



FORM NO. MGT.13

REPORT BY THE SCRUTINIZER ON REMOTE E-VOTING & E-VOTING ON THE DAY OF AGM

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

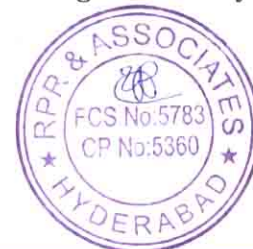
To
The Chairman of 17th Annual General Meeting of
M/s. Spandana Sphoorty Financial Limited
Plot No: 31 & 32, Ramky Selenium Towers,
Tower A, Ground Floor, Financial Dist,
Nanakramguda, Hyderabad TG 500032

Dear Sir,

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 at the 17th 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 17th AGM of the members of the Company held on Wednesday, September 30, 2020 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 No. 14/2020 dated April 8, 2020, Circular No. 17/ 2020 dated April 13, 2020, Circular No. 20/2020 dated May 5, 2020 and Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 issued by 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 calling AGM.

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 National Securities Depository Limited ("NSDL"), 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 NSDL for conducting remote e-voting and e-voting 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 MCA Circulars and SEBI, the Company had sent the notice of AGM in electronic form only to its members whose name(s) appeared in the Register of members/ list of beneficiaries as on Friday, September 4, 2020.
- (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 September 8, 2020.
- (iv) The Members of the Company holding shares as on the cut-off date i.e. Wednesday, September 23, 2020 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 Sunday, September 27, 2020, at 9:00 a.m. and ended on Tuesday, September 29, 2020 at 5.00 p.m. and thereafter voting portal was blocked forthwith.
- (vi) On Wednesday, September 30, 2020 after the conclusion of AGM, the report on the e-voting carried at 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 e-voting at the AGM based on the data generated from NSDL e-voting portal.

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



Resolution No.1:

Adoption of Audited Financial Statements including the Audited Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2020, and the Reports of the Board of Directors and the Auditors thereon:

Total Number of members participated in the e-voting	Total Number of votes polled	Votes in favour of the Resolution		Votes against the Resolution		Invalid Votes	
		Nos.	%	Nos.	%	Nos.	%
117	4,97,22,595	4,97,22,592	100.00	03	0.00	-	-

Resolution No. 2:

Re-appointment of Mr. Amit Sobti (DIN: 07795874), who retires by rotation and, being eligible, offers himself for re-appointment:

Total Number of members participated in the e-voting	Total Number of votes polled	Votes in favour of the Resolution		Votes against the Resolution		Invalid Votes	
		Nos.	%	Nos.	%	Nos.	%
118	5,27,77,155	4,87,19,348	92.31	40,57,807	7.69	-	-

Resolution No. 3:

Re-appointment of Mr. Sunish Sharma (DIN: 00274432), who retires by rotation and, being eligible, offers himself for re-appointment:

Total Number of members participated in the e-voting	Total Number of votes polled	Votes in favour of the Resolution		Votes against the Resolution		Invalid Votes	
		Nos.	%	Nos.	%	Nos.	%
119	5,27,84,151	5,26,90,518	99.82	93,633	0.18	-	-

(viii) All the resolutions mentioned in the AGM notice dated August 31, 2020 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 Chairman considers, approves and signs the minutes of the AGM.

Thanking you,

Yours faithfully,

**For RPR & Associates
Company Secretaries**


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



Place: Hyderabad

Date: 30th September, 2020

UDIN: F005783B000827551

COUNTER SIGNED BY:
For **Spandana Sphoorty Financial Limited**



Company Secretary
(Under Authority by Chairman)