



Ref: SSFL/Stock Exchange/2021-22/86

Date: February 10, 2022

To  
BSE Limited,  
Department of Corporate Services  
P. J. Towers, 25<sup>th</sup> Floor,  
Dalal Street,  
Mumbai - 400001  
Scrip Code: 542759

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

Dear Sir/Madam,

**Subject: Declaration of Results of Postal Ballot**

**Ref: SSFL/Stock Exchange/2021-22/076 dated January 11, 2022**

This has reference to our letter dated January 11, 2022 enclosing the Notice of Postal Ballot dated January 10, 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 issuance of Securities by means of Qualified Institutional Placement not exceeding ₹300 crore.

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 Special Resolution 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.spandanaspchoorty.com](http://www.spandanaspchoorty.com).

Thanking you,

**For Spandana Sphoorty Financial Limited**

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

*Encl.: As Above*



Resolution (1)								
Resolution required: (Ordinary / Special)				Special Resolution				
Whether promoter/promoter group are interested in the resolution?				No				
Description of resolution considered				Issue of securities by means of Qualified Institutional Placements (“QIPs”)				
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
<b>Promoter and Promoter Group</b>	E-Voting	40119099	29303172	73.0405	29303172	0	100.0000	0.0000
	Poll		NA	NA	NA	NA	NA	NA
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	<b>Total</b>	40119099	29303172	73.0405	29303172	0	100.0000	0.0000
<b>Public-Institutions</b>	E-Voting	9397328	8609733	91.6189	8609733	0	100.0000	0.0000
	Poll		NA	NA	NA	NA	NA	NA
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	<b>Total</b>	9397328	8609733	91.6189	8609733	0	100.0000	0.0000
<b>Public-Non Institutions</b>	E-Voting	14891761	9455844	63.4972	9400526	55318	99.4150	0.5850
	Poll		NA	NA	NA	NA	NA	NA
	Postal Ballot (if applicable)		NA	NA	NA	NA	NA	NA
	<b>Total</b>	14891761	9455844	63.4972	9400526	55318	99.4150	0.5850
<b>Total</b>	<b>Total</b>	64408188	47368749	73.5446	47313431	55318	99.8832	0.1168



**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  
**M/s. 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 contained in the  
Postal Ballot Notice dated January 10, 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 Special Resolution as circulated in the Notice of Postal Ballot dated January 10, 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

RAVI  
PRASADA  
REDDY  
YEDDULA

Digitally signed  
by RAVI PRASADA  
REDDY YEDDULA  
Date: 2022.02.10  
20:44:10 +05'30'

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') and Circular Nos. SEBI/HO/CFD/CMD1/ CIR/P/2020/79 dated May 12, 2020 and SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 issued by the Securities and Exchange Board of India ('SEBI Circulars').

I submit my report as under:

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 January 10, 2022 on January 11, 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. January 07, 2022 were entitled to vote on the resolutions as set out in Postal Ballot Notice dated January 10, 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 January 12, 2022 in Financial Express, an English Newspaper and in Navtelangana, a vernacular i.e., Telugu Newspaper regarding completion of dispatch of Postal Ballot Notice dated January 10, 2022 and also specified therein the matters prescribed in the Rules in connection with remote e-voting.

RAVI  
PRASADA  
REDDY  
YEDDULA

Digitally signed  
by RAVI PRASADA  
REDDY YEDDULA  
Date: 2022.02.10  
20:44:34 +05'30'

5. The Company had appointed M/s. KFin Technologies Private Limited (“KFintech”), Hyderabad 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 Wednesday, January 12, 2022 to 5.00 p.m. (IST) on Thursday, February 10, 2022.
6. The votes cast by the Members electronically were unblocked after 5.00 p.m. (IST) on Thursday, February 10, 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 KFintech.
7. On scrutiny, I report that 147 Members had exercised their vote through remote e-voting. One (1) Member holding 17 Equity Shares had abstained from 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, January 07, 2022.

The detailed e-voting Results are as follows:

**Resolution No.1: Special Resolution**

**ISSUE OF SECURITIES BY MEANS OF QUALIFIED INSTITUTIONAL PLACEMENTS (QIPs):**

Details	No. of Shareholders	No. of votes (in shares)	Percentage (%)
<b>Total Postal Ballot Forms Received by:</b>			
Electronic Mode	147	4,73,68,766	73.54%
Physical Mode	NA	NA	NA
Less: Invalid Postal Ballot Forms	NA	NA	NA
<b>Net Valid Postal Ballot in Electronic Mode</b>	<b>147*</b>	<b>4,73,68,766</b>	<b>73.54%</b>
<b>Postal Ballot forms with “ASSENT”</b>			
In Electronic Mode	139	473,13,431	99.88%
In Physical Mode	NA	NA	NA
<b>Total Postal Ballot with “ASSENT” in Electronic Mode</b>	<b>139</b>	<b>4,73,13,431</b>	<b>99.88%</b>

RAVI  
PRASADA  
REDDY  
YEDDULA

Digitally signed by  
RAVI PRASADA  
REDDY YEDDULA  
Date: 2022.02.10  
20:44:57 +05'30'

<b>Postal Ballot forms with "DISSENT"</b>			
In Electronic Mode	7	55,318	0.12%
In Physical Mode	NA	NA	NA
<b>Total Postal Ballot with "DISSENT" in Electronic Mode</b>	<b>7</b>	<b>55,318</b>	<b>0.12%</b>

\* One (1) Member holding 17 Equity Shares had abstained from voting.

**RESULT:** Total votes for Item No. 1 polled **FOR SPECIAL RESOLUTION** is **99.88 %** and the total votes polled **AGAINST SPECIAL RESOLUTION** is **0.12 %**.

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

The Special Resolution No. 1 set out in the Postal Ballot Notice dated January 10, 2022 of the remote e-voting requires not less than three times the number of votes, if any, cast against the resolution by Members so entitled and voting in order to pass the Resolution. I report that the said Special Resolution No.1 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  
Digitally signed by  
RAVI PRASADA REDDY  
YEDDULA  
Date: 2022.02.10  
20:43:30 +05'30'

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

**Place: Hyderabad**  
**Date: February 10, 2022.**

**UDIN: F005783C002517743**

**Counter Signed by**  
**Ramesh Periasamy**  
Digitally signed by  
Ramesh Periasamy  
Date: 2022.02.10  
21:02:20 +05'30'  
**For Spandana Sphoorty Financial Limited**  
**Company Secretary**  
**(Under Authority by Chairperson)**