2.	Appointment of Director in place of Mrs. Honey Parwal (DIN: 00025835), who retires by rotation, and being eligible, offers herself for re-appointment.	Ordinary

3.	Appointment of Statutory Auditors of the Company and fix their remuneration.
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Ordinary
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Members who attended the Meeting were given the opportunity to ask queries and seek clarification.

Since, no queries and clarifications were sought. The Chairman requested Mr. Manish Kumar, Company Secretary to proceed with the voting process.

The Chairman informed that the Postal Ballot facility would be closed 15 minutes after the conclusion of AGM.

There being no other item in the Agenda, the Chairman then thanked the Members for their continued support and for participating in the Meeting and declared the results of the voting.

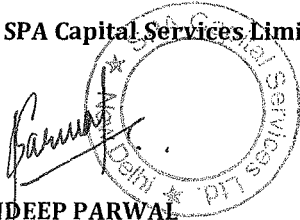
Post the conclusion of the Postal Ballot voting, the Scrutinizers' report was received.

All the resolutions as set out in the 38<sup>TH</sup> AGM Notice was declared as passed with requisite majority.

Kindly, take the same on record.

Thanking you.

**For SPA Capital Services Limited**



**SANDEEP PARWAL**

(Chairman cum Managing Director)

DIN: 00025803

Place: New Delhi

Date: 30.09.2022

**38<sup>TH</sup> ANNUAL GENERAL MEETING- VOTING RESULTS**

Details of Voting Results pertaining to resolutions passed during the 38<sup>th</sup> Annual General Meeting "AGM" are reproduced as under:

Company Name	SPA CAPITAL SERVICES LIMITED
Date of declaration of AGM voting results	Friday, September 30, 2022
Total No. of shareholder on record date/ cut off date	288
No. of shareholder present in person Or through proxy	30
Promoter and Promoter Group	8
Public	22
No. of shareholder attended the Meeting through Video Conferencing	Not Applicable
Promoter and Promoter Group	
Public	

**AGENDA**

**RESOLUTION NO 1: ORDINARY RESOLUTION**

Consideration and Adoption of Audited Financial Statement (both on Standalone and Consolidated basis) of the Company comprising of Balance Sheet, the statement of Profit and Loss Account and Cash Flow Statement for the Financial Year ended March 31, 2022 along with the Reports of the Board of Directors and Auditor's thereon.

Type of Voting	No. of Shareholder Voted	Votes in Favour		Votes in Against		No. of Invalid Votes
		No. of Shares	% of total Valid Votes	No. of Shares	% of total Valid Votes	
E-voting	8	1845025	100%	-	-	-
Ballot	22	27268	100%	-	-	-
Total	30	1872293	100%	-	-	-

**RESOLUTION NO 2: ORDINARY RESOLUTION**

Appointment of Director in place of Mrs. Honey Parwal, (DIN No. 00025835), who retires by rotation in accordance with Section 152 (6) of the Companies Act, 2013 and, being eligible, offers herself for re-appointment.

Type of Voting	No. of Shareholder Voted	Votes in Favour		Votes in Against		No. of Invalid Votes
		No. of Shares	% of total Valid Votes	No. of Shares	% of total Valid Votes	
E-voting	8	1845025	100%	-	-	-
Ballot	22	27268	100%	-	-	-
Total	30	1872293	100%	-	-	-

**RESOLUTION NO 3: ORDINARY RESOLUTION**

Appointment of Statutory Auditor of the Company and fixing their remuneration

Type of Voting	No. of Shareholder Voted	Votes in Favour		Votes in Against		No. of Invalid Votes
		No. of Shares	% of total Valid Votes	No. of Shares	% of total Valid Votes	
E-voting	8	1845025	100%	-	-	-
Ballot	22	27268	100%	-	-	-
Total	30	1872293	100%	-	-	-

**For SPA Capital Services Limited**

  
**SANDEEP PARWAL**  
 (Chairman cum Managing Director)  
 DIN: 00025803  
 Place: New Delhi  
 Date: 30.09.2022



# MANISH BHASIN & ASSOCIATES

CHARTERED ACCOUNTANTS

B -23/G-4, B – Block, Dilshad Garden, Delhi - 110095

Ph.: +91 - 9 8 1 1 6 4 4 6 1 1, +91 - 9 8 7 3 2 7 1 1 8 2

E-mail: manishbhasinca@gmail.com

Annexure- III

## Scrutinizer's Combined Report

To,  
The Chairman  
SPA Capital Services Limited  
25 -C Block Community Center  
Janakpuri New Delhi – 110058

**Subject: Combined Report on remote e-Voting and Ballot Voting on the agenda items transacted at the 38<sup>h</sup> Annual General Meeting ("AGM") .of the Company held on Friday, September 30, 2022 at 11:00 A.M at 25- C Block, Community Centre, Janakpuri, New Delhi-110058**

Dear Sir,

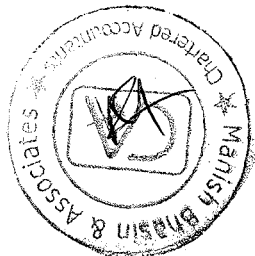
I, Mr. Manish Bhasin proprietor of M/s Manish Bhasin & Associates, Practicing Chartered Accountant, (FRN:023784N) having office at Delhi, have been appointed as a scrutinizer by the Board of Directors of M/s SPA Capital Services Limited for the purpose of scrutinizing the Voting process via E-voting and Postal Ballot, pursuant to section 108 of the Companies Act, 2013 and Rules there under on the resolutions set out in the notice dated September 5, 2022 of the 38<sup>th</sup> AGM of the Members of Company. Accordingly, I hereby submit the report as under:


The shareholders of the Company holding shares as on the 'cut-off' date of Saturday, September 24, 2022 were entitled to vote on the resolutions as contained in the Notice. The voting period for remote e-voting commenced on Tuesday, September 27, 2022 at 3.30 p.m. and ended on Thursday, September 29, 2022 at 5:00 p.m.

The Management of the Company is responsible to ensure compliance with the requirements of the Companies Act, 2013, Rules there under relating to e-voting & Ballot voting on the Resolutions set out in the Notice of AGM of Members of the Company. My responsibility as scrutinizer for the Voting is restricted to making a Scrutinizer's Report of the votes cast in favour or against the said resolutions stated in 38<sup>th</sup> AGM Notice based on the reports generated from the e-voting system provided by CDSL, the authorized agency engaged by the Company to provide remote e-voting facilities for e-voting and also at the time of AGM for ballot voting at AGM..

After conclusion of AGM, I unlocked the Ballot Box, for counting the votes casted through ballot form, in presence of Mr. Nandita Das & Mr. Sandeep Kumar Maheshwari, who are not in the employment of the Company. They have signed below as Witness to the unlocking of ballot box.

  
Name: Nandita Das



  
Name: Sandeep Kumar Maheshwar

I have issued separate Scrutinizer's Report dated September 30, 2022 on the remote e-voting and on the ballot voting on September 30, 2022 on the resolution contained in the notice to the 38th AGM. As required by management I submit herewith my combined report on the results of e-voting together with that of ballot voting as under:-

**RESOLUTION NO 1: ORDINARY RESOLUTION**

Consideration and Adoption of Audited Financial Statement (both on Standalone and Consolidated basis) of the Company comprising of Balance Sheet, the statement of Profit and Loss Account and Cash Flow Statement for the Financial Year ended March 31, 2022 along with the Reports of the Board of Directors and Auditor's thereon.

Type of Voting	No. of Shareholder Voted	Votes in Favour		Votes in Against		No. of Invalid Votes
		No. of Shares	% of total Valid Votes	No. of Shares	% of total Valid Votes	
E-voting	8	1845025	100%	-	-	-
Ballot	22	27268	100%	-	-	-
Total	30	1872293	100%	-	-	-

**RESOLUTION NO 2: ORDINARY RESOLUTION**

Appointment of Director in place of Mrs. Honey Parwal, (DIN No. 00025835), who retires by rotation in accordance with Section 152 (6) of the Companies Act, 2013 and, being eligible, offers herself for re-appointment.

Type of Voting	No. of Shareholder Voted	Votes in Favour		Votes in Against		No. of Invalid Votes
		No. of Shares	% of total Valid Votes	No. of Shares	% of total Valid Votes	
E-voting	8	1845025	100%	-	-	-
Ballot	22	27268	100%	-	-	-
Total	30	1872293	100%	-	-	-

**RESOLUTION NO 3: ORDINARY RESOLUTION**

Appointment of Statutory Auditor of the Company and fixing their remuneration.

Type of Voting	No. of Shareholder Voted	Votes in Favour		Votes in Against		No. of Invalid Votes
		No. of Shares	% of total Valid Votes	No. of Shares	% of total Valid Votes	
E-voting	8	1845025	100%	-	-	-
Ballot	22	27268	100%	-	-	-



Total	30	1872293	100%	-	-	-
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Total 30 Members of the Company attended the 38<sup>th</sup> Annual General Meeting of the members of the Company.

In view of the above result, I hereby certify that resolutions proposed in 38<sup>th</sup> AGM Notice dated 05-09-2022 have been passed with requisite majority.

The Ballot Paper and all other relevant records were sealed and handed over to the Director authorized by the Board for safe keeping.

Thanking You.


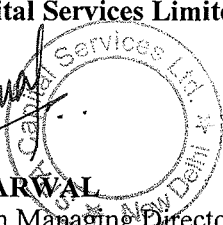
Yours faithfully,

**For M/s MANISH BHASEN & ASSOCIATES  
CHARTERED ACCOUNTANTS**

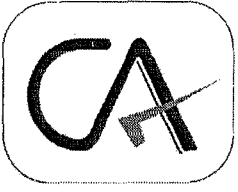

**(CA MANISH BHASEEN)**  
MEMBERSHIP NO.: 518197  
FRN: 023784N  
Place: Delhi  
Date: September 30, 2022  
UDIN: 22518197AXRLAF5197

**Countersigned By:**  
**For SPA Capital Services Limited**

**SANDEEP PARWAL**  
(Chairman cum Managing Director)  
DIN: 00025803  
Place: New- Delhi  
Date: 30.09.2022





# MANISH BHASIN & ASSOCIATES

CHARTERED ACCOUNTANTS

B -23/G-4, B – Block, Dilshad Garden, Delhi - 110095

Ph.: +91 - 9 8 1 1 6 4 4 6 1 1, +91 - 9 8 7 3 2 7 1 1 8 2

E-mail: manishbhasinca@gmail.com

**Scrutinizer's Report**  
**Pursuant to section 108 of the Companies Act, 2013**  
**(Rule 20(xi) of the Companies Management and Administration) Amendment Rules, 2015)**  
**Scrutinizer's Report- Remote E-Voting**

To,  
The Chairman  
SPA Capital Services Limited  
25 -C Block Community Center  
Janakpuri New Delhi – 110058

**Subject: Report on remote e-Voting on the agenda items transacted at the 38<sup>th</sup> Annual General Meeting ("AGM") of the Company held on Friday, September 30, 2022 at 11:00 A.M 25- C Block, Community Centre, Janakpuri, New Delhi-110058**

Dear Sir,

I, Mr. Manish Bhasin proprietor of M/s Manish Bhasin & Associates, Practicing Chartered Accountant, (FRN: 023784N) having office at Delhi, have been appointed as a scrutinizer by the Board of Directors of M/s SPA Capital Services Limited for the purpose of scrutinizing the Voting process via E-voting, pursuant to section 108 of the Companies Act, 2013 and Rules there under on the resolutions set out in the notice dated September 5, 2022 of the 38<sup>th</sup> AGM of the Members of Company. Accordingly, I hereby submit the report as under:

The shareholders of the Company holding shares as on the 'cut-off' date of Saturday, September 24, 2022 were entitled to vote on the resolutions as contained in the Notice. The voting period for remote e-voting commenced on Tuesday, September 27, 2022 at 3.30 p.m. and ended on Thursday, September 29, 2022 at 5:00 p.m.

The Management of the Company is responsible to ensure compliance with the requirements of the Companies Act, 2013, Rules there under relating to e-voting on the Resolutions set out in the Notice of AGM of Members of the Company. My responsibility as scrutinizer for the Voting is restricted to making a Scrutinizer's Report of the votes cast in favour or against the said resolutions stated in 38<sup>th</sup> AGM Notice based on the reports generated from the e-voting system provided by CDSL, the authorized agency engaged by the Company to provide remote e-voting facilities for e-voting and also at the time of AGM for ballot voting at AGM..

  
Name: Nandita Das



  
Name: Sandeep Kumar Maheshwar

based on the reports generated from the e-voting system provided by CDSL, the authorized agency engaged by the Company to provide remote e-voting facilities for e-voting and also at the time of AGM for ballot voting at AGM..

I have issued separate Scrutinizer's Report dated September 30, 2022 on the remote e-voting and on the ballot voting on September 30, 2022 on the resolution contained in the notice to the 38th AGM. As required by management I submit herewith my combined report on the results of e-voting together with that of ballot voting as under:-

**RESOLUTION NO 1: ORDINARY RESOLUTION**

Consideration and Adoption of Audited Financial Statement (both on Standalone and Consolidated basis) of the Company comprising of Balance Sheet, the statement of Profit and Loss Account and Cash Flow Statement for the Financial Year ended March 31, 2022 along with the Reports of the Board of Directors and Auditor's thereon.

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E-voting	8	1845025	100%	-	-	-

**RESOLUTION NO 2: ORDINARY RESOLUTION**

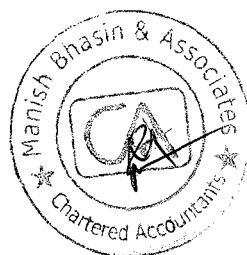
Appointment of Director in place of Mrs. Honey Parwal, (DIN No. 00025835), who retires by rotation in accordance with Section 152 (6) of the Companies Act, 2013 and, being eligible, offers herself for re appointment.

Type of Voting	No. of Shareholder Voted	Votes in Favour		Votes in Against		No. of Invalid Votes
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**RESOLUTION NO 3: ORDINARY RESOLUTION**

Appointment of Statutory Auditor of the Company and fixing their remuneration.

Type of Voting	No. of Shareholder Voted	Votes in Favour		Votes in Against		No. of Invalid Votes
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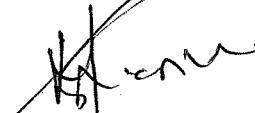


The E-Voting details and all other relevant records were sealed and handed over to the Director authorized by the Board for safekeeping.

Thanking You.


Yours faithfully,

**For M/s MANISH BHASIN & ASSOCIATES  
CHARTERED ACCOUNTANTS**

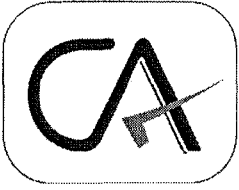
  
**(CA MANISH BHASIN)**  
MEMBERSHIP NO.: 518197  
FRN: 023784N  
Place: Delhi  
Date: September 30, 2022  
UDIN: 22518197AXRLAF5197



**Countersigned By:**  
**For SPA Capital Services Limited**

  
**SANDEEP PARWAL**  
(Chairman cum Managing Director)  
DIN: 00025803  
Place: New- Delhi  
Date: 30.09.2022





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E-mail: manishbhasinca@gmail.com

## Scrutinizer's Report

*Pursuant to section 108 of the Companies Act, 2013*

*(Rule 20(xi) of the Companies Management and Administration) Amendment Rules, 2015)*

### Scrutinizer's Report- Postal Ballot Voting

To,  
The Chairman  
SPA Capital Services Limited  
25 -C Block Community Center  
Janakpuri New Delhi – 110058

**Subject: Report on the postal ballot voting on the agenda items transacted at the 38<sup>th</sup> Annual General Meeting ("AGM") of the Company held on Friday, September 30, 2022 at 11:00 A.M 25- C Block, Community Centre, Janakpuri, New Delhi-110058**

Dear Sir,

I, Mr. Manish Bhasin proprietor of M/s Manish Bhasin & Associates, Practicing Chartered Accountant, (FRN:023784N) having office at Delhi, have been appointed as a scrutinizer by the Board of Directors of M/s SPA Capital Services Limited for the purpose of scrutinizing the Voting process via E-voting and Postal Ballot, pursuant to section 108 of the Companies Act, 2013 and Rules there under on the resolutions set out in the notice dated September 5, 2022 of the 38<sup>th</sup> AGM of the Members of Company. Accordingly, I hereby submit the report as under:

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The Management of the Company is responsible to ensure compliance with the requirements of the Companies Act, 2013, Rules there under relating to e-voting & Ballot voting on the Resolutions set out in the Notice of AGM of Members of the Company. My responsibility as scrutinizer for the Voting is restricted to making a Scrutinizer's Report of the votes cast in favour or against the said resolutions stated in 38<sup>th</sup> AGM Notice based on the reports generated from the e-voting system provided by CDSL, the authorized agency engaged by the Company to provide remote e-voting facilities for e-voting and also at the time of AGM for ballot voting at AGM..

After conclusion of AGM, I unlocked the Ballot Box, for counting the votes casted through ballot form, in presence of Mr. Nandita Das & Mr. Sandeep Kumar Maheshwari, who are not in the employment of the Company. They have signed below as Witness to the unlocking of ballot box.

Name: Nandita Das



Name: Sandeep Kumar Maheshwari

I have issued separate Scrutinizer's Report dated September 30, 2022 on the remote e-voting and on the ballot voting on September 30, 2022 on the resolution contained in the notice to the 38th AGM. As required by management I submit herewith my combined report on the results of e-voting together with that of ballot voting as under:-

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Ballot	22	27268	100%	-	-	-

**RESOLUTION NO 2: ORDINARY RESOLUTION**

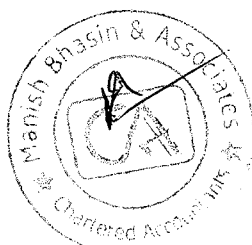
Appointment of Director in place of Mrs. Honey Parwal, (DIN No. 00025835), who retires by rotation in accordance with Section 152 (6) of the Companies Act, 2013 and, being eligible, offers herself for re-appointment.

Type of Voting	No. of Shareholder Voted	Votes in Favour		Votes in Against		No. of Invalid Votes
		No. of Shares	% of total Valid Votes	No. of Shares	% of total Valid Votes	
Ballot	22	27268	100%	-	-	-

**RESOLUTION NO 3: ORDINARY RESOLUTION**

Appointment of Statutory Auditor of the Company and fixing their remuneration.

Type of Voting	No. of Shareholder Voted	Votes in Favour		Votes in Against		No. of Invalid Votes
		No. of Shares	% of total Valid Votes	No. of Shares	% of total Valid Votes	
Ballot	22	27268	100%	-	-	-




The Ballot Paper and all other relevant records were sealed and handed over to the Director authorized by the Board for safekeeping.

Thanking You.

Yours faithfully,

**For M/s MANISH BHASIN & ASSOCIATES  
CHARTERED ACCOUNTANTS**



**(CA MANISH BHASIN)**

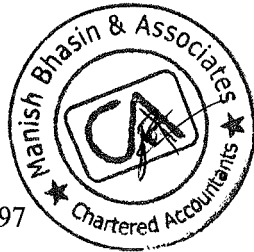
MEMBERSHIP NO.: 518197

FRN: 023784N

Place: Delhi



Date: September 30, 2022

UDIN: 22518197AXRLAF5197



**Countersigned By:**

**For SPA Capital Services Limited**

A circular stamp for SPA Capital Services Limited. The outer ring contains the text "SPA Capital Services Ltd." at the top and "New Delhi" at the bottom, separated by two stars. The center of the stamp is mostly blank, with a signature over it.

**SANDEEP PARWAL**  
(Chairman cum Managing Director)

DIN: 00025803

Place: New- Delhi

Date: 30.09.2022