



03<sup>rd</sup> October, 2023

To,  
Listing Department  
BSE Limited  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Mumbai – 400 001

**Scrip Code:** 530289

**Subject: Scrutinizer's Report and Voting Results under Regulation 44 of SEBI  
(LODR) Regulations, 2015**

Dear Sir/ Madam,

Further to our letter dated 30<sup>th</sup> September, 2023 in respect of the proceedings of the 40<sup>th</sup> Annual General Meeting ("AGM") of **S P CAPITAL FINANCING LTD** ("the Company") held on Saturday, 30<sup>th</sup> September, 2023 at 3:00 P.M. (IST) through Video Conferencing, please find enclosed herewith the following:

- (a) Details of the Voting Results in compliance of Regulation 44 of SEBI (LODR Regulations) for the items conducted at the 40<sup>th</sup> Annual General Meeting of the Company. (Annexure 'A')
- (b) Results of Voting pursuant to Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- (c) Report of Scrutinizer dated 30<sup>th</sup> September, 2023 pursuant to Section 108 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014.

We request you to take the above on your records.

Thanking you,  
Yours sincerely,

**For S P CAPITAL FINANCING LTD**

**Pratik Tirlotkar**  
**Company Secretary & Compliance Officer**  
**ACS No.: 70908**

Encl: as above



## Annexure A

<b>Voting results</b>	
Record date	23-09-2023
Total number of shareholders on record date	3082
<b>No. of shareholders present in the meeting either in person or through proxy</b>	
a) Promoters and Promoter group	0
b) Public	0
<b>No. of shareholders attended the meeting through video conferencing</b>	
a) Promoters and Promoter group	18
b) Public	6
<b>No. of resolution passed in the meeting</b>	<b>8</b>

Resolution (1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Adoption of Audited Financial Statements (both Standalone and Consolidated) of the Company for the Financial Year ended 31st March, 2023				
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	4167200	4167200	100.0000	4167200	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		4167200	4167200	100.0000	4167200	0	100.0000
Public-Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	<b>Total</b>		0	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	1845000	16387	0.8882	16315	72	99.5606	0.4394
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		1845000	16387	0.8882	16315	72	99.5606
<b>Total</b>		6012200	4183587	69.5850	4183515	72	99.9983	0.0017
<b>Whether resolution is Pass or Not.</b>							Yes	
Disclosure of notes on resolution							<input type="button" value="Add Notes"/>	

Resolution (2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To declare final dividend for the Financial Year ended 31st March, 2023				
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	4167200	4167200	100.0000	4167200	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		<b>4167200</b>	<b>4167200</b>	<b>100.0000</b>	<b>4167200</b>	<b>0</b>	<b>100.0000</b>
Public- Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	<b>Total</b>		<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>
Public- Non Institutions	E-Voting	1845000	16387	0.8882	16315	72	99.5606	0.4394
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		<b>1845000</b>	<b>16387</b>	<b>0.8882</b>	<b>16315</b>	<b>72</b>	<b>99.5606</b>
<b>Total</b>		<b>6012200</b>	<b>4183587</b>	<b>69.5850</b>	<b>4183515</b>	<b>72</b>	<b>99.9983</b>	<b>0.0017</b>
<b>Whether resolution is Pass or Not.</b>							Yes	
Disclosure of notes on resolution							<a href="#">Add Notes</a>	

Resolution (3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Appointment of Mrs. Meena Sureshchand Jain (DIN: 00004413) as a Director, liable to retire by rotation, who has offered herself 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 and Promoter Group	E-Voting	4167200	4167200	100.0000	4167200	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		4167200	4167200	100.0000	4167200	0	100.0000
Public- Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	<b>Total</b>		0	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	1845000	16387	0.8882	16315	72	99.5606	0.4394
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		1845000	16387	0.8882	16315	72	99.5606
<b>Total</b>		6012200	4183587	69.5850	4183515	72	99.9983	0.0017
<b>Whether resolution is Pass or Not.</b>							Yes	
Disclosure of notes on resolution							<a href="#">Add Notes</a>	

Resolution (4)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To approve re-classification of Authorised Share Capital 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 and Promoter Group	E-Voting	4167200	4167200	100.0000	4167200	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		4167200	4167200	100.0000	4167200	0	100.0000
Public- Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	<b>Total</b>		0	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	1845000	16387	0.8882	16308	79	99.5179	0.4821
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		1845000	16387	0.8882	16308	79	99.5179
<b>Total</b>		6012200	4183587	69.5850	4183508	79	99.9981	0.0019
<b>Whether resolution is Pass or Not.</b>							Yes	
Disclosure of notes on resolution							Add Notes	

Resolution (5)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To approve increased in Authorised Share Capital 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 and Promoter Group	E-Voting	4167200	4167200	100.0000	4167200	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		<b>4167200</b>	<b>4167200</b>	<b>100.0000</b>	<b>4167200</b>	<b>0</b>	<b>100.0000</b>
Public- Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	<b>Total</b>		<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>
Public- Non Institutions	E-Voting	1845000	16387	0.8882	16308	79	99.5179	0.4821
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		<b>1845000</b>	<b>16387</b>	<b>0.8882</b>	<b>16308</b>	<b>79</b>	<b>99.5179</b>
<b>Total</b>		<b>6012200</b>	<b>4183587</b>	<b>69.5850</b>	<b>4183508</b>	<b>79</b>	<b>99.9981</b>	<b>0.0019</b>
<b>Whether resolution is Pass or Not.</b>							Yes	
Disclosure of notes on resolution							<a href="#">Add Notes</a>	

Resolution (6)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To approve Alteration of Memorandum of Association 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 and Promoter Group	E-Voting	4167200	4167200	100.0000	4167200	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		<b>4167200</b>	<b>4167200</b>	<b>100.0000</b>	<b>4167200</b>	<b>0</b>	<b>100.0000</b>
Public- Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	<b>Total</b>		<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>
Public- Non Institutions	E-Voting	1845000	16387	0.8882	16308	79	99.5179	0.4821
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		<b>1845000</b>	<b>16387</b>	<b>0.8882</b>	<b>16308</b>	<b>79</b>	<b>99.5179</b>
<b>Total</b>		<b>6012200</b>	<b>4183587</b>	<b>69.5850</b>	<b>4183508</b>	<b>79</b>	<b>99.9981</b>	<b>0.0019</b>
<b>Whether resolution is Pass or Not.</b>							Yes	
Disclosure of notes on resolution							Add Notes	



Resolution (7)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Issue of 5% Non-Cumulative Redeemable Preference shares on Private Placement basis				
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	4167200	4167200	100.0000	4167200	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		<b>4167200</b>	<b>4167200</b>	<b>100.0000</b>	<b>4167200</b>	<b>0</b>	<b>100.0000</b>
Public- Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	<b>Total</b>		<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>
Public- Non Institutions	E-Voting	1845000	16387	0.8882	16315	72	99.5606	0.4394
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		<b>1845000</b>	<b>16387</b>	<b>0.8882</b>	<b>16315</b>	<b>72</b>	<b>99.5606</b>
<b>Total</b>		<b>6012200</b>	<b>4183587</b>	<b>69.5850</b>	<b>4183515</b>	<b>72</b>	<b>99.9983</b>	<b>0.0017</b>
<b>Whether resolution is Pass or Not.</b>							Yes	
Disclosure of notes on resolution							Add Notes	

### Resolution (8)

Resolution required: (Ordinary / Special)		Special						
Whether promoter/promoter group are interested in the agenda/resolution?		No						
Description of resolution considered		Adoption of new set of Articles of Association under Companies Act, 2013						
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	4167200	4167200	100.0000	4167200	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		4167200	4167200	100.0000	4167200	0	100.0000
Public- Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	<b>Total</b>		0	0	0.0000	0	0	0.0000
Public- Non Institutions	E-Voting	1845000	16387	0.8882	16315	72	99.5606	0.4394
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	<b>Total</b>		1845000	16387	0.8882	16315	72	99.5606
<b>Total</b>		6012200	4183587	69.5850	4183515	72	99.9983	0.0017
<b>Whether resolution is Pass or Not.</b>							Yes	
Disclosure of notes on resolution							<a href="#" style="background-color: #800000; color: white; padding: 2px 5px; text-decoration: none;">Add Notes</a>	

### CONSOLIDATED SCRUTINIZER'S REPORT

(Voting through remote e-voting and e-voting during the Annual General Meeting)

[Pursuant to Section 108 of the Companies Act, 2013 (as amended) and Companies (Management and Administration) Rules, 2014 (as amended)]

To,

The Chairman of the 40<sup>th</sup> Annual General Meeting (40<sup>th</sup> AGM) of the Members of **S P CAPITAL FINANCING LTD (CIN: L74140MH1983PLC029494)**, held on Saturday, 30<sup>th</sup> September 2023 at 03:00 P.M. (IST) through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM") facility.

Dear Sir,

1. I, Martinho Ferrao, a Company Secretary in Practice and Proprietor of Martinho Ferrao & Associates, Company Secretaries (FCS: 6221 and C.P. No.: 5676), Mumbai, have been duly appointed as the Scrutinizer by the Board of Directors of S P Capital Financing Limited (the "Company") for the purpose of scrutinizing the process of voting through remote e-voting and e-voting during the AGM under the provisions of Section 108 of the Companies Act, 2013 (as amended) (the "Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) (the "Rules") and the provisions of Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended) and MCA General Circular Nos. 14/2020, 17/2020, 20/2020, 02/2021, 21/2021, 02/2022 and 10/2022 dated April 8, 2020, April 13, 2020, May 5, 2020, January 13, 2021, December 14, 2021, May 5, 2022 and December 28, 2022, respectively (collectively referred to as the "MCA Circulars") and SEBI Circular No. SEBI/HO/CFD/CM D1/CIR/P/2020/79 dated 12th May, 2020 read with SEBI Circular dated 15th January, 2021 Circular No. SEBI/HO/CFD/ CMD2/CIR/P/2022/62 dated May 13, 2022 read with SEBI Circular No. SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated 05th January, 2023 (collectively referred to as the "SEBI Circulars"), on the proposed resolutions contained in the Notice of 40<sup>th</sup> AGM of the Members of the Company dated 01<sup>st</sup> September, 2023 (the "Notice").
2. The Management of the Company is responsible to ensure the compliance of the requirements of the Act and Rules relating to remote e-voting and e-voting during the 40<sup>th</sup> AGM on the proposed resolutions contained in the Notice. My responsibility as a Scrutinizer for the process of voting through remote e-voting and e-voting during the 40<sup>th</sup> AGM is to ensure that the voting process is conducted in a fair and transparent manner and is restricted to making a Scrutinizer's Report for the votes cast in "favour" or "against" on the resolutions proposed in the Notice, based on the reports generated from the e-voting system provided by National Securities Depository Limited (NSDL), the agency authorized under the Rules and engaged by the Company to provide platform for voting through remote e-voting and e-voting during the 40<sup>th</sup> AGM.



3. As confirmed by the Company, the Notice of the 40<sup>th</sup> AGM along with the Annual Report to the Notice of AGM was sent through electronic mode to the Members whose email addresses are registered with the Company / NSDL/ Depository Participant(s) in compliance with the MCA Circulars and SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12<sup>th</sup> May 2020.
4. Post-dispatch of the Notice and Annual Report 2022-23, the requisite advertisement pursuant to the Rules and the MCA Circulars was published by the Company on Friday, 8<sup>th</sup> September 2023 in Free Press Journal (English Mumbai Edition) and Navshakti (Marathi Mumbai Edition) respectively including electronic editions.
5. In terms of the Notice, the remote e-voting facility was kept open from Wednesday, 27<sup>th</sup> September 2023 (9:00 a.m. IST) and ends on Friday, 29<sup>th</sup> September 2023 (5:00 p.m. IST) and Members were requested to cast their votes electronically conveying their assent or dissent in respect of the resolutions on the e-voting platform provided by NSDL.
6. The Members of the Company as on the "cut-off" date, i.e., 23<sup>rd</sup> September 2023 (end of day) were entitled to avail the facility of remote e-voting or voting during the AGM on all the resolutions proposed in the Notice.
7. At the end of the remote e-voting period on 29<sup>th</sup> September 2023 at 5:00 P.M. (IST), the voting portal of the service provider i.e., NSDL was blocked forthwith.
8. At the 40<sup>th</sup> AGM of the Company held on 30<sup>th</sup> September 2023, the Chairman at the end of discussions on the resolutions announced that the facility for e-voting is available for voting by the Members attending the Meeting through VC / OAVM facility and who have not participated in the remote e-voting.
9. Immediately after the conclusion of the e-voting during the AGM on the 30<sup>th</sup> September 2023, the electronic votes cast were unblocked by me in the presence of two witnesses (who are not in employment of the Company). Subsequently, the votes cast were reconciled with the records maintained by the Company and the authorizations lodged with the Company.
10. Thereafter, the information regarding list of the Members, who voted "for" or "against" or "abstained" and such other requisite details on each of the resolutions that were put to vote, were derived from the report generated from the e-voting website of NSDL, including votes cast by the Members during the AGM.



11. I submit my Consolidated Scrutinizer's Report on the results of voting through remote e-voting and e voting during the 40<sup>th</sup> AGM as under: -

**ORDINARY BUSINESS**

**ITEM NO. 1: ORDINARY RESOLUTION:**

To receive, consider and adopt the Audited Financial Statements (including Audited Consolidated Financial Statements) of the Company for the financial year ended 31<sup>st</sup> March 2023 together with the Reports of the Directors' and the Auditor's thereon and other reports:

**a) Details of Votes in favour and against the resolution:**

Method of voting	Votes in favour of the resolution			Votes against the resolution		
	No. of members voted	No. of votes cast by them	Percentage	No. of members voted	No. of votes cast by them	Percentage
Remote E-voting	69	4183514	99.99	2	47	0.01
E-voting at the e-AGM	1	1	3.85	1	25	96.15
<b>Total</b>	<b>70</b>	<b>4183515</b>	<b>99.99</b>	<b>3</b>	<b>72</b>	<b>0.01</b>

**b) Details of Invalid and Abstained votes:**

Method of voting	Invalid votes		Abstained from voting	
	No. of members whose votes were declared invalid	No. of votes cast by them	No. of members who abstained from voting	No. of votes held by them
Remote E-voting	0	0	0	0
E-voting at the e-AGM	0	0	0	0
<b>Total</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>



**ITEM NO. 2: ORDINARY RESOLUTION:**

**To declare final dividend for the Financial Year ended 31<sup>st</sup> March, 2023**

**a) Details of Votes in favour and against the resolution:**

Method of voting	Votes in favour of the resolution			Votes against the resolution		
	No. of members voted	No. of votes cast by them	Percentage	No. of members voted	No. of votes cast by them	Percentage
Remote E-voting	69	4183514	99.99	2	47	0.01
E-voting at the e-AGM	1	1	3.85	1	25	96.15
<b>Total</b>	<b>70</b>	<b>4183515</b>	<b>99.99</b>	<b>3</b>	<b>72</b>	<b>0.01</b>

**b) Details of Invalid and Abstained votes:**

Method of voting	Invalid votes		Abstained from voting	
	No. of members whose votes were declared invalid	No. of votes cast by them	No. of members who abstained from voting	No. of votes held by them
Remote E-voting	0	0	0	0
E-voting at the e-AGM	0	0	0	0
<b>Total</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>



**ITEM NO. 3: ORDINARY RESOLUTION:**

**To approve re-appointment of Director liable to retire by rotation**

**a) Details of Votes in favour and against the resolution:**

Method of voting	Votes in favour of the resolution			Votes against the resolution		
	No. of members voted	No. of votes cast by them	Percentage	No. of members voted	No. of votes cast by them	Percentage
Remote E-voting	69	4183514	99.99	2	47	0.01
E-voting at the e-AGM	1	1	3.85	1	25	96.15
<b>Total</b>	<b>70</b>	<b>4183515</b>	<b>99.99</b>	<b>3</b>	<b>72</b>	<b>0.01</b>

**b) Details of Invalid and Abstained votes:**

Method of voting	Invalid votes		Abstained from voting	
	No. of members whose votes were declared invalid	No. of votes cast by them	No. of members who abstained from voting	No. of votes held by them
Remote E-voting	0	0	0	0
E-voting at the e-AGM	0	0	0	0
<b>Total</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>



*[Handwritten signature]*

## SPECIAL BUSINESS

### ITEM NO. 4: SPECIAL RESOLUTION:

To approve re-classification of Authorised Share Capital of the Company and in this regard

#### a) Details of Votes in favour and against the resolution:

Method of voting	Votes in favour of the resolution			Votes against the resolution		
	No. of members voted	No. of votes cast by them	Percentage	No. of members voted	No. of votes cast by them	Percentage
Remote E-voting	68	4183507	99.99	3	54	0.01
E-voting at the e-AGM	1	1	3.85	1	25	96.15
<b>Total</b>	<b>69</b>	<b>4183508</b>	<b>99.99</b>	<b>4</b>	<b>79</b>	<b>0.01</b>

#### b) Details of Invalid and Abstained votes:

Method of voting	Invalid votes		Abstained from voting	
	No. of members whose votes were declared invalid	No. of votes cast by them	No. of members who abstained from voting	No. of votes held by them
Remote E-voting	0	0	0	0
E-voting at the e-AGM	0	0	0	0
<b>Total</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>





**ITEM NO. 5: SPECIAL RESOLUTION:**

**To approve increased in Authorised Share Capital of the Company and in this regard**

**a) Details of Votes in favour and against the resolution:**

Method of voting	Votes in favour of the resolution			Votes against the resolution		
	No. of members voted	No. of votes cast by them	Percentage	No. of members voted	No. of votes cast by them	Percentage
Remote E-voting	68	4183507	99.99	3	54	0.01
E-voting at the e-AGM	1	1	3.85	1	25	96.15
<b>Total</b>	<b>69</b>	<b>4183508</b>	<b>99.99</b>	<b>4</b>	<b>79</b>	<b>0.01</b>

**b) Details of Invalid and Abstained votes:**

Method of voting	Invalid votes		Abstained from voting	
	No. of members whose votes were declared invalid	No. of votes cast by them	No. of members who abstained from voting	No. of votes held by them
Remote E-voting	0	0	0	0
E-voting at the e-AGM	0	0	0	0
<b>Total</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>



**ITEM NO. 6: SPECIAL RESOLUTION:**

To approve Alteration of Memorandum of Association of the Company consequent to the above resolutions

**a) Details of Votes in favour and against the resolution:**

Method of voting	Votes in favour of the resolution			Votes against the resolution		
	No. of members voted	No. of votes cast by them	Percentage	No. of members voted	No. of votes cast by them	Percentage
Remote E-voting	68	4183507	99.99	3	54	0.01
E-voting at the e-AGM	1	1	3.85	1	25	96.15
<b>Total</b>	<b>69</b>	<b>4183508</b>	<b>99.99</b>	<b>4</b>	<b>79</b>	<b>0.01</b>

**b) Details of Invalid and Abstained votes:**

Method of voting	Invalid votes		Abstained from voting	
	No. of members whose votes were declared invalid	No. of votes cast by them	No. of members who abstained from voting	No. of votes held by them
Remote E-voting	0	0	0	0
E-voting at the e-AGM	0	0	0	0
<b>Total</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>



A handwritten signature in black ink, appearing to be a stylized name, written over the stamp.

**ITEM NO. 7: SPECIAL RESOLUTION:**

**Issue of 5% Non-Cumulative Redeemable Preference shares on Private Placement basis and in this regard**

**a) Details of Votes in favour and against the resolution:**

Method of voting	Votes in favour of the resolution			Votes against the resolution		
	No. of members voted	No. of votes cast by them	Percentage	No. of members voted	No. of votes cast by them	Percentage
Remote E-voting	69	4183514	99.99	2	47	0.01
E-voting at the e-AGM	1	1	3.85	1	25	96.15
<b>Total</b>	<b>70</b>	<b>4183515</b>	<b>99.99</b>	<b>3</b>	<b>72</b>	<b>0.01</b>

**b) Details of Invalid and Abstained votes:**

Method of voting	Invalid votes		Abstained from voting	
	No. of members whose votes were declared invalid	No. of votes cast by them	No. of members who abstained from voting	No. of votes held by them
Remote E-voting	0	0	0	0
E-voting at the e-AGM	0	0	0	0
<b>Total</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>



ITEM NO. 8: SPECIAL RESOLUTION:

Adopt new set of Articles of Association under Companies Act, 2013

a) Details of Votes in favour and against the resolution:

Method of voting	Votes in favour of the resolution			Votes against the resolution		
	No. of members voted	No. of votes cast by them	Percentage	No. of members voted	No. of votes cast by them	Percentage
Remote E-voting	69	4183514	99.99	2	47	0.01
E-voting at the e-AGM	1	1	3.85	1	25	96.15
<b>Total</b>	<b>70</b>	<b>4183515</b>	<b>99.99</b>	<b>3</b>	<b>72</b>	<b>0.01</b>


b) Details of Invalid and Abstained votes:

Method of voting	Invalid votes		Abstained from voting	
	No. of members whose votes were declared invalid	No. of votes cast by them	No. of members who abstained from voting	No. of votes held by them
Remote E-voting	0	0	0	0
E-voting at the e-AGM	0	0	0	0
<b>Total</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>

Based on the aforesaid results, the resolution no.(s) 1 to 8 as contained in the Notice have been passed with the requisite majority.

Thanking you,  
Yours faithfully,

For Martinho Ferrao & Associates

  
Company Secretaries

Martinho Ferrao

Proprietor

Membership No.: FCS 6221

C.P. No.: 5676

UDIN: F006221E001149088



Place: Mumbai

Date: 30<sup>th</sup> September 2023