



Mohan Upreti & Co.

COMPANY SECRETARIES

A-2/201, Hoover Apartments
Main Road, Sand Nagar
NEW DELHI 110 084
Phone: 9773765182
Email: csmcupreti@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 40th Annual General Meeting ("AGM") of the Company held on Monday, September 30, 2024 at 11:00 A.M at 25- C Block, Community Centre, Janakpuri, New Delhi-110058

Dear Sir,

I, Mohan Upreti proprietor of M/s Mohan Upreti and co., Company Secretary in Practice (FCS 4179), COP No: 26571, 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 / Poll/ Postal Ballot, pursuant to section 108, 109, 110 of the Companies Act, 2013 and Rules made there under on the resolutions set out in the Notice dated September 05, 2024 of the 40th 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 Tuesday, September 24, 2024 were entitled to vote on the resolutions as contained in the Notice. The voting period for Remote E-Voting commenced on Friday, September 27, 2024 at 9:00 A.M. and ended on Sunday, September 29, 2024 at 5:00 PM.

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 40th AGM Notice based on the reports generated from the E-Voting system provided by CDSL, the authorized agency engaged by the





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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 Ms. 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.

Nandita

Name: Nandita Das

S. Maheshwari

Name: Sandeep Kumar Maheshwari

I have issued separate Scrutinizer's Report dated September 30, 2024 on the Remote E-Voting and on the Ballot Voting on September 30, 2024 on the resolution contained in the notice to the 40TH 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, 2024 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 | 27 | 19,57,151 | 100% | - | - | - |
| Ballot | 7 | 1,43,825 | 100% | - | - | - |
| Total | 34 | 21,00,976 | 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.





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| 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 | 27 | 19,57,151 | 100% | - | - | - |
| Ballot | 7 | 1,43,825 | 100% | - | - | - |
| Total | 34 | 21,00,976 | 100% | - | - | - |

RESOLUTION NO 3: SPECIAL RESOLUTION

Approval for Related Party Transactions

| 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 | 27 | 19,57,151 | 100% | - | - | - |
| Ballot | 7 | 1,43,825 | 100% | - | - | - |
| Total | 34 | 21,00,976 | 100% | - | - | - |

Total 19 Members of the Company attended the 40th Annual General Meeting of the members of the Company.

In view of the above result, I hereby certify that resolutions proposed in 40th AGM Notice dated 05-09-2024 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.





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Thanking You.

Yours faithfully,

For M/s. Mohan Upreti and co.
Practicing Company Secretary

MOHAN UPRETI
(PROPRIETOR)
FCS 4176
COP No.: 26571



Place: New Delhi
Date: 01.10.2024

UDIN: F004179F001393921

Countersigned By:
For SPA Capital Services Limited

SANDEEP PARWAL
(Chairman cum Managing Director)
DIN: 00025803
Place: New- Delhi
Date: 01.10.2024





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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 40TH Annual General Meeting ("AGM") of the Company held on Monday, September 30, 2024 at 11:00 A.M 25- C Block, Community Centre, Janakpuri, New Delhi-110058

Dear Sir,

I, Mr. Mohan Upreti proprietor of M/s Mohan Upreti and co., Company Secretary in Practice (FCS 4179), COP No: 26571, 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 / Postal Ballot/ Poll, pursuant to section 108, 109, 110 of the Companies Act, 2013 and Rules there under on the resolutions set out in the notice dated September 05, 2024 of the 40th 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 Tuesday, September 24, 2024 were entitled to vote on the resolutions as contained in the Notice. The voting period for remote e-voting commenced on Friday, September 27, 2024 at 9: 00 AM and ended on Sunday, September 29, 2024 at 5:00 PM

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





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said resolutions stated in 40th 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..

As required by management I submit herewith my report on the results of E-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, 2024 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 | 27 | 19,57,151 | 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 | 27 | 19,57,151 | 100% | - | - | - |

RESOLUTION NO 3: SPECIAL RESOLUTION

Approval for Related Party Transactions

| Type of Voting | No. of Shareholder Voted | Votes in Favour | | Votes in Against | | No. of Invalid Votes |
|----------------|--------------------------|-----------------|------------------------|------------------|------------------------|----------------------|
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| | | | | | | |
|----------|----|-----------|------|---|---|---|
| E-voting | 27 | 19,57,151 | 100% | - | - | - |
|----------|----|-----------|------|---|---|---|

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. Mohan Upreti and co.
Practicing Company Secretary**

**MOHAN UPRETI
(Proprietor)
FCS 4176
COP No.: 26571**



Place: New Delhi

Date: 01.10.2024

UDIN: F004179F001393921

Countersigned By:

For SPA Capital Services Limited

**SANDEEP PARWAL
(Chairman cum Managing Director)
DIN: 00025803
Place: New- Delhi
Date: 01.10. 2024**





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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 40th Annual General Meeting ("AGM") of the Company held on Monday, September 30, 2024 at 11:00 A.M 25- C Block, Community Centre, Janakpuri, New Delhi-110058

Dear Sir,

I, Mr. Mohan Upreti proprietor of M/s Mohan Upreti and co., Company Secretary in Practice (FCS 4179), COP No: 26571, 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 / Postal Ballot/ Poll, pursuant to section 108, 109, 110 of the Companies Act, 2013 and Rules there under on the resolutions set out in the notice dated September 05, 2024 of the 40th 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 Tuesday, September 24, 2024 were entitled to vote on the resolutions as contained in the Notice. The voting period for remote e-voting commenced on Friday, September 27, 2024 at 9:00 A.M. and ended on Sunday, September 29, 2024 at 5:00 PM.

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 40th AGM Notice based on the reports generated from the e-voting system provided by CDSL, the authorized agency engaged by the





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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.

Nandita

Sandeep

Name: Nandita Das

Name: Sandeep Kumar Maheshwari

As required by management I submit herewith my report on the results 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, 2024 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 | |
| Ballot | 07 | 143825 | 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 | 07 | 143825 | 100% | - | - | - |





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RESOLUTION NO 3: SPECIAL RESOLUTION

Approval for Related Party Transactions


| 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 | 07 | 143825 | 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. Mohan Upreti and co.
Practicing Company Secretary**

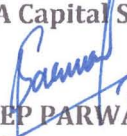

**MOHAN UPRETI
(Proprietor)
FCS 4176
COP No.: 26571**



**Place: New Delhi
Date: 01.10.2024**

UDIN: F004179F001393921

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


**SANDEEP PARWAL
(Chairman cum Managing Director)
DIN: 00025803
Place: New- Delhi
Date: 01.10.2024**

