



March 29, 2022

<b>The Manager, Listing Department, BSE Limited, Phiroze Jeejeebhoy Tower, Dalal Street, Mumbai 400 001 Tel No.: 22721233 Fax No.: 22723719/22723121/22722037 BSE Scrip Code: 540776</b>	<b>The Manager, Listing Department, The National Stock Exchange of India Ltd., Exchange Plaza, 5 Floor, Plot C/1, G Block, Bandra - Kurla Complex, Bandra (E), Mumbai 400 051 Tel No.: 2659 8235 Fax No.: 26598237 NSE Symbol: SPAISA</b>
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**Sub: Result of Postal Ballot and E-voting.**

**Ref: Regulation 30 and 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("the Listing Regulations").**

Dear Sir/Madam,

This is further to our letter dated February 24, 2022 enclosing the Postal Ballot Notice along with explanatory statement dated February 16, 2022, which was dispatched to the members of the Company seeking their consent on the following resolutions stated in the said Notice through e-voting:

<b>Sr No</b>	<b>Item Description</b>	<b>Resolution Type</b>	<b>Result</b>
1	To approve material related party transactions with IIFL Facilities Services Limited	Ordinary Resolution	Passed with requisite majority
2	To approve material related party transactions with IIFL Finance Limited	Ordinary Resolution	Passed with requisite majority
3	To approve material related party transactions with IIFL Management Services Limited	Ordinary Resolution	Passed with requisite majority
4	To approve material related party transactions with IIFL Securities Limited	Ordinary Resolution	Passed with requisite majority
5	To approve material related party transactions with IIFL Samasta Finance Limited	Ordinary Resolution	Passed with requisite majority
6	To approve material related party transactions with IIFL Wealth Prime Limited	Ordinary Resolution	Passed with requisite majority
7	To approve material related party transactions with IIFL Home Finance Limited	Ordinary Resolution	Passed with requisite majority
8	To approve material related party transactions with IIFL Insurance Brokers Limited	Ordinary Resolution	Passed with requisite majority
9	To approve material related party transactions with IIFL Wealth Management Limited	Ordinary Resolution	Passed with requisite majority

**Spaia Capital Limited**

**Corporate Identity Number: L67190MH2007PLC289249**

**Corp. Office / Regd. Office:** IIFL House, Sun Infotech Park, Road No.16V, Plot No. B-23, Wagle Estate, Thane 400 604. Tel: +918976689766

• E-mail: [csteam@5paia.com](mailto:csteam@5paia.com) • Website: [www.5paia.com](http://www.5paia.com)



10	To approve material related party transactions with 5Paise P2P Limited	Ordinary Resolution	Passed with requisite majority
11	To approve material related party transactions with 5Paise Trading Limited	Ordinary Resolution	Passed with requisite majority
12	To approve material related party transactions with 5Paise Insurance Brokers Limited	Ordinary Resolution	Passed with requisite majority

The remote e-voting period as specified in the Notice concluded on Saturday, March 26, 2022 at 5:00 p.m.

In this regard, we are submitting herewith voting results of the Postal Ballot on the said resolutions along with the Report of the Scrutinizer, M/s. Joshi Velankar and Associates, Practicing Company Secretaries, Mumbai.



Based on the Scrutinizer's Report, we wish to inform that the resolutions have been passed by the members of the Company with requisite majority and shall be deemed to have been passed on the last date specified for remote e-voting i.e. March 26, 2022. The details of votes cast by the shareholders are given in the Annexure.

The voting results and the Report of the Scrutinizer are being made available on the website of the Company i.e. [www.5paise.com](http://www.5paise.com).

This is for your information and records.

Thanking You,  
Yours faithfully,

For 5paise Capital Limited

  
  
**Namita Godbole**  
**Company Secretary**  
Email ID: [csteam@5paise.com](mailto:csteam@5paise.com)  
Encl: as above

**5paise Capital Limited**

Corporate Identity Number: L67190MH2007PLC289249

Corp. Office / Regd. Office: IIFL House, Sun Infotech Park, Road No.16V, Plot No. B-23, Wagle Estate, Thane 400 604. Tel: +918976689766

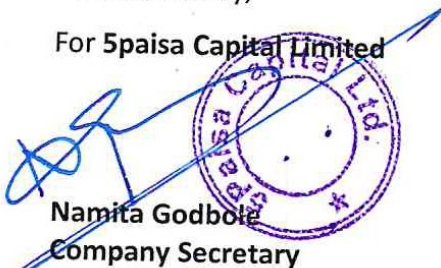
• E-mail: [csteam@5paise.com](mailto:csteam@5paise.com) • Website: [www.5paise.com](http://www.5paise.com)



### Details of Voting Results

Sr Num	Particulars	Details
1.	Date of declaration of postal ballot voting results	Tuesday, March 29, 2022
2.	Voting Start Date	Friday, February 25, 2022
3.	Voting End Date	Saturday, March 26, 2022
4.	Total Number of shareholders on record date	20,532 (as on cut off date i.e. February 11, 2022)
5.	Number of shareholders present in person or through proxy:	
	Promoter and Promoter Group	N.A.
	Public	N.A.
6.	Number of shareholders attended the meeting through video conferencing Promoter and Promoter Group	
	Promoter and Promoter Group	N.A.
	Public	N.A.

For 5paise Capital Limited



**Namita Godbole**  
Company Secretary

Email ID: csteam@5paise.com

Encl: as above

**5paise Capital Limited**

Corporate Identity Number: L67190MH2007PLC289249

Corp. Office / Regd. Office: IIFL House, Sun Infotech Park, Road No.16V, Plot No. B-23, Wagle Estate, Thane 400 604. Tel: +918976689766

• E-mail: csteam@5paise.com • Website: www.5paise.com

Resolution Required : (Ordinary)			1 - To approve material related party transactions with IIFL Facilities Services Limited					
Whether promoter/ promoter group are interested in the agenda/resolution?			Yes					
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
Promoter and Promoter Group	E-Voting	8810698	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	7313259	6723948	91.9419	6723948	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>6723948</b>	<b>91.9419</b>	<b>6723948</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	13291861	2108650	15.8642	2108543	107	99.9949	0.0051
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>2108650</b>	<b>15.8642</b>	<b>2108543</b>	<b>107</b>	<b>99.9949</b>	<b>0.0051</b>
<b>Total</b>		<b>29415818</b>	<b>8832598</b>	<b>30.0267</b>	<b>8832491</b>	<b>107</b>	<b>99.9988</b>	<b>0.0012</b>

Resolution Required : (Ordinary)			2 - To approve material related party transactions with IIFL Finance Limited					
Whether promoter/ promoter group are interested in the agenda/resolution?			Yes					
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
Promoter and Promoter Group	E-Voting	8810698	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>

Public Institutions	E-Voting	7313259	6723948	91.9419	6723948	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>6723948</b>	<b>91.9419</b>	<b>6723948</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	13291861	2108650	15.8642	2108543	107	99.9949	0.0051
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>2108650</b>	<b>15.8642</b>	<b>2108543</b>	<b>107</b>	<b>99.9949</b>	<b>0.0051</b>
<b>Total</b>		<b>29415818</b>	<b>8832598</b>	<b>30.0267</b>	<b>8832491</b>	<b>107</b>	<b>99.9988</b>	<b>0.0012</b>

Resolution Required : (Ordinary)			3 - To approve material related party transactions with IIFL Management Services Limited					
Whether promoter/ promoter group are interested in the agenda/resolution?			Yes					
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]	$[3]=\frac{[2]}{[1]} * 100$	[4]	[5]	$[6]=\frac{[4]}{[2]} * 100$	$[7]=\frac{[5]}{[2]} * 100$
Promoter and Promoter Group	E-Voting	8810698	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	7313259	6723948	91.9419	6723948	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>6723948</b>	<b>91.9419</b>	<b>6723948</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	13291861	2108650	15.8642	2108543	107	99.9949	0.0051
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>2108650</b>	<b>15.8642</b>	<b>2108543</b>	<b>107</b>	<b>99.9949</b>	<b>0.0051</b>
<b>Total</b>		<b>29415818</b>	<b>8832598</b>	<b>30.0267</b>	<b>8832491</b>	<b>107</b>	<b>99.9988</b>	<b>0.0012</b>

Resolution Required : (Ordinary)			4 - To approve material related party transactions with IIFL Securities Limited					
Whether promoter/ promoter group are interested in the agenda/resolution?			Yes					
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	8810698	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	7313259	6723948	91.9419	6723948	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>6723948</b>	<b>91.9419</b>	<b>6723948</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	13291861	2108650	15.8642	2108543	107	99.9949	0.0051
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>2108650</b>	<b>15.8642</b>	<b>2108543</b>	<b>107</b>	<b>99.9949</b>	<b>0.0051</b>
<b>Total</b>		<b>29415818</b>	<b>8832598</b>	<b>30.0267</b>	<b>8832491</b>	<b>107</b>	<b>99.9988</b>	<b>0.0012</b>

Resolution Required : (Ordinary)			5 - To approve material related party transactions with IIFL Samasta Finance Limited					
Whether promoter/ promoter group are interested in the agenda/resolution?			Yes					
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	8810698	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	7313259	6723948	91.9419	6723948	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000

	<b>Total</b>		<b>6723948</b>	<b>91.9419</b>	<b>6723948</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	13291861	2108650	15.8642	2108543	107	99.9949	0.0051
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>2108650</b>	<b>15.8642</b>	<b>2108543</b>	<b>107</b>	<b>99.9949</b>	<b>0.0051</b>
<b>Total</b>		<b>29415818</b>	<b>8832598</b>	<b>30.0267</b>	<b>8832491</b>	<b>107</b>	<b>99.9988</b>	<b>0.0012</b>

<b>Resolution Required : (Ordinary)</b>			<b>6 - To approve material related party transactions with IIFL Wealth Prime Limited</b>					
<b>Whether promoter/ promoter group are interested in the agenda/resolution?</b>			Yes					
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	8810698	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	7313259	6723948	91.9419	6723948	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>6723948</b>	<b>91.9419</b>	<b>6723948</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	13291861	2108650	15.8642	2108043	107	99.9949	0.0051
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>2108650</b>	<b>15.8642</b>	<b>2108043</b>	<b>107</b>	<b>99.9949</b>	<b>0.0051</b>
<b>Total</b>		<b>29415818</b>	<b>8832598</b>	<b>30.0250</b>	<b>8831991</b>	<b>107</b>	<b>99.9988</b>	<b>0.0012</b>

<b>Resolution Required : (Ordinary)</b>			<b>7 - To approve material related party transactions with IIFL Home Finance Limited</b>					
<b>Whether promoter/ promoter group are interested in the agenda/resolution?</b>			Yes					
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	E-Voting	8810698	0	0.0000	0	0	0.0000	0.0000

and Promoter Group	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	7313259	6723948	91.9419	6723948	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>6723948</b>	<b>91.9419</b>	<b>6723948</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	13291861	2108650	15.8642	2108543	107	99.9949	0.0051
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>2108650</b>	<b>15.8642</b>	<b>2108543</b>	<b>107</b>	<b>99.9949</b>	<b>0.0051</b>
<b>Total</b>		<b>29415818</b>	<b>8832598</b>	<b>30.0267</b>	<b>8832491</b>	<b>107</b>	<b>99.9988</b>	<b>0.0012</b>

Resolution Required : (Ordinary)		8 - To approve material related party transactions with IIFL Insurance Brokers Limited						
Whether promoter/ promoter group are interested in the agenda/resolution?		Yes						
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	8810698	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>
Public Institutions	E-Voting	7313259	6723948	91.9419	6723948	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>6723948</b>	<b>91.9419</b>	<b>6723948</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	13291861	2108650	15.8642	2108543	107	99.9949	0.0051
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>2108650</b>	<b>15.8642</b>	<b>2108543</b>	<b>107</b>	<b>99.9949</b>	<b>0.0051</b>
<b>Total</b>		<b>29415818</b>	<b>8832598</b>	<b>30.0267</b>	<b>8832491</b>	<b>107</b>	<b>99.9988</b>	<b>0.0012</b>



Resolution Required : (Ordinary)			9 - To approve material related party transactions with IIFL Wealth Management Limited					
Whether promoter/ promoter group are interested in the agenda/resolution?			Yes					
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	8810698	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	7313259	6723948	91.9419	6723948	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>6723948</b>	<b>91.9419</b>	<b>6723948</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	13291861	2108650	15.8642	2108043	107	99.9949	0.0051
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>2108650</b>	<b>15.8642</b>	<b>2108043</b>	<b>107</b>	<b>99.9949</b>	<b>0.0051</b>
<b>Total</b>		<b>29415818</b>	<b>8832598</b>	<b>30.0250</b>	<b>8831991</b>	<b>107</b>	<b>99.9988</b>	<b>0.0012</b>

Resolution Required : (Ordinary)			10 - To approve material related party transactions with 5Paisa P2P Limited					
Whether promoter/ promoter group are interested in the agenda/resolution?			Yes					
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	8810698	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	7313259	6723948	91.9419	6723948	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000

	<b>Total</b>		<b>6723948</b>	<b>91.9419</b>	<b>6723948</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	13291861	2108650	15.8642	2108042	108	99.9949	0.0051
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>2108650</b>	<b>15.8642</b>	<b>2108042</b>	<b>108</b>	<b>99.9949</b>	<b>0.0051</b>
<b>Total</b>		<b>29415818</b>	<b>8832598</b>	<b>30.0250</b>	<b>8831990</b>	<b>108</b>	<b>99.9988</b>	<b>0.0012</b>

<b>Resolution Required : (Ordinary)</b>			<b>11 - To approve material related party transactions with 5Paisa Trading Limited</b>					
<b>Whether promoter/ promoter group are interested in the agenda/resolution?</b>			Yes					
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	8810698	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	7313259	6723948	91.9419	6723948	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>6723948</b>	<b>91.9419</b>	<b>6723948</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	13291861	2108650	15.8642	2108042	108	99.9949	0.0051
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>2108650</b>	<b>15.8642</b>	<b>2108042</b>	<b>108</b>	<b>99.9949</b>	<b>0.0051</b>
<b>Total</b>		<b>29415818</b>	<b>8832598</b>	<b>30.0267</b>	<b>8831990</b>	<b>108</b>	<b>99.9988</b>	<b>0.0012</b>

<b>Resolution Required : (Ordinary)</b>			<b>12 - To approve material related party transactions with 5Paisa Insurance Brokers Limited</b>					
<b>Whether promoter/ promoter group are interested in the agenda/resolution?</b>			Yes					
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	E-Voting	8810698	0	0.0000	0	0	0.0000	0.0000



and Promoter Group	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>0</b>	<b>0.0000</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public Institutions	E-Voting	7313259	6723948	91.9419	6723948	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>6723948</b>	<b>91.9419</b>	<b>6723948</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public Non Institutions	E-Voting	13291861	2108650	15.8642	2108543	107	99.9949	0.0051
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>2108650</b>	<b>15.8642</b>	<b>2108543</b>	<b>107</b>	<b>99.9949</b>	<b>0.0051</b>
<b>Total</b>		<b>29415818</b>	<b>8832598</b>	<b>30.0267</b>	<b>8832491</b>	<b>107</b>	<b>99.9988</b>	<b>0.0012</b>

For 5paisa Capital Limited

Namita Godbole

Company Secretary

Email ID: csteam@5paisa.com

Encl: as above

**5paisa Capital Limited**

Corporate Identity Number: L67190MH2007PLC289249

Corp. Office / Regd. Office: IIFL House, Sun Infotech Park, Road No.16V, Plot No. B-23, Wagle Estate, Thane 400 604. Tel: +918976689766

• E-mail: csteam@5paisa.com • Website: www.5paisa.com

## SCRUTINIZER'S REPORT

To,  
The Chairperson,  
5paisa Capital Limited  
(CIN: L67190MH2007PLC289249)  
IIFL House, Sun Infotech Park,  
Road No. 16V, B-23, MIDC,  
Thane Industrial Area, Wagle Estate,  
Thane - 400604.

Scrutinizer's Report on postal ballot process conducted through electronic voting system in accordance with the provisions of section 108 and 110 and other applicable provisions, if any of the Companies Act, 2013 read with rule 20 and rule 22 of Companies (Management and Administration) Rules, 2014.

Dear Sir,

We are pleased to present the report on the Postal Ballot conducted by 5paisa Capital Limited ("the Company") seeking consent of its members for the Ordinary Resolutions as contained in the Notice of Postal Ballot dated 16<sup>th</sup> February, 2022.

1. In terms of provisions 110 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014, we, M/s. Joshi Velankar & Associates, Practicing Company Secretaries were appointed as the Scrutinizer by the Company on 16<sup>th</sup> February, 2022 to conduct the Postal Ballot in respect of Ordinary Resolutions as contained in the Notice dated 16<sup>th</sup> February, 2022.
2. In terms of section 110 and 108 of the Companies Act, 2013 and other applicable provisions, if any of the Act read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014, General Circular No. 14/ 2020 dated 8<sup>th</sup> April, 2020, General Circular No. 17/ 2020 dated 13<sup>th</sup> April, 2020, General Circular No. 22/ 2020 dated 15<sup>th</sup> June, 2020, General Circular No. 33/ 2020 dated 28<sup>th</sup> September, 2020, General Circular No. 39/2020 dated 31<sup>st</sup> December, 2020 and General Circular No. 10/2021 dated 23<sup>rd</sup> June, 2021 issued by the Ministry of Corporate Affairs ("MCA Circulars") and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015, and on account of threat/restrictions posed due to COVID-19 pandemic, the Company has sent the Postal Ballot Notice dated 16<sup>th</sup> February, 2022 on 24<sup>th</sup> February, 2022 by email only to the members who have registered their e-mail address with the Company / Depositories.
3. As per the MCA circulars and on account of the threats posed by the COVID-19 pandemic, physical copies of the notice, Postal Ballot forms and other documents were not dispatched to the members for this Postal Ballot. Accordingly, the communication of the assent and dissent of the members had taken place through the remote e-voting system only.



4. The members of the Company holding equity shares as on the 'cut-off date' i.e. Friday, 11<sup>th</sup> February, 2022 were entitled to vote on the proposed resolutions as set out in the Notice of Postal Ballot dated 16<sup>th</sup> February, 2022, through remote e-voting only.
5. The Company has published an advertisement on 25<sup>th</sup> February, 2022 in The Free Press Journal, an English Newspaper and in Nav Shakti a vernacular (Marathi) newspaper regarding completion of dispatch of Notice of Postal Ballot dated 16<sup>th</sup> February, 2022 and also specifying therein the matters prescribed in the Rules with regard e-voting. The Postal Ballot Notice is placed on www.5paisa.com, www.bseindia.com, www.nseindia.com and www.evotingindia.com.
6. The Company has appointed Central Depository Services Limited (CDSL) for facilitating e-voting to enable the Members to cast their votes electronically. The remote e-voting facility was kept open from Friday, 25<sup>th</sup> February, 2022 (9.00 a.m.) to Saturday, 26<sup>th</sup> March, 2022 (5.00 p.m.). The e-voting facility was blocked forthwith thereafter.
7. The votes cast by the members electronically were unblocked on Monday, 28<sup>th</sup> March, 2022 in the presence of two witnesses not in employment of the Company. The report of the members' e-voting was downloaded thereafter.
8. The electronic votes recorded from Friday, 25<sup>th</sup> February, 2022 (9.00 a.m.) to Saturday, 26<sup>th</sup> March, 2022 (5.00 p.m.), being last date and time fixed by the Company for remote e-voting received as available in the CDSL website have been considered in our scrutiny.
9. The summary of remote e-voting received of the following resolutions are as under: -

**Item No. 1 – as an Ordinary Resolution: -** To approve material related party transactions with IIFL Facilities Services Limited.

Particulars	Number of Valid Votes		Percentage (%)
	Remote e-voters	Remote e-votes	
Assent	93	88,32,491	99.9988
Dissent	5	107	0.0012
Not Voted	0	0	0.0000
Total	98	88,32,598	100.0000

**Item No. 2 – as an Ordinary Resolution: -** To approve material related party transactions with IIFL Finance Limited.

Particulars	Number of Valid Votes		Percentage (%)
	Remote e-voters	Remote e-votes	
Assent	93	88,32,491	99.9988
Dissent	5	107	0.0012
Not Voted	0	0	0.0000
Total	98	88,32,598	100.0000



**Item No. 3 – as an Ordinary Resolution:** - To approve material related party transactions with IIFL Management Services Limited.

Particulars	Number of Valid Votes		Percentage (%)
	Remote e-voters	Remote e-votes	
Assent	93	88,32,491	99.9988
Dissent	5	107	0.0012
Not Voted	0	0	0.0000
Total	98	88,32,598	100.0000

**Item No. 4 – as an Ordinary Resolution:** - To approve material related party transactions with IIFL Securities Limited.

Particulars	Number of Valid Votes		Percentage (%)
	Remote e-voters	Remote e-votes	
Assent	93	88,32,491	99.9988
Dissent	5	107	0.0012
Not Voted	0	0	0.0000
Total	98	88,32,598	100.0000

**Item No. 5 – as an Ordinary Resolution:** - To approve material related party transactions with IIFL Samasta Finance Limited.

Particulars	Number of Valid Votes		Percentage (%)
	Remote e-voters	Remote e-votes	
Assent	93	88,32,491	99.9988
Dissent	5	107	0.0012
Not Voted	0	0	0.0000
Total	98	88,32,598	100.0000

**Item No. 6 – as an Ordinary Resolution:** - To approve material related party transactions with IIFL Wealth Prime Limited.

Particulars	Number of Valid Votes		Percentage (%)
	Remote e-voters	Remote e-votes	
Assent	92	88,31,991	99.9931
Dissent	5	107	0.0012
Not Voted	1	500	0.0057
Total	98	88,32,598	100.0000

**Item No. 7 – as an Ordinary Resolution:** - To approve material related party transactions with IIFL Home Finance Limited.

Particulars	Number of Valid Votes		Percentage (%)
	Remote e-voters	Remote e-votes	
Assent	93	88,32,491	99.9988
Dissent	5	107	0.0012





Not Voted	0	0	0.0000
Total	98	88,32,598	100.0000

**Item No. 8 – as an Ordinary Resolution:** - To approve material related party transactions with IIFL Insurance Brokers Limited.

Particulars	Number of Valid Votes		Percentage (%)
	Remote e-voters	Remote e-votes	
Assent	93	88,32,491	99.9988
Dissent	5	107	0.0012
Not Voted	0	0	0.0000
Total	98	88,32,598	100.0000

**Item No. 9 – as an Ordinary Resolution:** - To approve material related party transactions with IIFL Wealth Management Limited.

Particulars	Number of Valid Votes		Percentage (%)
	Remote e-voters	Remote e-votes	
Assent	92	88,31,991	99.9931
Dissent	5	107	0.0012
Not Voted	1	500	0.0057
Total	98	88,32,598	100.0000

**Item No. 10 – as an Ordinary Resolution:** - To approve material related party transactions with 5Paisa P2P Limited.

Particulars	Number of Valid Votes		Percentage (%)
	Remote e-voters	Remote e-votes	
Assent	91	88,31,990	99.9931
Dissent	6	108	0.0012
Not Voted	1	500	0.0057
Total	98	88,32,598	100.0000

**Item No. 11 – as an Ordinary Resolution:** - To approve material related party transactions with 5Paisa Trading Limited.

Particulars	Number of Valid Votes		Percentage (%)
	Remote e-voters	Remote e-votes	
Assent	92	88,32,490	99.9988
Dissent	6	108	0.0012
Not Voted	0	0	0.0000
Total	98	88,32,598	100.0000



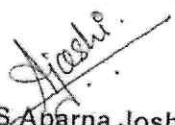
**Item No. 12 – as an Ordinary Resolution: -** To approve material related party transactions with 5Paisa Insurance Brokers Limited

Particulars	Number of Valid Votes		Percentage (%)
	Remote e-voters	Remote e-votes	
Assent	93	88,32,491	99.9988
Dissent	5	107	0.0012
Not Voted	0	0	0.0000
Total	98	88,32,598	100.0000

10. You may accordingly declare the results of the postal ballot process conducted through electronic voting system
11. Based on the aforesaid result, we report that, the Ordinary Resolutions as contained in the Notice of Postal Ballot dated 16<sup>th</sup> February, 2022 has been passed with requisite majority.

Thanking you,


For Joshi Velankar & Associates  
Practising Company Secretaries

  
 CS. Aparna Joshi  
 Partner  
 FCS- 7172 CP-6738  
 Scrutinizer for postal ballot process  
 conducted through electronic voting system  
 UDIN: F007172C003231030



Place: Mumbai  
Date: 28<sup>th</sup> March, 2022

Witness:

1.   
 Vaibhav Suhas Velankar

2.   
 Neeta Shankar Shetty

Countersigned and received the report

  
 Namita Godbole  
 (Company Secretary, 5paisa Capital Limited)

