



Ref: SSFL/Stock Exchange/2025-26/071

September 16, 2025

To  
BSE Limited,  
Department of Corporate Services  
P. J. Towers, 25<sup>th</sup> Floor,  
Dalal Street,  
Mumbai – 400001

To  
National Stock Exchange of India Limited,  
Listing Department  
Exchange Plaza, C-1, Block G,  
Bandra Kurla Complex, Bandra (E)  
Mumbai – 400051

Scrip Code: 542759

Symbol: SPANDANA

Dear Sir/Madam,

**Subject: Proceedings of Twenty-Second (22<sup>nd</sup>) Annual General Meeting (“AGM”) held on Tuesday, September 16, 2025.**

**Ref: Company letter No.: SSFL/Stock Exchange/2025-26/064 dated August 22, 2025.**

Pursuant to the provisions of the Companies Act, 2013 (“the Act”) and Rules made thereunder; and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI LODR Regulations”), the 22<sup>nd</sup> AGM of the Company was held today i.e. Tuesday, September 16, 2025 at 03:00 p.m. (IST) through Video Conferencing (“VC”)/ Other Audio Visual Means (“OAVM”), without the physical presence of the Members at a common venue to transact the businesses as stated in the Notice dated August 8, 2025, convening the AGM.

Pursuant to Regulation 30 read with Schedule III of the SEBI LODR Regulations, we have enclosed herewith the summary of proceedings of AGM.

Please note that the voting results, along with the Scrutinizer's Report, will be submitted separately to the stock exchanges in the format prescribed under SEBI LODR Regulations.

The above information will also be made available on the website of the Company i.e. [www.spandanasphoorty.com](http://www.spandanasphoorty.com).

Kindly take the above on record.

Thanking You,

Yours Sincerely,  
**For Spandana Sphoorty Financial Limited**

**Vinay Prakash Tripathi**  
**Company Secretary**

*Encl: As above*

**Spandana Sphoorty Financial Limited**

CIN - L65929TG2003PLC040648

Galaxy, Wing B, 16th Floor, Plot No.1, Sy No 83/1, Hyderabad Knowledge City,

TSIIC, Raidurg Panmaktha, Hyderabad – 500081, Telangana

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## **Proceedings of Twenty-second Annual General Meeting**

The Twenty-second Annual General Meeting (“AGM”) of Spandana Sphoorty Financial Limited (“the Company”) was held on Tuesday, September 16, 2025 at 03:00 p.m. (IST) through Video Conferencing (“VC”) / Other Audio-Visual Means (“OAVM”), without the physical presence of the Members at a common venue in accordance with various circulars issued by Ministry of Corporate Affairs, latest being dated September 19, 2024 and by the Securities and Exchange Board of India (“SEBI”), latest being dated October 3, 2024 (collectively referred as “Circulars”).

Mr. Vinay Prakash Tripathi, Company Secretary, welcomed the Members joining through Video Conferencing (VC) and explained the e-voting process for the AGM. He then introduced the Directors and other invitees present during the meeting.

Ms. Abanti Mitra, Independent Director and Chairperson of the Board of Directors; Mr. Animesh Chauhan, Independent Director and Chairperson of the Audit Committee; Ms. Dipali Hemant Sheth, Independent Director and Chairperson of the Nomination and Remuneration Committee; Mr. Vinayak Prasad, Independent Director and Chairperson of the IT Strategy Committee; Mr. Neeraj Swaroop, Non-Executive Nominee Director and Chairperson of the Risk Management Committee; Mr. Ramachandra Kasargod Kamath, Non-Executive Nominee Director and Chairperson of the Corporate Social Responsibility Committee and Stakeholders’ Relationship Committee; Ms. Saakshi Gera, Non-Executive Nominee Director; Mr. Sunish Sharma, Non-Executive Nominee Director and Mr. Ashish Kumar Damani, Interim CEO, President & Chief Financial Officer were present at the AGM through VC from their respective locations.

Mr. Kapil Goenka, Partner, Ms. Anuja Khona and Mr. Prakash Mohnani representing BSR & Co. LLP, Chartered Accountants, Statutory Auditors of the Company; Mr. Alwyn D’sousa, Partner, representing M/s Alwyn Jay & Co, Secretarial Auditors of the Company and Mr. Y. Ravi Prasada Reddy, Practicing Company Secretary acting as Scrutinizer also attended the AGM through VC.

As the AGM was conducted via VC/Other Audio Visual Means (OAVM) in accordance with the applicable circulars, physical attendance of Members was dispensed with. Consequently, the facility for appointment of proxies was not available for the AGM.

Ms. Abanti Mitra, Independent Director, Chairperson of the Board of Directors, presided over the AGM. The requisite quorum being present, the Chairperson called the Meeting to order.

She welcomed the Members to the AGM and delivered her speech. Thereafter, she requested Mr. Ashish Kumar Damani, Interim CEO, President & Chief Financial Officer, to address the Members of the Company.

Mr. Damani updated the Members of the Company on the sectoral outlook and business highlights of the Company.

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Thereafter, the Company Secretary informed the regulatory aspects relating to participation at the AGM through VC to the Members. He informed that Notice of AGM, Boards' Report along with Annexures thereto, Secretarial Audit Report, Audited Accounts & Auditors' Report thereon for FY2025, Audited Accounts & Auditors' Report thereon of Subsidiary Companies for FY2025, the Register of Directors and Key Managerial Personnel and their shareholdings, Memorandum and Articles of Association of the Company and Secretarial Auditors Certificate on the ESOP Schemes of the Company as required to be kept at the AGM were made available electronically for inspection by the Members.

The Members were further informed that as required by the Companies Act, 2013 and SEBI LODR Regulations, the Company had provided remote e-voting facility through KFin Technologies Limited ("KFin") to enable Members holding shares, as on the cut-off date i.e. September 9, 2025 to cast their vote on all the resolutions set out in the Notice of the AGM as per the timelines mentioned in the AGM Notice. The remote e-voting period commenced on Friday, September 12, 2025 (09.00 a.m. IST) and ended on Monday, September 15, 2025 (5:00 p.m. IST). The remote e-voting module was disabled by KFin thereafter.

The Members who attended the AGM through VC/OAVM facility but had not cast their votes through remote e-voting facility were provided an opportunity to cast their votes through Insta Poll system during the AGM.

The Members were provided a facility to ask questions or express their views through the VC platform during the AGM. The Member(s) asked questions/expressed their views. Mr. Damani addressed the queries of the Member(s).

The following items of business, as per the Notice of the AGM dated August 8, 2025, were transacted at the Meeting:

**ORDINARY BUSINESS:**

1. Adoption of Audited Standalone Financial Statements;
2. Adoption of Audited Consolidated Financial Statements;
3. To appoint a director in place of Mr. Ramachandra Kasargod Kamath (DIN: 01715073), who retires by rotation and being eligible, offers himself for reappointment; and
4. To appoint a director in place of Mr. Neeraj Swaroop (DIN: 00061170), who retires by rotation and being eligible, offers himself for re-appointment.

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**SPECIAL BUSINESS:**

5. Appointment of Alwyn Jay & Co., Company Secretaries, as the Secretarial Auditors of the Company; and
6. Issue of Non-Convertible Debentures (NCDs) on Private Placement Basis.

The Company Secretary informed that Mr. Y. Ravi Prasad Reddy, Practicing Company Secretary (Membership No. FCS 5783), Hyderabad had been appointed as the Scrutinizer to scrutinize the e-voting process (remote e-voting and voting at the AGM) in a fair and transparent manner.

The Company Secretary further informed that the Scrutinizer's Report will be submitted to the Stock Exchanges and also will be placed on the Company's website [www.spandanaspchoorty.com](http://www.spandanaspchoorty.com) and on the website of KFin at <https://evoting.kfintech.com> along with the voting results.

The Company Secretary then requested the activation of Insta Poll window for the Members attending the AGM who had not cast their votes by remote e-voting.

The AGM commenced at 03:00 p.m. and concluded at 04:11 p.m. (including the time allowed for voting through Insta Poll at the AGM).

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