S P CAPITAL
FINANCING LTD.

Date: October 01, 2026

To,
General Manager
The Department of Corporate Services,
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort, Mumbai – 400 001

Ref: BSE Scrip Code No.530289

Subject: Scrutinizer's Report and Voting Results of the 43rd (Forty Third) Annual General Meeting (AGM) held on September 30, 2026;

Dear Sir(s),

Further to our letter dated September 30, 2026, in respect of the proceedings of the 43rd (Forty Third) Annual General Meeting ("AGM") of S.P. Capital Financing Limited ("the Company") held on Wednesday, September 30, 2026 at 3:03 p.m. (IST) through Video Conferencing, please find enclosed herewith the following:

(a) Details of the Voting Results in compliance of Regulation 44 of SEBI (LODR Regulations) of the items conducted at the 43rd Annual General Meeting of the Company. (Annexure 'A')

(b) Report of Scrutinizer dated September 30, 2026 pursuant to Section 108 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014; and

(c) Results of Voting pursuant to Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. It may also please be noted that as per the Report of the Scrutinizer dated September 30, 2026 issued by Mr. Martinho P. Ferrao, Practicing Company Secretary, all the 4 (Four) Resolutions as per Notice of AGM dated August 14, 2026 stand passed with requisite majority.

We request you to take the above on your records.

Thanking you,
Yours sincerely,
For **S P Capital Financing Limited**,

ARUN OMPRAKASH SONAR
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Arun Omprakash Sonar
Company Secretary & Compliance Officer
M.No.: A68976

Encl: as above

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ANNEXURE A

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Voting results	
Record date	23-09-2026
Total number of shareholders on record date	2654
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	0
b) Public	0
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	16
b) Public	0
No. of resolution passed in the meeting	**4**
Disclosure of notes on voting results	Add Notes

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Resolution (1)

Resolution required: (Ordinary / Special)	Ordinary
Whether promoter/promoter group are interested in the agenda/resolution?	No
Description of resolution considered	To receive, consider and adopt the Audited Financial Statements (including Audited Consolidated Financial Statements) of the Company for the financial year ended 31st March, 2026 together with the Reports of the Directors' and the Auditor's thereon and other reports

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	4263200	4263200	100.0000	4263200	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	4263200	4263200	100.0000	4263200	0	100.0000	0.0000
Public- Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total	0	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	1749000	1573	0.0899	1526	47	97.0121	2.9879
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	1749000	1573	0.0899	1526	47	97.0121	2.9879
Total		6012200	4264773	70.9353	4264726	47	99.9989	0.0011

Whether resolution is Pass or Not.	Yes
Disclosure of notes on resolution	Add Notes

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Resolution (2)

Resolution required: (Ordinary / Special)	Ordinary
Whether promoter/promoter group are interested in the agenda/resolution?	Yes
Description of resolution considered	To appoint a director in place of Mr. Sureshchand Premchand Jain (DIN: 00004402) as Director who retires by rotation and being eligible, offers himself for re-appointment.

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	4263200	4263200	100.0000	4263200	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	4263200	4263200	100.0000	4263200	0	100.0000	0.0000
Public- Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total	0	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	1749000	1573	0.0899	1526	47	97.0121	2.9879
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	1749000	1573	0.0899	1526	47	97.0121	2.9879
Total		6012200	4264773	70.9353	4264726	47	99.9989	0.0011

Whether resolution is Pass or Not.	Yes
Disclosure of notes on resolution	Add Notes

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Resolution (3)

Resolution required: (Ordinary / Special)	Ordinary
Whether promoter/promoter group are interested in the agenda/resolution?	Yes
Description of resolution considered	To consider and take note of declaration & payment of Final Dividend & First interim dividend on equity shares for the Financial Year ended 31st March, 2026.

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	4263200	4263200	100.0000	4263200	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	4263200	4263200	100.0000	4263200	0	100.0000	0.0000
Public- Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total	0	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	1749000	1573	0.0899	1526	47	97.0121	2.9879
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	1749000	1573	0.0899	1526	47	97.0121	2.9879
Total		6012200	4264773	70.9353	4264726	47	99.9989	0.0011

Whether resolution is Pass or Not.	Yes
Disclosure of notes on resolution	Add Notes

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Resolution (4)

Resolution required: (Ordinary / Special)	Ordinary
Whether promoter/promoter group are interested in the agenda/resolution?	Yes
Description of resolution considered	To consider and take note of declaration & payment of Interim Dividend on Non-Convertible, Non-Cumulative Redeemable Preference Shares for the Financial Year ended 31st March, 2026.

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	4263200	4263200	100.0000	4263200	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	4263200	4263200	100.0000	4263200	0	100.0000	0.0000
Public- Institutions	E-Voting	0	0	0	0	0	0.0000	0.0000
	Poll		0	0	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0	0	0	0.0000	0.0000
	Total	0	0	0.0000	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	1749000	1573	0.0899	1526	47	97.0121	2.9879
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total	1749000	1573	0.0899	1526	47	97.0121	2.9879
Total		6012200	4264773	70.9353	4264726	47	99.9989	0.0011

Whether resolution is Pass or Not.	Yes
Disclosure of notes on resolution	Add Notes

ARUN OMPRAKASH SONAR

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MARTINHO FERRAO & ASSOCIATES
Company Secretaries
Level 3, Office # 301, Dhun Building, 23/25 Janmabhoomi Marg, Fort, Mumbai - 400 001
Tel: +91 22 2202 4366 Email: mferraocs@yahoo.com Website : www.csmartinhoandassociates.com

SCRUTINIZER'S REPORT

The Chairman,
The Chairman of 43rd e-Annual General Meeting ("43rd e-AGM", "AGM" or "e-AGM") of the Members of S P Capital Financing Ltd. (CIN: L74140MH1983PLC029494), held on Wednesday, 30th September, 2026 at 3:03 p.m. through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM") facility.

Dear Sir,

Subject: Scrutinizer's Report on voting through e-voting for Annual General Meeting in terms of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management & Administration) Rules, 2014.

1. I, Martinho Ferrao, Company Secretary in Practice and Proprietor of Martinho Ferrao & Associates, Company Secretaries (FCS: 6221 and C.P. No.: 5676), Mumbai, have been duly appointed as the Scrutinizer by the Board of Directors of S P Capital Financing Ltd. ("the Company") to scrutinize the e-voting conducted in respect of the Resolutions as circulated/stated in the Annual General Meeting Notice dated August 14, 2026 ('Notice') in a fair and transparent manner.

2. The items for which approval of the Members of the Company was sought as stated in the Notice are mentioned hereunder: -

Sr. No	Type of Resolution	Description of the resolution
1	Ordinary Resolution	To receive, consider and adopt the Audited Financial Statements (including Audited Consolidated Financial Statements) of the Company for the financial year ended 31st March, 2026 together with the Reports of the Directors' and the Auditor's thereon and other reports.
2	Ordinary Resolution	To appoint a director in place of Mr. Sureshchand Premchand Jain (DIN: 00004402) as Director who retires by rotation and being eligible, offers himself for re-appointment.
3	Ordinary Resolution	To consider and take note of declaration & payment of Final Dividend & First interim dividend on equity shares for the Financial Year ended 31st March, 2026.
4	Ordinary Resolution	To consider and take note of declaration & payment of Interim Dividend on Non-Convertible, Non-Cumulative Redeemable Preference Shares for the Financial Year ended 31st March, 2026.

3. In compliance with the provisions of Section 108 and other applicable provisions, if any, of the Companies Act, 2013 (the "Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 ("the Rules"), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("the SEBI Listing Regulations"), the Secretarial Standard on General Meetings ("SS-2") issued by the Institute of Company Secretaries of India, each as amended, read with the applicable circulars issued by the Ministry of Corporate Affairs ("MCA Circulars") and the Securities and Exchange Board of India ("SEBI Circulars"), the approval of the Members of the Company was sought to transact the business as set out in the Notice of Annual General Meeting dated August 14, 2026, by way of remote e-voting process and e-voting at the time of Annual General Meeting.

4. The Management of the Company is responsible to ensure the compliance of the requirements of the Act and Rules relating to remote e-voting and e-voting during the 43rd AGM on the proposed resolutions contained in the Notice. My responsibility as a Scrutinizer for the process of voting through remote e-voting and e-voting during the 43rd e-AGM is to ensure that the voting process is conducted in a fair and transparent manner and is restricted to making a Scrutinizer's Report for the votes cast in "favour" or "against" on the resolutions proposed in the Notice, based on the reports generated from the e-voting system provided by National Securities Depository Limited (NSDL), the agency authorized under the Rules and engaged by the Company to provide platform for voting through remote e-voting and e-voting during the 43rd e-AGM and platform for VC/OAVM facility for participation in the 43rd e-AGM.

5. The Company has confirmed that the electronic copy of the Notice and Annual Report 2025-26 along with the process of remote e-voting were sent on Friday, September 04, 2026 to those Members whose e-mail addresses were registered with the Company/Depositories. In order to facilitate those Members who had not yet registered their email IDs, a proper procedure was laid down to get their email IDs registered so that they could also participate in the e-voting facility extended by the Company.

6. The Notice and Annual Report 2025-26 and the requisite advertisement pursuant to the Rules and the applicable MCA and SEBI Circulars were published by the Company on September 05, 2026 in The Free Press Journal (English Newspaper) and Navshakti (Marathi Newspaper).

7. The Company has engaged the services of National Securities Depository Limited, as the Electronic Voting Service Provider (hereinafter referred to as "NSDL" or "EVSP") who had made necessary arrangements to facilitate e-voting by the Members of the Company on their website www.evoting.nsdl.com/. The remote e-voting was kept open from Sunday, September 27, 2026 at 9.00 A.M. to Tuesday, September 29, 2026 at 5.00 P.M.

8. The Company and the EVSP had uploaded the Notice together with the relevant documents on their respective websites viz. www.spcapital.in and www.evoting.nsdl.com/. The Notice was also uploaded on the website of the stock exchange where the securities of the Company are listed viz. www.bseindia.com. The Company and the EVSP have complied with the necessary formalities specified under the Act, the Rules and the applicable Circulars issued in this regard.

9. The total number of members as on the Cut-off date was 2654. The voting period commenced on Sunday, September 27, 2026 at 9.00 A.M. and ended on Tuesday, September 29, 2026 at 5.00 P.M. For those Members whose email IDs were not available, a Public Notice with regard to the Company's Annual General Meeting Notice was published on September 05, 2026 in The Free Press Journal (English Newspaper) and Navshakti (Marathi Newspaper) providing the requisite information and contact details for registering email IDs and queries on e-voting.

10. The Members of the Company as on the "cut-off" date, i.e. Wednesday, September 23, 2026 (end of day) were entitled to avail the facility of remote e-voting or voting during the AGM on all the resolutions proposed in the Notice.

11. At the end of the remote e-voting period on Tuesday, September 29, 2026 at 5.00 P.M., the voting portal of the service provider i.e. NSDL was blocked forthwith.

12. At the 43rd AGM of the Company held on September 30, 2026, the Chairman at the end of discussions on the resolutions announced that the facility for e-voting was available for voting by the Members attending the Meeting through VC/OAVM facility and who had not participated in the remote e-voting and who were not otherwise debarred from voting.

13. Immediately after the conclusion of the e-voting during the AGM on September 30, 2026, the register containing the details of the e-voting, vis-a-vis the compilation of the data containing the Member's name, DP ID, Client ID and/or folio number, number of shares held, number of votes exercised, votes in favour and votes against were unblocked by me in the presence of two witnesses (who are not in employment of the Company). Subsequently, the votes cast were reconciled with the records maintained by the Company and the authorizations lodged with the Company.

14. Thereafter, the information regarding list of the Members, who voted "for" or "against" or "abstained" and such other requisite details on each of the resolutions that were put to vote, were derived from the report generated from the e-voting website of NSDL, including votes cast by the Members during the e-AGM.

15. I submit my Consolidated Scrutinizer's Report on the results of voting through remote e-voting and e-voting during the 43rd e-AGM as under: -

SUMMARY OF E-VOTING FOR ANNUAL GENERAL MEETING

ORDINARY BUSINESS

1. **To receive, consider and adopt the Audited Financial Statements (including Audited Consolidated Financial Statements) of the Company for the financial year ended March 31, 2026 together with the Reports of the Directors' and the Auditor's thereon and other reports:**

Method of voting	Votes in favour of the resolution			Votes against the resolution		
	No. of members voted	No. of votes cast by them	Percentage	No. of members voted	No. of votes cast by them	Percentage
Remote e-voting	59	4264726	99.9989%	2	47	0.0011%
Total	**59**	**4264726**	**99.9989%**	**2**	**47**	**0.0011%**

Results:
Percentage of votes cast in favour : 99.9989%
Percentage of votes cast against : 0.0011%

2. **To appoint a director in place of Mr. Sureshchand Premchand Jain (DIN: 00004402) as Director who retires by rotation and being eligible, offers himself for re-appointment:**

Method of voting	Votes in favour of the resolution			Votes against the resolution		
	No. of members voted	No. of votes cast by them	Percentage	No. of members voted	No. of votes cast by them	Percentage
Remote e-voting	59	4264726	99.9989%	2	47	0.0011%
Total	**59**	**4264726**	**99.9989%**	**2**	**47**	**0.0011%**

Results:
Percentage of votes cast in favour : 99.9989%
Percentage of votes cast against : 0.0011%

3. **To consider and take note of declaration & payment of Final Dividend & First interim dividend on equity shares for the Financial Year ended 31st March, 2026:**

Method of voting	Votes in favour of the resolution			Votes against the resolution		
	No. of members voted	No. of votes cast by them	Percentage	No. of members voted	No. of votes cast by them	Percentage
Remote e-voting	59	4264726	99.9989%	2	47	0.0011%
Total	**59**	**4264726**	**99.9989%**	**2**	**47**	**0.0011%**

Results:
Percentage of votes cast in favour : 99.9989%
Percentage of votes cast against : 0.0011%

4. **To consider and take note of declaration & payment of Interim Dividend on Non-Convertible, Non-Cumulative Redeemable Preference Shares for the Financial Year ended 31st March, 2026:**

Method of voting	Votes in favour of the resolution			Votes against the resolution		
	No. of members voted	No. of votes cast by them	Percentage	No. of members voted	No. of votes cast by them	Percentage
Remote e-voting	59	4264726	99.9989%	2	47	0.0011%
Total	**59**	**4264726**	**99.9989%**	**2**	**47**	**0.0011%**

Results:
Percentage of votes cast in favour : 99.9989%
Percentage of votes cast against : 0.0011%

Note: E-voting includes remote e-voting and e-voting at the AGM.

Based on the aforesaid results, I report that Resolution Nos. 1 to 4 as set out in the Notice have been passed with requisite majority.

I further report that the Chairman or any other person as authorized in this regard may declare and confirm the above results of voting to the Stock Exchange in respect of the resolutions referred herein within the time prescribed under Regulation 44 of the SEBI Listing Regulations.

It is to be noted that the votes cast does not include abstained and invalid votes.

I further report that Rule 20 of the Companies (Management and Administration) Rules, 2014 has been duly complied with and the records are maintained by me including the data as obtained from NSDL, the Service Provider for the e-voting facility extended by them, recording the consent or otherwise received from the Members by e-voting which includes all the particulars of the Members such as the name, folio number/DP ID and Client ID, number of shares held, number of shares voted and number of shares assented, number of shares dissented, number of shares rejected, and other related data/papers are in my safe custody which will be handed over to the Company Secretary of the Company.

I thank you for the opportunity given, to act as a Scrutinizer for the above e-voting process of the Company.

Yours faithfully,

For Martinho Ferrao & Associates
Company Secretaries

Martinho Ferrao & Associates
F. C. S. No. 6221
C. P. No. 5676
Company Secretaries

Martinho Ferrao
Proprietor
Mem. No.: FCS 6221
C.P. No.: 5676
PR: 7535/2025
UDIN: F006221H001689837

Counter Signed by:
For S P Capital Financing Ltd.

S P CAPITAL FINANCING LIMITED

Sureshchand Premchand Jain
Chairman
DIN: 00004402

Place: Mumbai
Date: 30th September 2026