

Ref: SSFL/Stock Exchange/2024-25/065

July 31, 2024

To BSE Limited, Department of Corporate Services P. J. Towers, 25th 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 Twenty-First (21st) Annual General Meeting ('AGM') held on July 30, 2024.

Ref: Company letter no. SSFL/Stock Exchange/2023-24/039 dated July 08, 2024.

In continuation to our above-mentioned letter and pursuant to Section 108 of Companies Act, 2013 and rules made there under ('Act'); and Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we herewith enclose the Scrutinizer's Report on the resolutions as set out in the notice of 21st AGM held on July 30, 2024.

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 e-voting in accordance with the provisions of the Act in a fair and transparent manner.

We inform that all the resolutions contained in the AGM Notice have been passed with requisite majority by the Members of the Company. Voting results and Scrutinizer's Report are enclosed herewith and the same will be placed on the Company's website www.spandanasphoorty.com.

Kindly take the above on record.

Thanking you.

Your Sincerely,
For Spandana Sphoorty Financial Limited
Vinay Prakash Prakash Tripathi
Date: 2024407.31 12:38:46
+05'30'
Vinay Prakash Tripathi
Company Secretary

Encl: as above



General information about company	
Scrip code	542759
NSE Symbol	SPANDANA
MSEI Symbol	NOTLISTED
ISIN	INE572J01011
Name of the company	Spandana Sphoorty Financial Limited
Type of meeting	AGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	30-07-2024
Start time of the meeting	03:00 PM
End time of the meeting	03:43 PM

Scrutinizer Details	Scrutinizer Details							
Name of the Scrutinizer	Y. Ravi Prasada Reddy							
Firms Name	RPR & Associates							
Qualification	CS							
Membership Number	FCS 5783							
Date of Board Meeting in which appointed	04-06-2024							
Date of Issuance of Report to the company	31-07-2024							

Voting results	
Record date	23-07-2024
Total number of shareholders on record date	53056
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	0
b) Public	0
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	0
b) Public	73
No. of resolution passed in the meeting	6



			R	esolution (1)					
	Resolution required: (Ordina	ry / Special)		(1)		Ordinary	7		
Whet	her promoter/promoter group agenda/resolution	are interested i	n the	No					
	Description of resolution considered				Adoption of Audited Financial Statements including the Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 202 and the Reports of the Board of Directors and the Auditors thereon:				
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	E-Voting	4,05,17,063	3,43,16,467	84.6963	3,43,16,467	0	100.00	0	
and	Poll		0	0	0	0	0	0	
Promoter	Postal Ballot (if applicable)		0	0	0	0	0	0	
Group	Total		3,43,16,467	84.6963	3,43,16,467	0	100	0	
Public-	E-Voting	2,02,71,946	1,28,21,694	63.2485	1,28,21,694	0	100	0	
Institutions	Poll		0	0	0	0	0	0	
	Postal Ballot (if applicable)		0	0	0	0	0	0	
	Total		1,28,21,694	63.2485	1,28,21,694	0	100	0	
Public- Non	E-Voting	1,05,16,135	22,44,431	21.3427	22,44,317	114	99.9949	0.0051	
Institutions	Poll		26,243	0.2495	26,243	0	100	0	
	Postal Ballot (if applicable)		0	0	0	0	0	0	
	Total		22,70,674	21.5923	22,70,560	114	99.9950	0.0050	
	Total	7,13,05,144	4,94,08,835	69.2921	4,94,08,721	114	99.9998	0.0002	
	V	Vhether resolut	ion is Pass or N	lot.			Y	es	

^{*14169} votes - Abstained



				Resolution (2)						
	Resolution required: (Ordina	ary / Special)		Ordinary						
When	ther promoter/promoter group agenda/resolution	are interested	in the			No				
	Description of resolution considered				Re-appointment of Mr. Sunish Sharma (DIN: 00274432) as director, who retires by rotation and being eligible, has offered himself for re-appointment:					
Category	shares held polled polled on outstanding shares polled on outstanding shares					% of Votes against on votes polled				
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100		
Promoter	E-Voting	4,05,17,063	3,43,16,467	84.6963	3,43,16,467	0	100	0		
and	Poll		0	0	0	0	0	0		
Promoter	Postal Ballot (if applicable)		0	0	0	0	0	0		
Group	Total		3,43,16,467	84.6963	3,43,16,467	0	100	0		
Public-	E-Voting	2,02,71,946	1,28,35,863	63.3184	1,24,92,867	3,42,996	97.3278	2.6722		
Institutions	Poll		0	0	0	0	0	0		
	Postal Ballot (if applicable)		0	0	0	0	0	0		
	Total		1,28,35,863	63.3184	1,24,92,867	3,42,996	97.3278	2.6722		
Public-	E-Voting	1,05,16,135	22,44,431	21.3427	22,44,182	249	99.9889	0.0111		
Non	Poll		26,243	0.2495	26,243	0	100	0		
Institutions	Postal Ballot (if applicable)		0	0	0	0	0	0		
	Total		22,70,674	21.5923	22,70,425	249	99.9890	0.0110		
	Total	7,13,05,144	4,94,23,004	69.3120	4,90,79,759	3,43,245	99.3055	0.6945		
		Whether resolu	tion is Pass or	Not.			Y	es		



				Resolution (3)						
	Resolution required: (Ordina	ry / Special)		(0)		Ordinary	Υ <u>.</u>			
Whet	her promoter/promoter group agenda/resolution	are interested	in the	No						
	Description of resolution considered				Re-appointment of Mr. Neeraj Swaroop (DIN: 00061170) as director, who retires by rotation and being eligible, has offered himself for re-appointment:					
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	E-Voting	4,05,17,063	3,43,16,467	84.6963	3,43,16,467	0	100	0		
and	Poll		0	0	0	0	0	0		
Promoter	Postal Ballot (if applicable)		0	0	0	0	0	0		
Group	Total		3,43,16,467	84.6963	3,43,16,467	0	100	0		
Public-	E-Voting	2,02,71,946	1,28,35,863	63.3184	95,50,840	32,85,023	74.4074	25.5925		
Institutions	Poll		0	0	0	0	0	0		
	Postal Ballot (if applicable)		0	0	0	0	0	0		
	Total		1,28,35,863	63.3184	95,50,840	32,85,023	74.4075	25.5925		
Public- Non	E-Voting	1,05,16,135	22,44,431	21.3427	22,44,182	249	99.9889	0.0111		
Institutions	Poll		26,243	0.2495	26,243	0	100	0		
	Postal Ballot (if applicable)		0	0	0	0	0	0		
	Total		22,70,674	21.5923	22,70,425	249	99.9890	0.0110		
	Total 7,13,05,144 4,94			69.3120	4,61,37,732	32,85,272	93.3527	6.6473		
 I	·		·	Wheth	ner resolution i	s Pass or Not.	Y	es		



				Resolution (4)					
	Resolution required: (Ordina	ry / Special)		Ordinary					
Whet	her promoter/promoter group agenda/resolution		in the	No					
	Description of resolution c	onsidered		Appointment of BSR & Co. LLP, Chartered Accountants, as the Statutory Auditors of the Company:					
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	E-Voting	4,05,17,063	3,43,16,467	84.6963	3,43,16,467	0	100	0	
and	Poll		0	0	0	0	0	0	
Promoter	Postal Ballot (if applicable)		0	0	0	0	0	0	
Group	Total		3,43,16,467	84.6963	3,43,16,467	0	100	0	
Public-	E-Voting	2,02,71,946	1,28,35,863	63.3184	1,25,68,113	2,67,750	97.9140	2.0860	
Institutions	Poll		0	0	0	0	0	0	
	Postal Ballot (if applicable)		0	0	0	0	0	0	
	Total		1,28,35,863	63.3184	1,25,68,113	2,67,750	97.9140	2.0860	
Public- Non	E-Voting	1,05,16,135	22,44,431	21.3427	22,44,297	134	99.9940	0.0060	
Institutions	Poll]	26,243	0.2495	26,243	0	100	0	
	Postal Ballot (if applicable)		0	0	0	0	0	0	
	Total		22,70,674	21.5923	22,70,540	134	99.9941	0.0059	
	Total	7,13,05,144	4,94,23,004	69.3120	4,91,55,120	2,67,884	99.4580	0.5420	
				Wheth	er resolution is	Pass or Not.	Yo	es	



				Resolution (5)						
	Resolution required: (Ordina	ry / Special)		(1)		Ordinar	y			
Whet	her promoter/promoter group a agenda/resolution	are interested	in the	No						
	Description of resolution considered				Appointment of Ms. Saakshi Gera (DIN: 08737182) as a Non- Executive Nominee Director of the Company:					
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	E-Voting	4,05,17,063	3,43,16,467	84.6963	3,43,16,467	0	100	0		
and	Poll		0	0	0	0	0	0		
Promoter	Postal Ballot (if applicable)		0	0	0	0	0	0		
Group	Total		3,43,16,467	84.6963	3,43,16,467	0	100	0		
Public-	E-Voting	2,02,71,946	1,28,35,863	63.3184	98,92,626	29,43,237	77.0702	22.9298		
Institutions	Poll		0	0	0	0	0	0		
	Postal Ballot (if applicable)		0	0	0	0	0	0		
	Total		1,28,35,863	63.3184	98,92,626	29,43,237	77.0702	22.9298		
Public- Non	E-Voting	1,05,16,135	22,44,431	21.3427	22,44,207	224	99.9900	0.0100		
Institutions	Poll		26,243	0.2495	26,233	10	99.9619	0.0381		
	Postal Ballot (if applicable)		0	0	0	0	0	0		
	Total		22,70,674	21.5923	22,70,440	234	99.9897	0.0103		
·	Total	7,13,05,144	4,94,23,004	69.3120	4,64,79,533	29,43,471	94.0443	5.9557		
				Wheth	er resolution is	Pass or Not.	Ye	es		



				Resolution (6)					
	Resolution red	quired: (Ordin	ary / Special)	(,		Special			
	Whether promoter/promoter			No					
			la/resolution?						
	Descript	ion of resolution	on considered	Approval for Is	sue of Non-Con	vertible Deber Basis:	ntures (NCDs) on Pr	ivate Placement	
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	E-Voting	4,05,17,063	3,43,16,467	84.6963	3,43,16,467	0	100	0.0000	
and	Poll		0	0	0	0	0	0.0000	
Promoter	Postal Ballot (if applicable)		0	0	0	0	0	0.0000	
Group	Total		3,43,16,467	84.6963	3,43,16,467	0	100	0.0000	
Public-	E-Voting	2,02,71,946	1,28,35,863	63.3184	1,24,78,133	3,57,730	97.2130	2.7870	
Institutions	Poll		0	0	0	0	0	0.0000	
	Postal Ballot (if applicable)		0	0	0	0	0	0.0000	
	Total		1,28,35,863	63.3184	1,24,78,133	3,57,730	97.2130	2.7870	
Public-	E-Voting	1,05,16,135	22,44,431	21.3427	22,44,152	279	99.9876	0.0124	
Non	Poll		26,243	0.2495	26,243	0	100	0.0000	
Institutions	Postal Ballot (if applicable)		0	0	0	0	0	0.0000	
	Total		22,70,674	21.5923	22,70,395	279	99.9877	0.0123	
	Total	7,13,05,144	4,94,23,004	69.3120	4,90,64,995	3,58,009	99.2756	0.7244	
				Wheth	er resolution is	Pass or Not.	Ye	es	

Vinay Prakash Tripathi Digitally signed by Vinay Prakash Tripathi Date: 2024.07.31 13:37:43 +05'30'

Spandana Sphoorty Financial Limited

CIN - L65929TG2003PLC040648

Galaxy, Wing B, 16th Floor, Plot No.1, Sy No 83/1, Hyderabad Knowledge City,
TSIIC, Raidurg Panmaktha, Hyderabad – 500081, Telangana
Ph: +9140-45474750 | contact@spandanasphoorty.com | www.spandanasphoorty.com



RPR & ASSOCIATES

COMPANY SECRETARIES

Flat No. 401, 4th Floor, Sri Sai Saraswathi Nilayam, H. No.5-5-33/26/A/1, Plot 77, Maitri Nagar, Kukatpally, Hyderabad, Telangana – 500072.

CONSOLIDATED REPORT OF THE SCRUTINIZER ON REMOTE E-VOTING & INSTA POLL AT THE 21st ANNUAL GENERAL MEETING OF SPANDANA SPHOORTY FINANCIAL LIMITED

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 21(2) of the Companies (Management and Administration) Rules, 2014]

To
The Chairperson of 21st Annual General Meeting of **M/s. Spandana Sphoorty Financial Limited**(CIN: L65929TG2003PLC040648)
Galaxy, Wing B, 16thFloor, Plot No.1, Sy No 83/1,
Hyderabad Knowledge City, TSIIC,
Raidurg Panmaktha, Hyderabad, TS – 500081.

Dear Madam,

I, Y. Ravi Prasada Reddy, whole-time Practicing Company Secretary having CP number: 5360 and Proprietor of RPR & Associates, Company Secretaries, Hyderabad have been appointed as Scrutinizer by the Board of Directors of **Spandana Sphoorty Financial Limited** (the Company) for the purpose of scrutinizing the voting by electronic means i.e., Remote e-voting and through electronic voting i.e., Insta Poll at the 21st Annual General Meeting (AGM) of the Company pursuant to Section 108 of the Companies Act, 2013 (Act) read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (Rules) as amended and in accordance with Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations) on the resolutions contained in the Notice of 21st AGM of the Members of the Company held on Tuesday, July 30, 2024 at 03.00 p.m. (IST) through Video Conferencing (VC).

The management of the Company is responsible to ensure compliance with the provisions of the Act & the Rules made thereunder including MCA General Circular dated May 05, 2020, January 13, 2021, December 14, 2021, May 05, 2022, December 28, 2022 and September 25, 2023 read with circulars dated April 8, 2020 and April 13, 2020 (collectively referred to as "MCA Circulars") and SEBI Circulars dated May 12, 2020; January 15, 2021; May13, 2022 and January 05, 2023 (collectively referred as "SEBI circulars") issued by the Securities and Exchange Board of India (SEBI) and Listing Regulations, relating to voting through electronic means by remote e-voting and electronic voting at the AGM by the Members on the resolutions proposed in the Notice of the 21st AGM.

RAVI PRASADA Digitally signed by RAVI PRASADA REDDY REDDY YEDDULA Date: 2024.07.31 10:45:18 +05'30'

Page **1** of **5**

Tel: +91 40 4033 0141 | Mobile: +91 99892 34576 | E-mail id: rprassociateshyd@gmail.com

Continuation Sheet....

RPR & ASSOCIATES

COMPANY SECRETARIES

My responsibility as a scrutinizer for the e-voting process is restricted to prepare the Scrutinizer Report on the votes cast "in favour" or "against" resolution(s) based on the reports generated from the e-voting system provided by the KFin Technologies Limited ("KFin"), the authorized service provider for extending the facility of electronic voting to the Members of the Company.

Further to the above, I submit my report as under:

- (i) Pursuant to the provisions of Section 108 of the Act read with Rule 20 and Regulation 44 of Listing Regulations and MCA Circulars, the Company has availed the e-voting facility offered by KFin for conducting Remote e-voting and Insta Poll at the AGM by the Members who attended the AGM through VC and who had not cast their vote through Remote e-voting.
- (ii) On account of the threat posed by Covid-19 and in terms of the aforesaid Circulars issued by MCA and SEBI, the Company had sent the notice of AGM only in electronic form to its Members whose name(s) appeared in the Register of Members/ list of beneficiaries as on June 28, 2024.
- (iii) The public advertisement with respect to dispatch of notices and conducting of voting through electronic means was published in an English newspaper "Financial Express" and a vernacular newspaper "Nava Telangana" of wide circulation in their respective editions dated July 09, 2024.
- (iv) The Members of the Company holding shares as on the cut-off date i.e. Tuesday, July 23, 2024 were entitled to vote on the resolutions as set out in the Notice calling the AGM.
- (v) The voting period for Remote e-voting commenced on Friday, July 26, 2024, at 9:00 a.m. and ended on Monday, July 29, 2024 at 5.00 p.m. and thereafter Remote e-voting portal was blocked forthwith.
- (vi) On July 30, 2024 after conclusion of AGM, the report on the Insta Poll voting carried during the AGM was generated and diligently scrutinized; thereafter the votes cast through Remote e-voting process were unblocked by me.
- (vii) I have scrutinized and verified the votes cast through remote e-voting and voting through Insta Poll at the AGM based on the data generated from KFin portal.

RPR & ASSOCIATES

COMPANY SECRETARIES

I now submit my Consolidated Report on the Results of the Remote e-voting and voting through Insta Poll at the AGM in respect of said resolutions as under:

Resolution No.1:

Adoption of Audited Financial Statements and the Reports of the Board of Directors and **Auditors thereon.:**

Mode of voting	Number of	Number of votes	Votes in fa the Reso		0			Invalid votes		
	members voted	polled	Nos.	%	Nos.	%	Nos.	%		
Remote e-voting	148	49382592	49382478	99.9998	114	0.0002	0	0.00		
Insta Poll	18	26243	26243	100.0000	0	0.0000	0	0.00		
Total	166	49408835	49408721	99.9998	114	0.0002	0	0.00		

^{*14169} votes - Abstained

Resolution No. 2:

To appoint a director in place of Mr. Sunish Sharma (DIN: 00274432), who retires by rotation and being eligible, offers himself for re-appointment.

Mode of voting	Number of	Number of votes in fa			,		Invalid	votes
	members voted		Nos.	%	Nos.	%	Nos.	%
Remote e-voting	148	49396761	49053516	99.3051	343245	0.6949	0	0.00
Insta Poll	18	26243	26243	100.0000	0	0.000	0	0.00
Total	166	49423004	49079759	99.3055	343245	0.6945	0	0.00

Resolution No. 3:

To appoint a director in place of Mr. Neeraj Swaroop (DIN: 00061170), who retires by rotation and being eligible, offers himself for re-annointment.

Mode of voting	Number of	Number of votes	Votes in fav Resolu		Votes ag	*	Invalid votes	
	members voted	polled	Nos.	%	Nos.	%	Nos.	%
Remote e-voting	148	49396761	46111489	93.3492	3285272	6.650 8	0	0.00
Insta Poll	18	26243	26243	100.0000	0	0.000	0	0.00
Total	166	49423004	46137732	93.3527	3285272	6.647 3	0	0.00



Resolution No. 4:

Appointment of BSR & Co. LLP, Chartered Accountants, as the Statutory Auditors of the Company:

Mode of voting	Number of	Number of votes	Votes in favour of the Resolution		Votes against the Resolution		Invalid votes	
	members voted	polled	Nos.	%	Nos.	%	Nos.	%
Remote e-voting	148	49396761	49128877	99.4577	267884	0.5423	0	0.00
Insta Poll	18	26243	26243	100.0000	0	0.000	0	0.00
Total	166	49423004	49155120	99.4580	267884	0.5420	0	0.00

Resolution No. 5:

Appointment of Ms. Saakshi Gera (DIN:08737182) as a Non- Executive Nominee Director of the Company:

Mode of voting	Number	Number of	Votes in favour of		Votes against the		Invalid	
	of	votes	the Resolution		Resolution		votes	
	members	polled	Nos.	%	Nos.	%	Nos.	%
	voted							
Remote e-voting	148	49396761	46453300	94.0412	2943461	5.9588	0	0.00
Insta Poll	18	26243	26233	99.9619	10	0.0381	0	0.00
Total	166	49423004	46479533	94.0443	2943471	5.9557	0	0.00

Resolution No. 6:

Issue of Non-Convertible Debentures (NCDs) on Private Placement Basis:

Mode of voting	Number of	Number of votes	Votes in favour of the Resolution		Votes against the Resolution		Invalid votes	
	members	polled	Nos.	%	Nos.	%	Nos.	%
	voted							
Remote e-voting	148	49396761	49038752	99.2752	358009	0.7248	0	0.00
Insta Poll	18	26243	26243	100.0000	0	0.000	0	0.00
Total	166	49423004	49064995	99.2756	358009	0.7244	0	0.00

- (viii) All the resolutions mentioned in the AGM notice dated June 04, 2024 as per the details above stand passed with the requisite majority.
- (ix) The Electronic data and all other relevant records relating to the e-voting is under my safe custody and all will be handed over to the Company Secretary for preserving safely after the Chairperson considers, approves and signs the minutes of the AGM.

Continuation Sheet....

RPR & ASSOCIATES

COMPANY SECRETARIES

Thanking you,

Yours faithfully, For RPR & Associates

Company Secretaries

RAVI PRASADA Digitally signed by RAVI PRASADA REDDY **REDDY** YEDDULA Date: 2024.07.31 **YEDDULA** 10:46:21 +05'30'

Y. Ravi Prasada Reddy

Proprietor, FCS No. 5783, CP No. 5360

Place: Hyderabad, Date: July 31, 2024

COUNTER SIGNED BY: For Spandana Sphoorty Financial Limited

Tripathi

Vinay Prakash Digitally signed by Vinay Prakash Tripathi Date: 2024.07.31 12:55:40 +05'30'

Company Secretary

(Under Authority by Chairperson)

UDIN: F005783F000860868