



March 03, 2023

To, 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	To, The Manager, Listing Department, The National Stock Exchange of India Ltd., Exchange Plaza, 5th Floor, Plot C/1, G Block, Bandra - Kurla Complex, Bandra (E), Mumbai 400 051 Tel No.: 2659 8235 Fax No.: 26598237 NSE Symbol: 5PAISA
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Sub: Intimation under Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for Voting Results in respect of the Postal Ballot through remote e-voting and Scrutinizer's Report.

Dear Sir/Madam,

This has reference to our letter dated January 30, 2023, whereby, we had informed the stock exchanges that the Company intends to seek the approval of the shareholders by way of Postal Ballot through e-voting facility in respect of the following resolution to be passed as Special Resolution as set out in the Postal Ballot Notice dated January 11, 2023:

Sr. No.	Item Description
1	To approve increase in ESOP Pool for grant of options and amendment in 5paise Employees Stock Option Scheme, 2017.

The remote e-voting for Postal Ballot commenced on Tuesday, January 31, 2023, 9:00 a.m. and concluded on Wednesday, March 01, 2023, 5:00 p.m.

The Company had appointed CS Aparna Joshi, failing her CS Vaibhav Velankar of M/s. Joshi Velankar and Associates, a Practicing Company Secretary firm, Mumbai as the Scrutinizer for conducting postal ballot and e-voting process in a fair and transparent manner.

Accordingly, the Scrutinizer has submitted his Report on the remote e-voting dated March 03, 2023 for the results of the Postal Ballot. The copy of the Report is attached.

Based on the afore-mentioned Report, a statement containing voting results of the Postal Ballot in the prescribed format indicated in Circular (Ref No. CIR/CFD/CMD/8/2015 dated 4th November 2015) issued by SEBI is attached.

As per the Report, the Resolution is passed with requisite majority.

The above is in compliance with Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015.

Spaisa 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



The same will also be made available on the Company's website at www.5paisa.com.

We request you to take the above on your records and acknowledge receipt.

Thanking You,
Yours faithfully,

For 5paisa Capital Limited

Namita Godbole
Company Secretary
Membership No.: A21056

5paisa Capital Limited

Corporate Identity Number: L67190MH2007PLC289249

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POSTAL BALLOT VOTING RESULTS

Sr. No.	Particulars	Details
1.	Date of declaration of postal ballot voting results	Friday, March 03, 2023
2.	Voting Start Date	Tuesday, January 31, 2023
3.	Voting End Date	Wednesday, March 01, 2023
4.	Total Number of shareholders on record date	26,166 (as on cut-off date i.e. January 20, 2023)
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.

Resolution Required : (Special)			1 - To approve increase in ESOP Pool for grant of options and amendment in 5paise Employees Stock Option Scheme, 2017.					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
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	10010698	9834698	98.2419	9834698	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
	Total		9834698	98.2419	9834698	0	100.0000	0.0000
Public Institutions	E-Voting	7291919	4153762	56.9639	4153762	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
	Total		4153762	56.9639	4153762	0	100.0000	0.0000
Public Non-Institutions	E-Voting	13322951	8813244	66.1508	8812835	409	99.9954	0.0046
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000



	Total		8813244	66.1508	8812835	409	99.9954	0.0046
Total		30625568	22801704	74.4532	22801295	409	99.9982	0.0018

For Spaisa Capital Limited

Namita Godbole
Company Secretary
Membership No.: A21056

Spaisa Capital Limited

Corporate Identity Number: L67190MH2007PLC289249

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• E-mail: csteam@spaisa.com • Website: www.spaisa.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 Special Resolution as contained in the Notice of Postal Ballot dated **11th January, 2023**.

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 **11th January, 2023** to conduct the Postal Ballot in respect of Special Resolution as contained in the Notice dated **11th January, 2023**.
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 8th April, 2020, General Circular No. 17/2020 dated 13th April, 2020, General Circular No. 22/2020 dated 15th June, 2020, General Circular No. 33/2020 dated 28th September, 2020, General Circular No. 39/2020 dated 31st December, 2020, General Circular No. 10/2021 dated 23rd June, 2021, General Circular No. 20/2021 dated 8th December, 2021, General Circular No. 03/2022 dated 5th May, 2022 and General Circular No. 11/2022 dated 28th December, 2022 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 the Company has sent the Postal Ballot Notice dated 11th January, 2023 on 30th January, 2023 by email only to the members who have registered their e-mail address with the Company / Depositories.



3. Physical copies of the notice, Postal Ballot forms and other requisite 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, 20th January, 2023 were entitled to vote on the proposed resolutions as set out in the Notice of Postal Ballot dated 11th January, 2023, through remote e-voting only.
5. The Company has published an advertisement on **31st January, 2023** 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 **11th January, 2023** 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 **Tuesday, 31st January, 2023 (9.00 a.m.)** to **Wednesday, 1st March, 2023 (5.00 p.m.)**. The e-voting facility was blocked forthwith thereafter.
7. The votes cast by the members electronically were unblocked on **Wednesday, 1st March, 2023**. The report of the members' e-voting was downloaded thereafter.
8. The electronic votes recorded from **Tuesday, 31st January, 2023 (9.00 a.m.)** to **Wednesday, 1st March, 2023 (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 a Special Resolution:- To approve increase in ESOP Pool for grant of options and amendment in 5paisa Employees Stock Option Scheme, 2017.

Particulars	Number of Valid Votes		Percentage (%)
	Remote e-voters	Remote e-votes	
Assent	98	2,28,01,295	99.9982
Dissent	21	409	0.0018
Not Voted	0	0	0
Total	119	2,28,01,704	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 Special Resolutions contained in the Notice of Postal Ballot dated **11th January, 2023** 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: F007172D003230821



Place: Thane

Date: 3rd March 2023

Witness:

Countersigned and received the report

1. Snehal Vichare

2. Swati Kulkarni

Namita Godbole

(Company Secretary, 5paisa Capital Limited)