



Date: 8th April, 2025

National Stock Exchange of India Limited,
Exchange Plaza, Plot No. C/1, G Block,
Bandra-Kurla Complex,
Bandra (East), Mumbai – 400051.
NSE Symbol: SBFC

BSE Limited,
Phiroze Jeejeebhoy Towers,
21st Floor, Dalal Street,
Mumbai – 400001.
BSE Equity Scrip Code: 543959

Sub: Voting results and Scrutinizer's Report on the business transacted by way of Postal Ballot through remote e-voting

Dear Sir/Madam,

In continuation of our letter dated 7th March, 2025, and pursuant to Regulations 30 and 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we wish to inform that the following Special Resolution has been passed by the Members of the Company with requisite majority on Monday, April 7, 2025, being the last date of the remote e-voting:

Sr No.	Resolution
1	Appointment of Mr. Mahesh Dayani, (DIN: 06561389), as the Whole-time Director, designated as 'Executive Director', for a term of five consecutive years and payment of remuneration

In this connection, please find enclosed the voting results of the said Postal Ballot activity through remote e-voting pursuant to Regulation 44 of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 (Annexure A) and Report of the Scrutinizer dated 7th April, 2025 pursuant to Sections 108, 110 of the Companies Act, 2013 read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 (Annexure B).

The Postal Ballot results along with Scrutinizer's Report can also be accessed at Company's website at <https://www.sbfc.com/investors> and on the website of <https://evoting.kfintech.com>

We request you to take this on record.

Thanking you,

Yours faithfully,

For **SBFC Finance Limited**



Namrata Sajnani
Company Secretary & Chief Compliance Officer

Encl: a/a

SBFC Finance Limited

Registered Office: Unit No. 103, 1st Floor, C&B Square, Sangam Complex, Andheri Kurla Road, Village Chakala, Andheri (East) Mumbai - 400 059
T. : +91-22-67875300 • F : +91-22-67875334 • www.SBFC.com • Email: complianceofficer@sbfc.com

CIN No : L67190MH2008PLC178270



Annexure A

Voting Results of Postal Ballot
[as per Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

Sr No	Particulars	Details
1	Date of the Postal Ballot Notice	28 th February, 2025
2	Total number of shareholders as on record date	As of cut-off date i.e. 28 th February, 2025, the Company had 1,57,580 equity shareholders
3	Voting Start date	9 th March, 2025
4	Voting End date	7 th April, 2025
5	Number of Shareholders present in the meeting either in person or through proxy- Promoters and Promoter Group: Public:	Not Applicable
6	Number of Shareholders attended the meeting through VC/OAVM (excluding webcast)- Promoters and Promoter Group: Public:	Not Applicable
7	No. of resolutions passed in the meeting	1 resolution passed through Postal Ballot

For **SBFC Finance Limited**



Namrata Sajnani
Company Secretary & Chief Compliance Officer

SBFC Finance Limited

Registered Office: Unit No. 103, 1st Floor, C&B Square, Sangam Complex, Andheri Kurla Road, Village Chakala, Andheri (East) Mumbai - 400 059
T. : +91-22-67875300 • F : +91-22-67875334 • www.SBFC.com • Email: complianceofficer@sbfc.com
CIN No : L67190MH2008PLC178270

Resolution (1)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Appointment of Mr. Mahesh Dayani, (DIN: 06561389), as the Whole-time Director, designated as 'Executive Director', for a term of five consecutive years and payment of remuneration				
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	592813525	592813525	100.0000	592813525	0	100.0000	0.0000
	Poll							
	Postal Ballot (if applicable)							
	Total	592813525	592813525	100.0000	592813525	0	100.0000	0.0000
Public- Institutions	E-Voting	240858754	206574376	85.7658	205324008	1250368	99.3947	0.6053
	Poll							
	Postal Ballot (if applicable)							
	Total	240858754	206574376	85.7658	205324008	1250368	99.3947	0.6053
Public- Non Institutions	E-Voting	252326809	123294170	48.8629	123286514	7656	99.9938	0.0062
	Poll							
	Postal Ballot (if applicable)							
	Total	252326809	123294170	48.8629	123286514	7656	99.9938	0.0062
Total		1085999088	922682071	84.9616	921424047	1258024	99.8637	0.1363
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

* this fields are optional

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	

April 07, 2025

To,
SBFC Finance Limited
103, 1st Floor, C&B Square,
Sangam Complex, Andheri Kurla Road, Village
Chakala, Andheri (East) Mumbai 400 059

Kind Attn: Ms. Namrata Sajnani, Company Secretary & Chief Compliance Officer

Sub.: Report on Postal Ballot Voting of SBFC Finance Limited.

Dear Sir,

I refer to my appointment as Scrutinizer to conduct the postal ballot process in respect of the following Special Resolution for approval of:

1. Appointment of Mr. Mahesh Dayani, (DIN: 06561389), as the Whole-time Director, designated as 'Executive Director', for a term of five consecutive years and payment of remuneration.

I now enclose the following:

- a) My report to the Chairman of the Company on the result of the postal ballots received from shareholders only through the electronic voting process (remote e-voting).
- b) The register showing the particulars of the e-votes registered on the KFin Technologies Limited e-voting system in respect of the said Resolution.

Thanking-you.

Yours faithfully,

 Digitally signed
by Jigyasa
Nilesch Ved
Date:
2025.04.07
21:27:45 +05'30'

Jigyasa N. Ved
Parikh & Associates
Encl.: As above.

To,
The Chairman
SBFC Finance Limited
103, 1st Floor, C&B Square,
Sangam Complex, Andheri Kurla Road, Village
Chakala, Andheri (East) Mumbai 400 059

Report of Scrutinizer

I, Jigyasa N. Ved, of Parikh & Associates, Practising Company Secretaries (Membership No. FCS 6488), having my office at 111, 11th Floor, Sai Dwar CHS Ltd., Sab TV Lane, Opp. Laxmi Indl. Estate, Off Link Road, Andheri (West), Mumbai-400053, have been appointed as the Scrutinizer to conduct the Postal ballot through electronic voting process (“remote e-voting”) for seeking the approval of members by way of Special resolution for the following:

1. Appointment of Mr. Mahesh Dayani, (DIN: 06561389), as the Whole-time Director, designated as ‘Executive Director’, for a term of five consecutive years and payment of remuneration.

pursuant to the Postal Ballot Notice dated February 28, 2025, issued under Section 110 and other applicable provisions, if any, of the Companies Act, 2013 (the “Act”) (including any statutory modification or re-enactment thereof for the time being in force) read with Rule 22 of the Companies (Management and Administration) Rules, 2014 (the “Rules”), as amended from time to time, read with the General Circular Nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020 and subsequent circulars issued in this regard, the latest being 09/2024 dated September 19, 2024, (collectively the “MCA Circulars”) and pursuant to other applicable laws and regulations.

The Postal Ballot Notice dated February 28, 2025 along with statement setting out material facts under Section 102 of the Act in respect of the above mentioned resolutions, as confirmed by the Company, was sent, via e-mail only to the Members whose names appeared in the Register of Members / List of Beneficial Owners as received from Depositories and whose e-mail addresses were registered with the Company/ Depositories.

The Company had availed the e-voting facility offered by KFin Technologies Limited (KFin) for conducting remote e-voting by the shareholders of the Company.

The shareholders of the Company holding shares as on the “cut-off” date of Friday, February 28, 2025 were entitled to vote on the resolution as contained in the Notice.

The voting period for remote e-voting commenced on Sunday, March 09, 2025 at 09:00 a.m. (IST) and ended on Monday, April 07, 2025 at 05:00 p.m. (IST) and the KFin’s e-voting module was disabled thereafter.

Contd....2

--2--

The votes cast under remote e-voting facility were thereafter unblocked.

I have scrutinized and reviewed the votes cast through remote e-voting based on the data downloaded from the KFin's e-voting system and have maintained a register in which necessary entries have been made in accordance with the Companies (Management and Administration) Rules, 2014, as amended.

The Management of the Company is responsible to ensure compliance with the requirements of the Companies Act, 2013, rules and the MCA Circulars relating to remote e-voting on the Resolutions contained in the notice of Postal Ballot.

My responsibility as scrutinizer for the voting on postal ballot through remote e-voting is restricted to making a Scrutinizer's Report of the votes cast in favour or against the said Resolutions.

I now submit my Scrutinizer Report on the results of the voting by postal ballot only through the remote e-voting process in respect of the said Special Resolution as under:

Contd....3

Resolution 1: Special Resolution

Appointment of Mr. Mahesh Dayani, (DIN: 06561389), as the Whole-time Director, designated as 'Executive Director', for a term of five consecutive years and payment of remuneration.

(i) Voted in **favour** of the resolution:

Number of members voted	Number of valid votes cast (Shares)	% of total number of valid votes cast
377	92,14,24,047	99.86

(ii) Voted **against** the resolution:

Number of members voted	Number of valid votes cast (Shares)	% of total number of valid votes cast
39	12,58,024	0.14

(iii) **Invalid** votes:

Number of members voted	Number of valid votes cast (Shares)
NIL	NIL

Digitally signed
by Jigyasa
Nilesh Ved
Date:
2025.04.07
21:28:14 +05'30'

Signature: Ved
Name: Jigyasa N. Ved
Scrutinizer
FCS: 6488 CP: 6018
UDIN: F006488G000048266
P/R No. 1129/2021

Dated: 07/04/2025

Place: Mumbai