



Ref: SSFL/Stock Exchange/2023-24/173

Date: March 26, 2024

To
BSE Limited,
Department of Corporate Services
P. J. Towers, 25th Floor,
Dalal Street,
Mumbai - 400001

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

Scrip Code: 542759

Symbol: SPANDANA

Sub: Declaration of Results of Postal Ballot.

Ref: SSFL/Stock Exchange/2023-24/159 dated February 24, 2024

Pursuant to the provisions of Section 110 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014, the Company through Notice dated February 23, 2024 had conducted the process of Postal Ballot for seeking the approval of the Members through remote e-voting for the following resolutions:

1. Approval of Related Party Transactions with Criss Financial Limited.
2. Approval of Related Party Transactions with Criss Financial Limited for Financial Year 2024-25.

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.

The above resolutions have been duly approved by the shareholders of the Company with requisite majority. We enclose herewith the voting results and Scrutinizer's report and the same will be placed on the Company's website i.e. www.spandanasphoorty.com.

Kindly take the same on record.

Thanking You.

Yours Sincerely,

For Spandana Sphoorty Financial Limited

VINAY PRAKASH Digitally signed by VINAY
PRAKASH TRIPATHI
TRIPATHI Date: 2024.03.26 16:26:13
+05'30'

Vinay Prakash Tripathi
Company Secretary and Compliance Officer

Encl: as above

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

General information about company	
Scrip code	542759
NSE Symbol	SPANDANA
MSEI Symbol	NOTLISTED
ISIN	INE572J01011
Name of the company	Spandana Sphoorthy Financial Limited
Type of meeting	Postal Ballot
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	25-03-2024
Start time of the meeting	NA
End time of the meeting	NA

Scrutinizer Details	
Name of the Scrutinizer	Y. Ravi Prasada Reddy
Firms Name	RPR & Associates, Company Secretaries
Qualification	CS
Membership Number	5783
Date of Board Meeting in which appointed	15-02-2024
Date of Issuance of Report to the company	26-03-2024

Voting results	
Record date	16-02-2024
Total number of shareholders on record date	34,104
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	NA
b) Public	NA
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	NA
b) Public	NA
No. of resolution passed in the meeting	2

Resolution (1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Approval of Related Party Transactions with Criss Financial Limited				
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	4,26,01,618	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	4,26,01,618	0	0.0000	0	0	0.0000	0.0000
Public-Institutions	E-Voting	2,28,79,542	1,72,68,116	75.4740	1,61,87,558	10,80,558	93.7425	6.2575
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	2,28,79,542	1,72,68,116	75.4740	1,61,87,558	10,80,558	93.7425	6.2575
Public- Non Institutions	E-Voting	57,78,159	4,25,720	7.3677	4,24,937	783	99.8161	0.1839
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	57,78,159	4,25,720	7.3677	4,24,937	783	99.8161	0.1839
Total	Total	7,12,59,319	1,76,93,836	24.8302	1,66,12,495	10,81,341	93.8886	6.1114
Whether resolution is Pass or Not.							Yes	

Resolution (2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Approval of Related Party Transactions with Criss Financial Limited for Financial Year 2024-25				
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	4,26,01,618	0	0.0000	0	0	0	0
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	4,26,01,618	0	0.0000	0	0	0.0000	0.0000
Public-Institutions	E-Voting	2,28,79,542	1,72,68,116	75.4740	1,72,68,116	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	2,28,79,542	1,72,68,116	75.4740	1,72,68,116	0	100.0000	0.0000
Public-Non Institutions	E-Voting	57,78,159	4,25,720	7.3677	4,24,941	779	99.8170	0.1830
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0	0
	Total	57,78,159	4,25,720	7.3677	4,24,941	779	99.8170	0.1830
Total	Total	7,12,59,319	1,76,93,836	24.8302	1,76,93,057	779	99.9956	0.0044
Whether resolution is Pass or Not.							Yes	

**VINAY
PRAKASH
TRIPATHI**

Digitally signed
by VINAY
PRAKASH
TRIPATHI
Date: 2024.03.26
16:25:18 +05'30'



**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
SPANDANA SPHOORTY FINANCIAL LIMITED
(CIN: L65929TG2003PLC040648)
Galaxy, Wing B, 16th Floor, Plot No.1, Sy No 83/1,
Hyderabad Knowledge City, TSIC, Raidurg,
Panmaktha, Rangareddi, Hyderabad,
Telangana, India, 500081

Dear Madam,

**Subject: Submission of voting results of Postal Ballot through e-voting of SPANDANA
SPHOORTY FINANCIAL LIMITED in respect of the Resolution(s) contained in the
Postal Ballot Notice dated February 23, 2024.**

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 Resolutions as circulated in the Notice of Postal Ballot dated February 23, 2024 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 by Ministry of Corporate Affairs ('MCA') vide General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, and 09/2023 dated September 25, 2023, (collectively the 'MCA Circulars').

RAVI PRASADA REDDY
YEDDULA
Digitally signed by
RAVI PRASADA
REDDY YEDDULA
Date: 2024.03.26
11:29:55 +05'30'

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 February 23, 2024 on February 24, 2024, only through e-mail to the Members whose e-mail address were available in the beneficial ownership data of National Securities Depository Limited and Central Depository Services (India) Limited ('Depositories') and the record of KFin Technologies Limited ('KFintech'), Registrar and Share Transfer Agent of the Company.
2. As per the MCA Circulars, 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. February 16, 2024 were entitled to vote on the Resolution(s) as set out in Postal Ballot Notice dated February 23, 2024, 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 February 25, 2024 in Financial Express, an English Newspaper and in Nava Telangana, a vernacular i.e., Telugu Newspaper regarding completion of dispatch of Postal Ballot Notice dated February 23, 2024 and also specified therein the matters prescribed in the Rules in connection with remote e-voting.
5. The Company had appointed KFintech, as the Service Provider, for providing the facility of remote e-voting to the Members of the Company from 09.00 a.m. (IST) on Sunday, February 25, 2024 to 5.00 p.m. (IST) on Monday, March 25, 2024.
6. The votes cast by the Members electronically were unblocked after 6.12 p.m. (IST) on Monday, March 25, 2024 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 262 (Two Hundred and Sixty-Two only) Members had exercised their vote through remote e-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, February 16, 2024.

The detailed e-voting Results are as follows:

Resolution No.1: Ordinary Resolution

Approval of Related Party Transactions with Criss Financial Limited:

Type of Poll	Total Number of votes polled	Votes in favour of the Resolution		Votes against the Resolution		Invalid Votes	
		Nos.	%	Nos.	%	Nos.	%
Remote e-Voting	1,76,93,836	1,66,12,495	93.89	10,81,341	6.11	-	-

Number of votes abstained – 1,122 and 3,49,53,550 votes casted by the related parties has not been considered.

RESULT OF THE REMOTE E-VOTING:

The Ordinary Resolution No. 1 as set out in the Postal Ballot Notice dated February 23, 2024 has been passed by the Members with requisite majority.

Resolution No.2: Ordinary Resolution

Approval of Related Party Transactions with Criss Financial Limited for Financial Year 2024-25:

Type of Poll	Total Number of votes polled	Votes in favour of the Resolution		Votes against the Resolution		Invalid Votes	
		Nos.	%	Nos.	%	Nos.	%
Remote e-Voting	1,76,93,836	1,76,93,057	99.99	779	0.01	-	-

Number of votes abstained – 1,122 and 3,49,53,550 votes casted by the related parties has not been considered.

RESULT OF THE REMOTE E-VOTING:

The Ordinary Resolution No. 2 as set out in the Postal Ballot Notice dated February 23, 2024 has been passed by the Members with requisite majority.

RAVI PRASADA REDDY YEDDULA
Digitally signed by RAVI PRASADA REDDY YEDDULA
Date: 2024.03.26 11:30:22 +05'30'

The 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
Date: 2024.03.26
11:30:36 +05'30'

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

Place: Hyderabad
Date: March 26, 2024

UDIN: F005783E003629766

Counter Signed by

VINAY PRAKASH TRIPATHI
Date: 2024.03.26
16:24:17 +05'30'

For Spandana Sphoorty Financial Limited
Company Secretary
(Under Authority by Chairperson)