



Date: October 01, 2025

To,
General Manager
The Department of Corporate Services,
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort, Mumbai – 400 001

Ref: BSE Scrip Code No.530289

Subject: Scrutinizer's Report and Voting Results of the 42nd (Forty Second) Annual General Meeting (AGM) held on September 30, 2025;

Dear Sir(s),

Further to our letter dated September 30, 2025, in respect of the proceedings of the 42nd (Forty Second) Annual General Meeting ("AGM") of S.P. Capital Financing Limited ("the Company") held on Tuesday, September 30, 2025 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) of the items conducted at the 42nd Annual General Meeting of the Company. (Annexure 'A')
- (b) Report of Scrutinizer dated September 30, 2025 pursuant to Section 108 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014; and
- (c) Results of Voting pursuant to Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. It may also please be noted that as per the Report of the Scrutinizer dated September 30, 2025 issued by Mr. Martinho P. Ferrao, Practicing Company Secretary, all the 9 (nine) Resolutions as per Notice of AGM dated August 12, 2025 stand passed with requisite majority.

We request you to take the above on your records.

Thanking you,
Yours sincerely,
For S P Capital Financing Limited,

Arun Omprakash Sonar
Company Secretary & Compliance Officer
M.No.: A68976

Encl: as above



ANNEXURE A

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Voting results	
Record date	23-09-2025
Total number of shareholders on record date	2765
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	14
b) Public	3
No. of resolution passed in the meeting	9
Disclosure of notes on voting results	Add Notes

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Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Adoption of Audited Standalone and Consolidated Financial Statements for the Financial Year ended March 31, 2025				
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	4263200	2701900	63.3773	2701900	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	4263200	2701900	63.3773	2701900	0	100.0000	0.0000
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
	Total	0	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	1749000	16609	0.9496	1595	15014	9.6032	90.3968
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	1749000	16609	0.9496	1595	15014	9.6032	90.3968
Total		6012200	2718509	45.2165	2703495	15014	99.4477	0.5523
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

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[Home](#)[Validate](#)**Resolution (2)**

Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Declaration & payment of first interim dividend on equity shares and To declare final dividend on equity shares for the Financial Year ended 31st March, 2025				
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	4263200	2701900	63.3773	2701900	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	4263200	2701900	63.3773	2701900	0	100.0000	0.0000
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
	Total	0	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	1749000	16609	0.9496	1595	15014	9.6032	90.3968
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	1749000	16609	0.9496	1595	15014	9.6032	90.3968
Total		6012200	2718509	45.2165	2703495	15014	99.4477	0.5523
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

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[Home](#)[Validate](#)**Resolution (3)**

Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Take note of declaration & payment of Interim Dividend on Non-Convertible, Non-Cumulative Redeemable Preference Shares for the 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	4263200	2701900	63.3773	2701900	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	4263200	2701900	63.3773	2701900	0	100.0000	0.0000
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
	Total	0	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	1749000	16609	0.9496	16548	61	99.6327	0.3673
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	1749000	16609	0.9496	16548	61	99.6327	0.3673
Total		6012200	2718509	45.2165	2718448	61	99.9978	0.0022
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

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[Home](#)[Validate](#)**Resolution (4)**

Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				approve re-appointment of Director liable to retire by rotation				
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	4263200	2701900	63.3773	2701900	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	4263200	2701900	63.3773	2701900	0	100.0000	0.0000
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
	Total	0	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	1749000	16609	0.9496	1595	15014	9.6032	90.3968
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	1749000	16609	0.9496	1595	15014	9.6032	90.3968
Total		6012200	2718509	45.2165	2703495	15014	99.4477	0.5523
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

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Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of M/s. R C Jain & Associates LLP, (FRN: 103952W) Chartered Accountants as 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 and Promoter Group	E-Voting	4263200	2701900	63.3773	2701900	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	4263200	2701900	63.3773	2701900	0	100.0000	0.0000
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
	Total	0	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	1749000	16609	0.9496	1595	15014	9.6032	90.3968
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	1749000	16609	0.9496	1595	15014	9.6032	90.3968
Total		6012200	2718509	45.2165	2703495	15014	99.4477	0.5523
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

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Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Re-appointment of Mr. Rajendra Ladakchand Jain (DIN: 00473752) as an Independent Director of the Company for second term				
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	4263200	2701900	63.3773	2701900	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	4263200	2701900	63.3773	2701900	0	100.0000	0.0000
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
	Total	0	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	1749000	16609	0.9496	1595	15014	9.6032	90.3968
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	1749000	16609	0.9496	1595	15014	9.6032	90.3968
Total		6012200	2718509	45.2165	2703495	15014	99.4477	0.5523
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

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Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				Yes				
Description of resolution considered				Approval for Mrs. Meena Sureshchand Jain (DIN: 00004413), Non-Executive, Non-Independent Director of the Company who will be attending age of 75 years, under Regulation 17(1A)				
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	4263200	2701900	63.3773	2701900	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	4263200	2701900	63.3773	2701900	0	100.0000	0.0000
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
	Total	0	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	1749000	16609	0.9496	1395	15214	8.3991	91.6009
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	1749000	16609	0.9496	1395	15214	8.3991	91.6009
Total		6012200	2718509	45.2165	2703295	15214	99.4404	0.5596
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

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Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Approval for Mr. Arun Kumar Nayar Non-Executive, Independent Director of the Company who will be attending age of 75 years, under Regulation 17(1A)				
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	4263200	2701900	63.3773	2701900	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	4263200	2701900	63.3773	2701900	0	100.0000	0.0000
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
	Total	0	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	1749000	16609	0.9496	1395	15214	8.3991	91.6009
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	1749000	16609	0.9496	1395	15214	8.3991	91.6009
Total		6012200	2718509	45.2165	2703295	15214	99.4404	0.5596
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

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Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of M/s Shobha Ambure and Associates, Practicing Company Secretaries (Mem. No. F10828) as the Secretarial Auditors for the term of five consecutive years				
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	4263200	2701900	63.3773	2701900	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	4263200	2701900	63.3773	2701900	0	100.0000	0.0000
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
	Total	0	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	1749000	16609	0.9496	1595	15014	9.6032	90.3968
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	1749000	16609	0.9496	1595	15014	9.6032	90.3968
Total		6012200	2718509	45.2165	2703495	15014	99.4477	0.5523
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

SCRUTINIZER'S REPORT

The Chairman,

The Chairman of 42nd e-Annual General Meeting ("42nd e-AGM", "AGM" or e-AGM") of the Members of S P Capital Financing Ltd. (CIN: L74140MH1983PLC029494), held on Tuesday, 30th September, 2025 at 3:00 p.m. through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM") facility.

Dear Sir,

Subject: Scrutinizer's Report on voting through e-voting for Annual General Meeting in terms of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management & Administration) Rules, 2014.

1. I, Martinho Ferrao, 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 Ltd. ("the Company") at their meeting held on 30th September, 2025 to scrutinize the e-voting conducted in respect of the Resolutions as circulated/stated in the Annual General Meeting Notice dated August 12, 2025 ('Notice') in a fair and transparent manner.
2. The items for which approval of the Members of the Company was sought as stated in the Notice are mentioned hereunder: -

Sr. No	Type of Resolution	Description of the resolution
1	Ordinary Resolution	To receive, consider and adopt the Audited Financial Statements (standalone and consolidated) of the Company for the financial year ended 31 st March, 2025 together with the Report of the Board of Directors and the Auditors' thereon.
2	Ordinary Resolution	To consider and take note of declaration & payment of first interim dividend on equity shares and to declare final dividend on equity shares for the Financial Year ended 31 st March, 2025.
3	Ordinary Resolution	To consider and take note of declaration & payment of Interim Dividend on Non-Convertible, Non-Cumulative Redeemable Preference Shares for the Financial Year 2024-25.



4	Ordinary Resolution	To appoint a director in place of Mrs. Meena Sureshchand Jain (DIN: 00004413) as Director who retires by rotation and being eligible, offers herself for re-appointment.
5	Ordinary Resolution	Appointment of M/s. R C Jain & Associates LLP, (FRN: 103952W) Chartered Accountants as Statutory Auditors of the Company.
6	Special Resolution	Re-appointment of Mr. Rajendra Ladakchand Jain (DIN: 00473752) as an Independent Director of the Company for second term.
7	Special Resolution	Approval for Mrs. Meena Sureshchand Jain (DIN: 00004413), Non-Executive, Non-Independent Director of the Company who will be attending age of 75 years, under Regulation 17(1A).
8	Special Resolution	Approval for Mr. Arun Kumar Nayar Non-Executive, Independent Director of the Company who will be attending age of 75 years, under Regulation 17(1A).
9	Special Resolution	Appointment of M/s Shobha Ambure and Associates, Practicing Company Secretaries (Mem.No. F10828) as the Secretarial Auditors for the term of five consecutive years.

3. The Ministry of Corporate Affairs (MCA), vide its General Circular No. 20/2020 dated 5th May 2020 read with the subsequent circulars issued from time to time, the latest one being General Circular No. 09/2024 dated 19th September 2024 ('MCA Circulars'), has allowed the Companies to conduct the Annual General Meeting ('AGM') through Video Conferencing ('VC') or Other Audio-Visual Means ('OAVM') till 30th September 2025. In compliance with the provisions of the Companies Act, 2013 (the 'Act'), SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations') and MCA Circulars, the Company had sent the AGM Notice through electronic mode to those Members whose E-mail addresses were registered with the Company /Depositories for seeking approval of the Members of the Company to transact the Business as set out in the Notice of Annual General Meeting dated August 12, 2025, by way of remote e-voting process and e-voting at the time of Annual General Meeting.
4. 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 42nd 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 42nd 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 42nd AGM and platform for VC/ OAVM facility for participation in the 42nd AGM.



5. The Company has confirmed that the electronic copy of the Notice and Explanatory Statement along with the process of remote e-voting in terms of the MCA and SEBI Circulars were sent to those members whose e-mail addresses were registered with the Company/Depositories and whose names appeared in the Register of Members of the Company or Register of Beneficial Owners maintained by the Depositories. In order to facilitate those Members who had not yet registered their email IDs, a proper procedure was laid down to get their email IDs registered with the Registrar and Transfer Agent so that they could also participate in the e-voting facility extended by the Company.
6. The Notice and Annual Report 2024-25, the requisite advertisement pursuant to the Rules was published by the Company on September 06, 2025 in The Free Press Journal (English Newspaper) and Navshakti (Marathi Newspaper).
7. The Company has engaged the services of National Securities Depository Limited, as the Electronic Voting Service Provider (hereinafter referred to as "NSDL" or "EVSP") who had made necessary arrangements to facilitate e-voting by the Members of the Company on their website www.evoting.nsdl.com/. Members were required to communicate their assent or dissent only through remote e-voting system in terms of the said Circulars. The remote e-voting was kept open from Saturday 27th September, 2025 at 9.00 A.M. to Monday, September 29, 2025 at 5.00 P.M.
8. The Company and the EVSP had uploaded the Notice together with the explanatory statement on their respective websites viz. www.spcapital.in and www.evoting.nsdl.com/. The Notice was also uploaded on the website of the stock exchange where the securities of the Company is listed viz. www.bseindia.com. The Company and the EVSP have complied with all the necessary formalities specified under the Act, the Rules and the Circulars issued in this regard.
9. The Members of the Company as on the "cut-off" date, i.e. 23rd September, 2025 (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.
10. At the end of the remote e-voting period on, Monday, September 29, 2025 at 5.00 P.M., the voting portal of the service provider i.e. NSDL was blocked forthwith.
11. At the 42nd AGM of the Company held on, 30th September, 2025, 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 and who are not otherwise debarred from voting.



12. Immediately after the conclusion of the e-voting during the AGM on 30th September, 2025, the register containing the details of the e-voting, vis-a-vis the compilation of the data containing the Member's name, DP ID, Client ID and/or folio number, number of shares held, number of votes exercised, votes in favour, votes against 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.
13. 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 e-AGM.
14. I submit my Consolidated Scrutinizer's Report on the results of voting through remote e-voting and e-voting during the 42nde-AGM as under: -



SUMMARY OF E-VOTING FOR ANNUAL GENERAL MEETING

ORDINARY BUSINESS

1. To receive, consider and adopt the Audited Financial Statements (including Audited Consolidated Financial Statements) of the Company for the financial year ended March 31, 2025 together with the Reports of the Directors' and the Auditor's thereon and other reports:

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	49	2703493	99.448	4	15014	0.552
E-voting at AGM	2	2	0	0	0	0
Total	51	2703495	99.448	4	15014	0.552

2. To consider and take note of declaration & payment of first interim dividend on equity shares and to declare final dividend on equity shares for the Financial Year ended 31st March, 2025:

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	49	2703493	99.448	4	15014	0.552
E-voting at AGM	2	2	0	0	0	0
Total	51	2703495	99.448	4	15014	0.552



3. To consider and take note of declaration & payment of Interim Dividend on Non-Convertible, Non-Cumulative Redeemable Preference Shares for the Financial Year 2024–25:

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	50	2718446	99.998	3	61	0.002
E-voting at AGM	2	2	0	0	0	0
Total	52	2718448	99.998	3	61	0.002

4. To appoint a director in place of Mrs. Meena Sureshchand Jain (DIN: 00004413) as Director who retires by rotation and being eligible, offers herself for re-appointment:

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	49	2703493	99.448	4	15014	0.552
E-voting at AGM	2	2	0	0	0	0
Total	51	2703495	99.448	4	15014	0.552

5. Appointment of M/s. R C Jain & Associates LLP, (FRN: 103952W) Chartered Accountants as Statutory Auditors of the Company:

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	49	2703493	99.448	4	15014	0.552
E-voting at AGM	2	2	0	0	0	0
Total	51	2703495	99.448	4	15014	0.552



SPECIAL BUSINESS

6. Re-appointment of Mr. Rajendra Ladakchand Jain (DIN: 00473752) as an Independent Director of the Company for second term:

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	49	2703493	99.448	4	15014	0.552
E-voting at AGM	2	2	0	0	0	0
Total	51	2703495	99.448	4	15014	0.552

7. Approval for Mrs. Meena Sureshchand Jain (DIN: 00004413), Non-Executive, Non-Independent Director of the Company who will be attending age of 75 years, under Regulation 17(1A):

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	48	2703293	99.440	5	15214	0.560
E-voting at AGM	2	2	0	0	0	0
Total	50	2703295	99.440	5	15214	0.560



8. Approval for Mr. Arun Kumar Nayar Non-Executive, Independent Director of the Company who will be attending age of 75 years, under Regulation 17(1A);

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	48	2703293	99.440	5	15214	0.560
E-voting at AGM	2	2	0	0	0	0
Total	50	2703295	99.440	5	15214	0.560

9. Appointment of M/s Shobha Ambure and Associates, Practicing Company Secretaries (Mem. No. F10828) as the Secretarial Auditors for the term of five consecutive years;

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	49	2703493	99.448	4	15014	0.552
E-voting at AGM	2	2	0	0	0	0
Total	51	2703495	99.448	4	15014	0.552

Based on the aforesaid results, I report that the Resolution Nos. 1 to 9 under the Companies Act, 2013, and the Companies (Management and Administration) Rules, 2014 as set out in Notice has been passed with requisite majority.

I further report that the Chairman or any other person as authorized in this regard may declare and confirm the above results of voting to the Stock Exchange in respect of the resolutions referred herein within two working days as required under Regulation 44 of the SEBI Listing Regulations.

It is to be noted that the votes cast does not include abstained and invalid votes.

Further I state that:

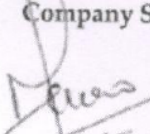


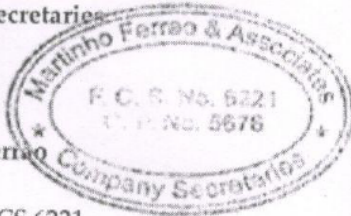
- a. A list of equity shareholders who have casted their vote through E-voting and through E-voting at the AGM has been shared with you.
- b. The electronic data and all other relevant records relating to the e- voting shall remain in my safe custody and shall be handed over to you for preserving safely after the Chairman considers, approves and signs the Minutes of the aforesaid Annual General Meeting.

I thank you for the opportunity given, to act as a Scrutinizer for the above e-voting process of the Company.

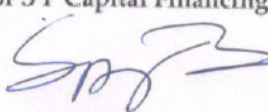
Yours faithfully,

For Martinho Ferrao & Associates
Company Secretaries


Martinho Ferrao
Proprietor
Mem. No.: FCS 6221
C.P. No.: 5676
PR: 951/2020
UDIN: F006221G001406796



Counter Signed by:
For S P Capital Financing Ltd.


Sureshchand Premchand Jain
Chairman
DIN: 00004402



Place: Mumbai
Date: 30th September, 2025