



Date: 9th March, 2026

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 6th February, 2026, 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 Resolutions have been passed by the Members of the Company with requisite majority on Sunday, 8th March, 2026, being the last date of the remote e-voting:

Sr No.	Resolutions
1	Re-designation of Mr. Aseem Dhru (DIN: 01761455) as Executive Vice-Chairman of the Company
2	Re-designation of Mr. Mahesh Dayani (DIN: 06561389) as Managing Director & CEO of the Company

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 9th March, 2026 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



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	3 rd February, 2026
2	Total number of shareholders as on record date	As of cut-off date i.e. 30 th January, 2026, the Company had 1,47,872 equity shareholders
3	Voting Start date	7 th February, 2026
4	Voting End date	8 th March, 2026
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	2 resolutions 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				Re-designation of Mr. Aseem Dhru (DIN: 01761455) as Executive Vice-Chairman 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	579188410	579188410	100.0000	579188410	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		579188410	579188410	100.0000	579188410	0	100.0000
Public- Institutions	E-Voting	304501588	240500356	78.9816	183935786	56564570	76.4805	23.5195
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		304501588	240500356	78.9816	183935786	56564570	76.4805
Public- Non Institutions	E-Voting	213163845	71419584	33.5045	71400097	19487	99.9727	0.0273
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		213163845	71419584	33.5045	71400097	19487	99.9727
Total		1096853843	891108350	81.2422	834524293	56584057	93.6501	6.3499
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

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Resolution (2)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Re-designation of Mr. Mahesh Dayani (DIN: 06561389) as Managing Director & CEO 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	579188410	579188410	100.0000	579188410	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		579188410	579188410	100.0000	579188410	0	100.0000
Public- Institutions	E-Voting	304501588	240500356	78.9816	188958918	51541438	78.5691	21.4309
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		304501588	240500356	78.9816	188958918	51541438	78.5691
Public- Non Institutions	E-Voting	213163845	98056918	46.0007	98043333	13585	99.9861	0.0139
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		213163845	98056918	46.0007	98043333	13585	99.9861
Total		1096853843	917745684	83.6707	866190661	51555023	94.3824	5.6176
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Add Notes	

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CIN No : L67190MH2008PLC178270

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 resolutions for the following:

1. Re-designation of Mr. Aseem Dhru (DIN: 01761455) as Executive Vice-Chairman of the Company
2. Re-designation of Mr. Mahesh Dayani (DIN: 06561389) as Managing Director & CEO of the Company

Pursuant to the Postal Ballot Notice dated February 03, 2026, 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 03/2025 dated September 22, 2025, (collectively the "MCA Circulars") and pursuant to other applicable laws and regulations, the Postal Ballot Notice dated February 3, 2026 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, January 30, 2026 were entitled to vote on the resolution as contained in the Notice.

The voting period for remote e-voting commenced on Saturday, February 07, 2026 at 09:00 a.m. (IST) and ended on Sunday, March 08, 2026 at 05:00 p.m. (IST) and the KFin's e-voting module was disabled thereafter.

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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 Resolution.

Further, I would also like to mention that Shareholders who have split their votes into "Assent" as well as "Dissent" in respect of each DP ID/Client ID or Folio No., while their votes are taken as cast, they have been counted only once for the purpose of their presence, which has been mentioned under the head "Assent".

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 Resolutions as under:

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Resolution 1: Special Resolution**Re-designation of Mr. Aseem Dhru (DIN: 01761455) as Executive Vice-Chairman of the Company**(i) Voted in **favour** of the resolution:

Number of members voted	Number of valid votes cast (Shares)	% of total number of valid votes cast
315	83,45,24,293	93.65

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

Number of members voted	Number of valid votes cast (Shares)	% of total number of valid votes cast
110	5,65,84,057	6.35

(iii) **Invalid** votes:

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

Resolution 2: Special Resolution**Re-designation of Mr. Mahesh Dayani (DIN: 06561389) as Managing Director & CEO of the Company**(iv) Voted in **favour** of the resolution:

Number of members voted	Number of valid votes cast (Shares)	% of total number of valid votes cast
325	86,61,90,661	94.38

Voted against the resolution:

Number of members voted	Number of valid votes cast (Shares)	% of total number of valid votes cast
102	5,15,55,023	5.62

(v) **Invalid** votes:

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

**Jigyasa
Nilesh Ved**

Digitally signed by Jigyasa Nilesh Ved
 DN: c=IN, o=Personal, title=6071,
 pseudonym=565C18331D76302F0E04950629627053,
 2.5.4.20=cak96ficed75f0594e0531318f8ec56643ee0674
 za0ef8a2a192c8ea7e3ee2, postalCode=400067,
 st=Maharashtra,
 serialNumber=65A506F12D48268778772553AE478748BC
 387064792978FC387F84DAB4EAC2EB, cn=Jigyasa Nilesh
 Ved
 Date: 2026.03.09 18:00:18 +05'30'

Signature:

Name: Jigyasa N. Ved

Scrutinizer

FCS: 6488 CP: 6018

UDIN: F006488G004049208

P/R No. 7327/2025

Dated: March 09, 2026

Place: Mumbai