



**SPANDANA
SPANDANA SPOORTY FINANCIAL LIMITED**

CIN: L65929TG2003PLC040648

Registered Office: Plot No: - 31 & 32, Ramky Selenium Towers, Tower A, Ground Floor,
Financial Dist, Nanakramguda, Hyderabad, Telengana-500032

Website: www.spandanaindia.com | **Ph No.:** 040-48126666

E-mail: secretarial@spandanaindia.com

POSTAL BALLOT FORM

Serial No. :

Name(s) of Member (in block letters) :
Registered Address of the sole/first named Member :

Name(s) the Joint Holder(s), if any :
Register Folio No./DP ID -Client ID No.*:
(*Applicable to Members holding shares in dematerialised form)
Number of shares held :

I/We hereby exercise my/our vote in respect of the Special Resolutions proposed to be passed through postal ballot for the business stated in the Postal Ballot Notice dated October 31, 2019 by conveying my/our assent or dissent to the said resolutions by placing the tick(✓) mark at the appropriate box below:

Resolution No	Description	No. of Shares	I/We assent to the Resolution (FOR)	I/We dissent to the Resolution (AGAINST)
1.	To consider and approve alteration and ratification of provisions of Articles of Association of the Company.			
2.	To approve ratification of Spandana Employee Stock Option Plan 2018 (the "ESOP PLAN 2018") and Spandana Employee Stock Option Scheme, 2018 (the "ESOP Scheme 2018").			
3.	To approve ratification of the ESOP Plan 2018 and the ESOP Scheme 2018 for grant of employee stock options to the employees of Subsidiary Companies of the Company.			

NOTE: Please read carefully the instructions printed overleaf before exercising your vote.

Date :
Place :

Signature of the Member

ELECTRONIC VOTING PARTICULARS

EVEN (E-Voting Event Number)	USER ID	PASSWORD/PIN

Instructions for filling the Postal Ballot Form:

1. A Member desiring to exercise his/her/its vote by Postal Ballot shall complete this Postal Ballot Form and send it to the Scrutinizer, Mr.Y. Ravi Prasada Reddy, a Practising Company Secretary (having CP No.5360), Proprietor of RPR and Associates, Company Secretary in Practice, Hyderabad, in the attached self-addressed pre-paid postage Business Reply Envelope (**BRE**). Postage charges will be borne and paid by the Company. Additionally, envelopes containing the Postal Ballot Form(s), if deposited in person or sent by courier or registered/speed post at the expense of the Member will also be accepted.
2. Alternatively, a Member may vote through electronic mode as per the instructions for voting through electronic means provided in the Postal Ballot Notice sent herewith.
3. The prepaid envelope bears the name of the scrutinizer appointed for the purpose of conducting the postal ballot process and also to scrutinize the e-voting process in a fair and transparent manner.
4. This Form should be completed and signed by a Member as per the specimen signature registered with the Company or his/her/its Depository Participant. In case of joint holding, this Form should be completed and signed by the first named Member and in his/her absence, by the next named Member.
5. Consent must be accorded by placing a tick mark [✓] in the column, 'I/We assent to the resolution', or dissent must be accorded by placing a tick mark [✓] in the column, 'I/We dissent to the resolution'.
6. Duly completed Postal Ballot Form should reach the Scrutinizer not later than 5:00 p.m. (IST) on Thursday, December 19, 2019. All Postal Ballot Forms received after this date will be treated as if no reply from such Member has been received.
7. A Member seeking duplicate Postal Ballot Form may write to the Company's Registrar and Transfer Agent - Karvy Fintech Private Limited ("Karvy"), Unit: Spandana Sphoorty Financial Limited, Karvy Selenium Tower B, Plot Nos. 31 & 32, Gachibowli, Financial District, Nanakramguda, Serilingampally, Hyderabad - 500 032. Alternatively, he/she/it can also send an e-mail to einward.ris@karvy.com or to secretarial@spandanindia.com. The Karvy/Company shall forward the same along with self-addressed pre-paid postage BRE upon receipt of a request from a Member. Duly completed and signed duplicate Postal Ballot Forms should, however, reach the Scrutinizer not later than the date specified in Item (6) above.
8. There will be only one Postal Ballot Form for every Folio/DP ID - Client ID irrespective of the number of joint holder(s).
9. In case the shares of the Company are held by companies, trusts, societies, etc., the duly completed and signed Postal Ballot Form should be accompanied by a certified true copy of the power of attorney/the board resolution/authority letter attested by authorised signatory(ies).
10. Members are requested not to send any other documents along with the Postal Ballot Form in the self-addressed pre-paid postage BRE, as all such envelopes will be sent to the Scrutinizer and any extraneous documents found in such envelope would be destroyed by the Scrutinizer and the Company would not be obligated to acknowledge or act upon the same.
11. A Member need not use all the votes or cast all the votes in the same way. The Voting rights shall be reckoned on the paid up value of the shares registered in the name of the Member on the cut-off date, i.e. Friday; November 15, 2019.
12. Members are requested to fill in the Postal Ballot Form in indelible ink and not in any erasable writing mode. Incomplete, unsigned or incorrect Postal Ballot Forms will be rejected. The Scrutinizer's decision on the validity of a Postal Ballot will be final and binding.
13. The result of the Postal Ballot shall be declared on or before Saturday, December 21, 2019. The resolution, if passed by the requisite majority, shall be deemed to have been passed on Thursday, December 19, 2019 i.e., the last date specified for receipt of duly completed postal ballot forms or through e-voting.