

December 16, 2025

To, The Manager, Listing Department, BSE Limited, Phiroze Jeejeebhoy Tower, Dalal Street, Mumbai – 400 001. BSE Scrip Code: 540776	To, The Manager, Listing Department, The National Stock Exchange of India Ltd., Exchange Plaza, 5 th Floor, Plot C/1, G Block, Bandra - Kurla Complex, Bandra (E), Mumbai – 400 051. NSE Symbol: 5PAISA
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Dear Sir / Madam,

Sub: Submission of Postal Ballot Voting Results and Scrutinizers Report:

Ref: Disclosure under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and Section 108 & Section 110 of the Companies Act, 2013 read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014:

We wish to inform you that the following Special Resolution, as proposed in the Postal Ballot Notice dated November 07, 2025 and further taking into account the detailed Voting Results along with the Report of the Scrutinizer, as enclosed herewith pursuant to Regulation 44(3) of the Listing Regulations, has been passed by the Shareholders of the Company with requisite majority on December 13, 2025 (last date of remote e-voting):

1. Approval of the appointment of Mr. Zor Gorelov (DIN: 11329941) as a Non-Executive Independent Director.

The Voting Results along with the Scrutinizers Report is available on the website of the Company i.e. www.5paisa.com and will also be made available on the website of Central Depository Services (India) Limited i.e. www.evotingindia.com.

We request you to kindly take the same on record.

Thanking You,
Yours faithfully,

For 5paisa Capital Limited

Charvi Panchmatia
Company Secretary & Compliance Officer
ICSI Membership No.: A49189
Email: csteam@5paisa.com

Encl: As above

5paisa Capital Limited

Registered Office: IIFL House, Sun Infotech Park, Road No.16V, Plot No. B-23, Wagle Estate, Thane - 400604
Tel.: +91 22 41035000 | E-mail: support@5paisa.com | Website: www.5paisa.com | CIN: L67190MH2007PLC289249

As per the report submitted by the Scrutinizer, the following resolution, as proposed in the Postal Ballot Notice dated November 07, 2025, was passed with requisite majority.

Sr. No.	Particulars	Type of Resolution	Result
SPECIAL BUSINESSES			
1.	Approval of the appointment of Mr. Zor Gorelov (DIN: 11329941) as a Non-Executive Independent Director.	Special Resolution	Passed with Requisite Majority

Details of the Voting Results of Postal Ballot pursuant to Regulation 44(3) of the Listing Regulations

Resolution Required: (Special)			Approval of the appointment of Mr. Zor Gorelov (DIN: 11329941) as a Non-Executive Independent Director.					
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	10230698	9959698	97.3511	9959698	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		9959698	97.3511	9959698	0	100.0000	0.0000
Public Institutions	E-Voting	6328392	1277885	20.1929	1277885	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		1277885	20.1929	1277885	0	100.0000	0.0000
Public Non-Institutions	E-Voting	14683248	8237583	56.1019	8236861	722	99.9912	0.0088
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total		8237583	56.1019	8236861	722	99.9912	0.0088
Total		31242338	19475166	62.3358	19474444	722	99.9963	0.0037

For 5paisa Capital Limited

Charvi Panchmatia
Company Secretary & Compliance Officer
ICSI Membership No.: A49189
Email: csteam@5paisa.com

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SHAH PATEL & ASSOCIATES

PRACTISING COMPANY SECRETARIES

SCRUTINIZER'S COMBINED REPORT ON E-VOTING

*[Pursuant to section 108 and 109 of the Companies Act, 2013 and the Companies
(Management and Administration) Rules, 2014 as amended]*

M/S. 5paisa Capital Limited

Scrutinizers:

**M/s. Shah Patel & Associates
(Practising Company Secretaries)**

198/A, Jaya Niwas CHS,

Jain Society, Sion West,

Mumbai - 400 022

cs@spassociates.co

+91 9870670676/ +91 9769086522

198/A, Jaya Niwas, Ground Floor, Block-1, Gujarat Society, Sion West, Mumbai 400022

Contact: 9870670676 Email: cs@spassociates.co

Website: www.spassociates.co

SHAH PATEL & ASSOCIATES

PRACTISING COMPANY SECRETARIES

Date: December 15, 2025

To,
The Chairperson
SPAISA CAPITAL LIMITED
*IIFL House, Sun Infotech Park,
Road No.16V, Plot No. B-23,
Wagle Estate, Thane - 400604.*

Ref: Postal Ballot only through remote e-voting mode in respect of Special Resolution contained in the Notice of Postal Ballot dated November 07, 2025.

Dear Sir,

I, Mr. Swapneel Vinod Patel, Practicing Company Secretary, Partner of M/s. Shah Patel & Associates, having its office at 198/A, Jaya Niwas CHS, Jain Society, Sion West, Mumbai - 400 022, was appointed as a Scrutinizer, to conduct the postal ballot process in fair and transparent manner in respect of Special Resolution contained in the notice of postal ballot dated November 07, 2025 issued under provisions of Section 110 read with Section 108 and other applicable provisions, if any, of the Companies Act, 2013 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) (the “Act”), read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) (the “Rules”), Secretarial Standard on General Meetings (“SS-2”) issued by the Institute of Company Secretaries of India, as amended from time to time and in accordance with the guidelines prescribed by the Ministry of Corporate Affairs (“MCA”) *vide* General Circular Nos. 14/2020 dated April 08, 2020; 17/2020 dated April 13, 2020; and 20/2020 dated May 05, 2020, read with subsequent circulars issued in this regard, including the latest General Circular No. 03/2025 dated September 22, 2025 (collectively referred to as the “MCA Circulars”) and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the “SEBI Listing Regulations”) and all other applicable laws, rules and regulations (including any statutory modification(s) or re-enactment(s) thereof for the time being in force).

The Notice dated November 07, 2025 along with statement setting out material facts under Section 102 of the Act as confirmed by the Company was sent through electronic mode to those Members whose e-mail addresses were registered with the Company / Registrar and Share Transfer Agent of the Company / Depositories as on Friday, November 07, 2025 (“Cut-Off Date”). The Company had engaged the services of Central Depository Services (India) Limited (“CDSL”) to provide remote e-voting facility to its members.

198/A, Jaya Niwas, Ground Floor, Block-1, Gujarat Society, Sion West, Mumbai 400022

Contact: 9870670676 Email: cs@spassociates.co

Website: www.spassociates.co

SHAH PATEL & ASSOCIATES

PRACTISING COMPANY SECRETARIES

The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through remote e-voting on the Special Resolution contained in the Notice of Postal Ballot.

My responsibility as a scrutinizer for the remote e-voting process is restricted to make a Scrutinizer's report of the votes cast "in favour" or "against" the resolution contained in the Notice of Postal Ballot, based on the reports generated from the e-voting system provided by Central Depository Services (India) Limited, the authorized agency to provide e-voting facilities, engaged by the Company.

I hereby submit scrutinizer's report on the results of the voting by postal ballot only through remote e-voting in respect of the Special Resolution set out in the Notice of the Postal Ballot:-

- a) The e-voting period remained opened from Friday, November 14, 2025 (9:00 a.m. IST) and ended on Saturday, December 13, 2025 (5:00 p.m. IST).
- b) The shareholders holding shares as on the Cut-Off Date i.e. Friday, November 07, 2025 were entitled to vote on the proposed Special Resolution set out in the Notice of the Postal Ballot.
- c) The votes were unblocked on December 15, 2025, after conclusion of remote e-voting, at 12:23 p.m., in the presence of two witnesses who are not in the employment of the Company.
- d) Thereafter the details containing, inter-alia, list of equity shareholders, who voted "For" and "Against", were downloaded from e-voting website of CDSL and based on that such report is generated.
- e) Corporate members who had participated in the remote e-voting have provided scanned copy of the resolution/authority letters passed by their Board of Directors Meeting for authorization to exercise their votes through e-voting and those who have not provided such resolution/authorisation letter have been considered as invalid.

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The Result of remote e-voting on the Special Resolution contained in the Notice of Postal Ballot is as under:-

Mode of voting	Total Valid Votes	Votes in favour of Resolution			Votes against the Resolution			Invalid Votes	
		No. of ballot / e-voting entry	Nos	% to total valid votes	No. of ballot / e-voting entry	Nos	% to total valid votes	No. of ballot / e-voting entry	Nos
Item No 1: Appointment of Mr. Zor Gorelov (DIN: 11329941) as a Non-Executive Independent Director.									
E-voting	1,94,75,166	109	1,94,74,444	99.9963	11	722	0.0037	-	-
Poll	-	-	-	-	-	-	-	-	-
Total	1.94.75.166	109	1.94.74.444	99.9963	11	722	0.0037	-	-

Based on the aforesaid results, we report that the Special Resolution as contained in the Notice of the Postal Ballot dated November 07, 2025, has been passed with the requisite majority.

You may accordingly declare the results of the postal ballot process conducted through the electronic voting system.

The Register, all other papers and relevant records relating to electronic voting shall remain in our safe custody until the Chairperson considers, approves and signs the Minutes of the aforesaid Postal Ballot and thereafter the same shall be handed over to the Company Secretary for safe keeping.

Thanking you,

Yours faithfully,

For **SHAH PATEL & ASSOCIATES**
PRACTISING COMPANY SECRETARIES

Swapneel
Vinod Patel

Digitally signed by
Swapneel Vinod Patel
Date: 2025.12.15
19:02:35 +05'30'

SWAPNEEL PATEL
PARTNER

COP 15652

Place: Mumbai

Dated: December 15, 2025

UDIN: A041106G002433100

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