

Spice Mobility Limited

CIN No.-L72900DL1986PLC330369

Regd. Office: 622, 6th Floor, DLF Tower A, Jasola Distt. Centre,

New Delhi - 110025. | Tel: 011 41251965

www.spicemobility.in | complianceofficer@smobility.in

spice

Date: 20th July, 2019

BSE Limited

Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai - 400 001

Scrip Id : 517214

National Stock Exchange of India Limited

Exchange Plaza, Plot no.C/1, G Block
Bandra - Kurla Complex, Bandra (E)
Mumbai - 400 051

Scrip Code- SPICEMOBI

Sub: Disclosures of the Voting Result as per Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Scrutinizer's Report

Dear Sir,

Pursuant to the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we wish to inform you that the members of the Company have accorded their approval with requisite majority, by way of Postal Ballot for Change of Name of the Company from "Spice Mobility Limited" to "DiGISPICE Technologies Limited" and consequent amendment to Memorandum and Articles of Association and other documents of the Company, as set out in the Notice dated 17th June, 2019:

In this regard, please find enclosed herewith the following:

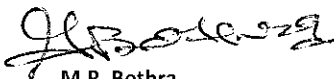
- i. The voting result in the Format prescribed under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as **Annexure- 1**.
- ii. Copy of the scrutinizer's report as **Annexure -2**.

The approval is deemed to have been received as on 18th July, 2019, being the last date of receipt of Postal Ballot Forms from the members of the Company.

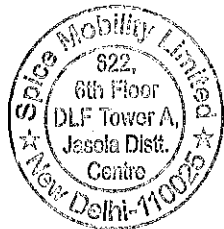
You are requested to kindly take the above on record and acknowledge the receipt of the same.

Thanking You,

Yours faithfully,
For Spice Mobility Limited



M.R. Bothra
Vice President-Corporate Affairs
& Company Secretary



Encl: As above

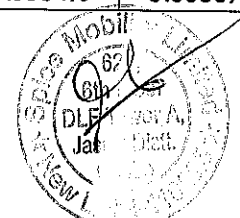
SPICE MOBILITY LIMITED
Detail pursuant to Regulation 44 of the Listing SEBI (Listing Obligations and Disclosure Requirements)
Regulations, 2015

Date of Declaration of Results of Postal Ballot	20 th July, 2019
Total number of shareholders on record date (Record date being the Cut – off date for reckoning the voting rights of shareholders i.e. 7 th June, 2019)	18,457
No. of shareholders present in the meeting either in person or through proxy: Promoter and Promoter Group: Public:	N.A.
No. of shareholders attended the meeting through Video Conferencing: Promoter and Promoter Group: Public:	N.A.

Agenda – wise disclosure

Item No. 1 Approval for Change of Name of the Company from “Spice Mobility Limited” to “DIGISPIICE Technologies Limited” and consequent amendment to Memorandum and Articles of Association and other documents of the Company.

Resolution required: (Ordinary/Special)							Special		
Whether promoter/promoter group are interested in the agenda/resolution?							No		
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	169447570	Nil	Nil	Nil	Nil	Nil	Nil	
	Poll		Not Applicable						
	Postal Ballot (if applicable)		169447570	169447570	100%	169447570	Nil	100%	Nil
	Total		169447570	169447570	100%	169447570	Nil	100%	Nil
Public Institutions	E - Voting	2070	Nil	Nil	Nil	Nil	Nil	Nil	
	Poll		Not Applicable						
	Postal Ballot (if applicable)		2070	Nil	Nil	Nil	Nil	Nil	Nil
	Total		2070	Nil	Nil	Nil	Nil	Nil	Nil
Public-Non Institutions	E - Voting	58414342	14280	0.0244%	13080	1200	91.5966%	8.4034%	
	Poll		Not Applicable						
	Postal Ballot (if applicable)		58414342	27068490	46.3388%	27068490	Nil	100%	Nil
	Total		58414342	27082770	46.3632%	27081570	1200	99.9956%	0.0044%
Total		227863982	196530340	86.2490%	196529140	1200	99.9994%	0.0006%	



SANJAY GROVER & ASSOCIATES

COMPANY SECRETARIES

B-88, 1ST Floor, Defence Colony, New Delhi - 110 024

Tel. : (011) 4679 0000, Fax : (011) 4679 0012

e-mail : contact@cssanjaygrover.in

website : www.cssanjaygrover.in

Scrutinizer Report

To,

The Chairman

SPICE MOBILITY LIMITED

CIN: L72900DL1986PLC330369

622, 6th Floor, DLF Tower A,

Jasola Distt. Centre, New Delhi- 110025

Dear Sir,

I, Sanjay Grover, Managing Partner of M/s Sanjay Grover & Associates, Practicing Company Secretaries firm having office at B-88, First Floor, Defence Colony, New Delhi-110024, was appointed as Scrutinizer by the Board of Directors of **SPICE MOBILITY LIMITED** ('the Company') in their meeting held on May 21, 2019 for the purpose of scrutinizing the e-voting process and postal ballot process in a fair and transparent manner under the provisions of Sections 108 and 110 of the Companies Act, 2013 (the "Act") read with the Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, Secretarial Standard-2 on "General Meetings" issued by the Institute of the Company Secretaries of India and other applicable laws and regulations (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) in respect of the following resolution as mentioned in the Notice of Postal Ballot dated June 17, 2019:



S.No.	Type of Resolution	Particulars
1.	Special Resolution	Approval for change of Name of the Company from "Spice Mobility Limited" to "DiGiSPICE Technologies Limited" and consequent amendment to Memorandum and Articles of Association and other documents of the Company.

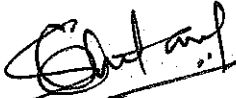
I submit my report as under:

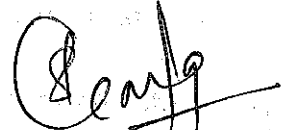
1. The Company completed dispatch of Postal Ballot Notice and forms on Tuesday, June 18, 2019 to its Members, whose names appeared in the Register of Members as on Friday, June 07, 2019 ("cut- off date") in the following manner:
 - a) through e-mail to the members whose e-mail addresses were registered with the Company/ Depositories and
 - b) through physical mode, along with a self-addressed postage prepaid businessreply envelope to the other members whose e-mail addresses were not registered with the Company/ Depositories.
2. The Company published advertisements regarding dispatch of Postal Ballot Forms, Notice etc. in English language "Financial Express" and in Hindi language "Jansatta" on Friday, June 21, 2019.
3. The Shareholders of the Company holding shares as on Friday, June 07, 2019 were entitled to vote on the resolution as contained in the Notice and had an option to vote either through the postal ballot form or through the e-voting facility. Shareholders who opted for e-voting facility have cast their votes on the designated website of National Securities Depository Limited ("NSDL") e-voting platform viz., www.evoting.nsd.com.
4. The physical postal ballot forms received by post/courier/by hand were kept under my safe custody. The e-voting was maintained by NSDL in electronic registry.



5. The electronic voting process was monitored by me through the scrutinizer's secured link provided by NSDL on its designated website i.e. www.evoting.nsdl.com.

6. The e-voting was unblocked on Thursday, July 18, 2019 after 5:00 P.M. in the presence of two witnesses, Ms. Shubhi Khetan and Ms. Sonal Garg who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence:


Shubhi Khetan


Sonal Garg

7. The particulars of all postal ballot forms received from the members in physical form(s) as well as e-voting report generated from electronic registry of NSDL have been entered in a separate Register maintained for that purpose.

8. All postal ballot forms received and e-votes cast up to 05:00 P.M. on Thursday, July 18, 2019 i.e. the last date and time fixed by the Company for casting votes through postal ballot forms or e-voting, were considered and none of the envelopes containing postal ballot form(s) received after 05:00 P.M. on Thursday, July 18, 2019 were considered for the purpose of this report.

9. The postal ballot forms and electronic ballots were matched with the Register of members/ beneficiary data of the Company as on Friday, June 07, 2019 i.e. the cut-off date for the purpose as provided by the Registrar and Share Transfer Agent ('RTA') of the Company. It is further submitted that there was no mismatch of the shareholding as mentioned in the postal ballot forms and RTA records.

10. There were 270 (Two Hundred and Seventy) envelopes containing Postal Ballot form(s)/ Notice(s) which were returned undelivered. These envelopes were not opened and were kept separately.



11. The Members exercised their voting either by e-voting or postal ballot forms. There was no shareholder who opted for both the facilities.
12. The total issued and paid-up Equity Share Capital of the Company as on Friday, June 07, 2019 was Rs. 68,35,91,946/- (Rupees Sixty Eight Crore Thirty Five Lakh Ninety One Thousand Nine Hundred Forty Six only) divided into 22,78,63,982 (Twenty Two Crore Seventy Eight Lakh Sixty Three Thousand Nine Hundred Eighty Two) Equity Shares of Rs. 3/- (Rupees Three Only) each.
13. A consolidated summary of the postal ballots/ e-voting are as under:

Resolution No. 1- Approval for change of Name of the Company from "Spice Mobility Limited" to "DiGiSPICE Technologies Limited" and consequent amendment to Memorandum and Articles of Association and other documents of the Company:

Special Resolution				
Particulars	Number of Valid Votes			Percentage
	e-Votes	Postal Ballot	Total	
Assent	13,080	19,65,16,060	19,65,29,140	99.9994
Dissent	1,200	0	1,200	0.0006
Total	14,280	19,65,16,060	19,65,30,340	100

Therefore, the above-mentioned Special Resolution has been passed with requisite majority.

The detailed break up of voting through e-voting and postal ballot forms in respect of the above Resolution is attached to this report and marked as 'Annexure A'

14. The resolution shall be deemed to have been passed on Thursday, July 18, 2019, being the last date of receipt of Postal Ballot forms from the members of the Company.



15. I will hand over the postal ballot forms and other related papers/registers and records to the Company after signing of minutes by the Chairman.
16. You may accordingly declare the result of the voting by Postal Ballot.

Thanking You,

**FOR SANJAY GROVER & ASSOCIATES
COMPANY SECRETARIES**

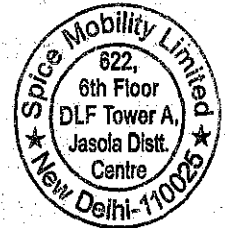
COUNTERSIGNED BY

Sd/-
Sanjay Grover
Scrutinizer
C.P. No.:3850

Date : July 20, 2019
Place: New Delhi



Sd/-
Chairman
Spice Mobility Limited



Annexure-A

A detailed summary of the voting through e-voting and postal ballot forms is given herein below:

A1. VOTING THROUGH E-VOTING:			
Particulars	No. of Shareholders	No. of Equity Shares	Paid-up value of the Equity Shares (In Rs.)
a) Total votes received	36	14,280	42,840
b) Less: Invalid votes	0	0	0
c) Net Valid votes cast	36	14,280	42,840
d) Votes with assent for the resolution	35	13,080	39,240
e) Votes with dissent for the resolution	1	1,200	3,600

A2. VOTING THROUGH PHYSICAL POSTAL BALLOT FORM:			
Particulars	No. of Shareholders	No. of Equity Shares	Paid-up value of the Equity Shares (In Rs.)
a) Total votes received	19	19,65,16,060	58,95,48,180
b) Less: Invalid votes	0	0	0
c) Net Valid votes cast	19	19,65,16,060	58,95,48,180
d) Votes with assent for the resolution	19	19,65,16,060	58,95,48,180
e) Votes with dissent for the resolution	0	0	0

