

**Spice Mobility Limited**

CIN No.-L72900DL1986PLC330369

Regd. Office: 622, 6th Floor, DLF Tower A, Jasola Distt Centre,

New Delhi - 110025 | Tel: 011-41251965

www.spicemobility.in | complianceofficer@smobility.in

**spice**

Date:16.11.2018

**BSE Limited**

Phiroze Jeejeebhoy Towers,  
Dalal Street , Mumbai – 400 001

**Scrip Id : 517214**

**National Stock Exchange of India Limited**

Exchange Plaza, Plot no.C/1, G Block

Bandra – Kurla Complex, Bandra (E)

Mumbai – 400 051

**Scrip Code- SPICEMOBI**

**Sub: Disclosures of the Voting Result as per Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Scrutinizer's Report**

Dear Sir,

Pursuant to the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we wish to inform you that the members of the Company in the 30<sup>th</sup> Annual General Meeting (AGM) of the Company held on Wednesday, the 14<sup>th</sup> November, 2018 have accorded their approval with requisite majority, by way of Poll/e-voting to the Resolutions set out in the Notice dated 5<sup>th</sup> October, 2018 convening the said AGM.

In this regard, please find enclosed herewith the following:

- i. The voting result in the Format prescribed under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as **Annexure- 1**.
- ii. Copy of the scrutinizer's report as **Annexure –2**.

You are requested to kindly take the above on record and acknowledge the receipt of the same.

Thanking You,

Yours faithfully,  
For Spice Mobility Limited



**M.R. Bothra**  
**Vice President-Corporate Affairs**  
**& Company Secretary**



Encl: As above

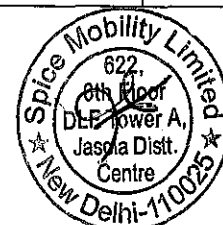
**SPICE MOBILITY LIMITED**  
**Detail pursuant to Regulation 44 of the Listing SEBI (Listing Obligations and Disclosure Requirements)**  
**Regulations, 2015**

|  |                                 |
|--|---------------------------------|
| <b>Date of the AGM</b>   | 14 <sup>th</sup> November, 2018 |
| <b>Total number of shareholders on record date</b><br>(Record date being the Cut – off date for reckoning the voting rights of shareholders i.e. 7 <sup>th</sup> November, 2018) | 19,342                          |
| <b>No. of shareholders present in the meeting either in person or through proxy:</b><br>Promoter and Promoter Group:<br>Public:  | 1<br>774                        |
| <b>No. of shareholders attended the meeting through Video Conferencing:</b><br>Promoter and Promoter Group:<br>Public:   | N.A.                            |

**Agenda – wise disclosure**

|   |
|---|
| <b>Item No. 1. To receive, consider and adopt:</b>  |
| i. the Audited Financial Statement for the financial year ended 31 <sup>st</sup> March, 2018 along with the Board of Directors' and Auditors' Report thereon. |
| ii. the Audited Consolidated Financial Statement of the Company for the financial year ended 31 <sup>st</sup> March, 2018 and the Auditors' Report thereon.   |

| Resolution required: (Ordinary/Special)                                  |                               |                           |                            |  |                                 |                               | Ordinary  |  |
|--|-------------------------------|---------------------------|----------------------------|--|---------------------------------|-------------------------------|---|--|
| Whether promoter/promoter group are interested in the agenda/resolution? |                               |                           |                            |  |                                 |                               | No  |  |
| Category   | Mode of Voting                | No. of shares held<br>(1) | No. of Votes polled<br>(2) | % of Votes Polled on outstanding shares<br>(3)=[(2)/(1)]*<br>100 | No. of Votes – in favour<br>(4) | No. of Votes – against<br>(5) | % of Votes in favour on votes polled<br>(6)=[(4)/(2)]*<br>100 | % of Votes against on votes polled<br>(7)=[(5)/(2)]*<br>*100 |
| Promoter and Promoter Group  | E - Voting                    | 169447570                 | Nil                        | Nil  | Nil                             | Nil                           | Nil   | Nil  |
|  | Poll                          |                           | 169447570                  | 100%   | 169447570                       | Nil                           | 100%  | Nil  |
|  | Postal Ballot (if applicable) | Not Applicable            |                            |  |                                 |                               |   |  |
|  | <b>Total</b>                  | 169447570                 | 169447570                  | 100%   | 169447570                       | Nil                           | 100%  | Nil  |
| Public Institutions  | E - Voting                    | 2070                      | Nil                        | Nil  | Nil                             | Nil                           | Nil   | Nil  |
|  | Poll                          |                           | Nil                        | Nil  | Nil                             | Nil                           | Nil   | Nil  |
|  | Postal Ballot (if applicable) | Not Applicable            |                            |  |                                 |                               |   |  |
|  | <b>Total</b>                  | 2070                      | Nil                        | Nil  | Nil                             | Nil                           | Nil   | Nil  |
| Public- Non Institutions   | E - Voting                    | 58414342                  | 30,440                     | 0.0521   | 30,440                          | 0                             | 100.0000  | 0.0000   |
|  | Poll                          |                           | 27,202,558                 | 46.5683  | 27,202,556                      | 2                             | 100.0000  | 0.0000   |
|  | Postal Ballot (if applicable) | Not Applicable            |                            |  |                                 |                               |   |  |
|  | <b>Total</b>                  | 58414342                  | 27,232,998                 | 46.6204  | 27,232,996                      | 2                             | 100.0000  | 0.0000   |
| <b>Total</b>   |                               | 227863982                 | 196,680,568                | 86.3149  | 196,680,566                     | 2                             | 100.0000  | 0.0000   |

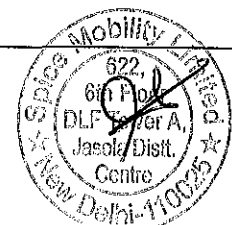


**Item No. 2** To consider and appoint a Director in place of Mr. Dilip Modi (DIN: 00029062) who retires by rotation and, being eligible, offers himself for re-appointment.

| Resolution required: (Ordinary/Special)                                  |                               |                           |                            |  |                                 |                               | Ordinary  |  |
|--|-------------------------------|---------------------------|----------------------------|--|---------------------------------|-------------------------------|---|--|
| Whether promoter/promoter group are interested in the agenda/resolution? |                               |                           |                            |  |                                 |                               | No  |  |
| Category   | Mode of Voting                | No. of shares held<br>(1) | No. of Votes polled<br>(2) | % of Votes Polled on outstanding shares<br>(3)=[(2)/(1)]*<br>100 | No. of Votes – in favour<br>(4) | No. of Votes – against<br>(5) | % of Votes in favour on votes polled<br>(6)=[(4)/(2)]*<br>100 | % of Votes against on votes polled<br>(7)=[(5)/(2)]*<br>*100 |
| Promoter and Promoter Group  | E - Voting                    | 169447570                 | Nil                        | Nil  | Nil                             | Nil                           | Nil   | Nil  |
|  | Poll                          |                           | 169447570                  | 100%   | 169447570                       | Nil                           | 100%  | Nil  |
|  | Postal Ballot (if applicable) | Not Applicable            |                            |  |                                 |                               |   |  |
|  | Total                         | 169447570                 | 169447570                  | 100%   | 169447570                       | Nil                           | 100%  | Nil  |
| Public Institutions  | E - Voting                    | 2070                      | Nil                        | Nil  | Nil                             | Nil                           | Nil   | Nil  |
|  | Poll                          |                           | Nil                        | Nil  | Nil                             | Nil                           | Nil   | Nil  |
|  | Postal Ballot (if applicable) | Not Applicable            |                            |  |                                 |                               |   |  |
|  | Total                         | 2070                      | Nil                        | Nil  | Nil                             | Nil                           | Nil   | Nil  |
| Public- Non Institutions   | E - Voting                    | 58414342                  | 30,440                     | 0.0521   | 170                             | 30,270                        | 0.5585  | 99.4415  |
|  | Poll                          |                           | 27,202,558                 | 46.5683  | 27,202,556                      | 2                             | 100.0000  | 0.0000   |
|  | Postal Ballot (if applicable) | Not Applicable            |                            |  |                                 |                               |   |  |
|  | Total                         | 58414342                  | 27,232,998                 | 46.6204  | 27,202,726                      | 30,272                        | 99.8888   | 0.1112   |
| <b>Total</b>   |                               | 227863982                 | 196,680,568                | 86.3149  | 196,650,296                     | 30,272                        | 99.9846   | 0.0154   |

**Item No. 3 a:** To appoint M/s. Singhi & Co., Chartered Accountants (Firm Registration No. 302049E), as the Statutory Auditors of the Company - to fill the Casual Vacancy caused by the resignation of Statutory Auditors of the Company.

| Resolution required: (Ordinary/Special)                                  |                               |                           |                            |  |                                 |                               | Ordinary  |  |
|--|-------------------------------|---------------------------|----------------------------|--|---------------------------------|-------------------------------|---|--|
| Whether promoter/promoter group are interested in the agenda/resolution? |                               |                           |                            |  |                                 |                               | No  |  |
| Category   | Mode of Voting                | No. of shares held<br>(1) | No. of Votes polled<br>(2) | % of Votes Polled on outstanding shares<br>(3)=[(2)/(1)]*<br>100 | No. of Votes – in favour<br>(4) | No. of Votes – against<br>(5) | % of Votes in favour on votes polled<br>(6)=[(4)/(2)]*<br>100 | % of Votes against on votes polled<br>(7)=[(5)/(2)]*<br>*100 |
| Promoter and Promoter Group  | E - Voting                    | 169447570                 | Nil                        | Nil  | Nil                             | Nil                           | Nil   | Nil  |
|  | Poll                          |                           | 169447570                  | 100%   | 169447570                       | Nil                           | 100%  | Nil  |
|  | Postal Ballot (if applicable) | Not Applicable            |                            |  |                                 |                               |   |  |
|  | Total                         | 169447570                 | 169447570                  | 100%   | 169447570                       | Nil                           | 100%  | Nil  |
| Public Institutions  | E - Voting                    | 2070                      | Nil                        | Nil  | Nil                             | Nil                           | Nil   | Nil  |
|  | Poll                          |                           | Nil                        | Nil  | Nil                             | Nil                           | Nil   | Nil  |
|  | Postal Ballot (if applicable) | Not Applicable            |                            |  |                                 |                               |   |  |



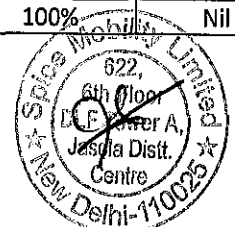
|                          | Total                         | 2070               | Nil            | Nil                | Nil        | Nil             | Nil           | Nil    |
|--------------------------|-------------------------------|--------------------|----------------|--------------------|------------|-----------------|---------------|--------|
| Public- Non Institutions | E - Voting                    | 58414342           | 30,440         | 0.0521             | 30,440     | 0               | 100.0000      | 0.0000 |
|                          | Poll                          |                    | 27,202,558     | 46.5683            | 27,202,556 | 2               | 100.0000      | 0.0000 |
|                          | Postal Ballot (if applicable) | Not Applicable     |                |                    |            |                 |               |        |
|                          | Total                         | 58414342           | 27,232,998     | 46.6204            | 27,232,996 | 2               | 100.0000      | 0.0000 |
| <b>Total</b>             | <b>227863982</b>              | <b>196,680,568</b> | <b>86.3149</b> | <b>196,680,566</b> | <b>2</b>   | <b>100.0000</b> | <b>0.0000</b> |        |

Item No. 3 b. To appoint M/s. Singhi & Co, Chartered Accountants (Firm Registration No. 302049E), as the Statutory Auditors of the Company and to fix their remuneration.

| Resolution required: (Ordinary/Special)                                  |                               |                           |                            |  |                                 |                               | Ordinary  |   |
|--|-------------------------------|---------------------------|----------------------------|--|---------------------------------|-------------------------------|---|---|
| Whether promoter/promoter group are interested in the agenda/resolution? |                               |                           |                            |  |                                 |                               | No  |   |
| Category   | Mode of Voting                | No. of shares held<br>(1) | No. of Votes polled<br>(2) | % of Votes Polled on outstanding shares<br>(3)=[(2)/(1)]*100 | No. of Votes – in favour<br>(4) | No. of Votes – against<br>(5) | % of Votes in favour on votes polled<br>(6)=[(4)/(2)]*100 | % of Votes against on votes polled<br>(7)=[(5)/(2)]*100 |
| Promoter and Promoter Group  | E - Voting                    | 169447570                 | Nil                        | Nil  | Nil                             | Nil                           | Nil   | Nil   |
|  | Poll                          |                           | 169447570                  | 100%   | 169447570                       | Nil                           | 100%  | Nil   |
|  | Postal Ballot (if applicable) | Not Applicable            |                            |  |                                 |                               |   |   |
|  | Total                         | 169447570                 | 169447570                  | 100%   | 169447570                       | Nil                           | 100%  | Nil   |
| Public Institutions  | E - Voting                    | 2070                      | Nil                        | Nil  | Nil                             | Nil                           | Nil   | Nil   |
|  | Poll                          |                           | Nil                        | Nil  | Nil                             | Nil                           | Nil   | Nil   |
|  | Postal Ballot (if applicable) | Not Applicable            |                            |  |                                 |                               |   |   |
|  | Total                         | 2070                      | Nil                        | Nil  | Nil                             | Nil                           | Nil   | Nil   |
| Public- Non Institutions   | E - Voting                    | 58414342                  | 30,440                     | 0.0521   | 30,440                          | 0                             | 100.0000  | 0.0000  |
|  | Poll                          |                           | 27,202,558                 | 46.5683  | 27,202,556                      | 2                             | 100.0000  | 0.0000  |
|  | Postal Ballot (if applicable) | Not Applicable            |                            |  |                                 |                               |   |   |
|  | Total                         | 58414342                  | 27,232,998                 | 46.6204  | 27,232,996                      | 2                             | 100.0000  | 0.0000  |
| <b>Total</b>   | <b>227863982</b>              | <b>196,680,568</b>        | <b>86.3149</b>             | <b>196,680,566</b>   | <b>2</b>                        | <b>100.0000</b>               | <b>0.0000</b>   |   |

Item No. 4 To approve the Re-appointment of Mr. Dilip Modi (DIN: 00029062) as an Executive Director of the Company.

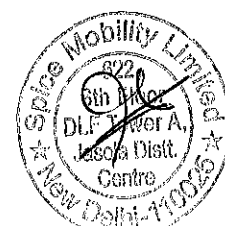
| Resolution required: (Ordinary/Special)                                  |                |                           |                            |  |                                 |                               | Special   |   |
|--|----------------|---------------------------|----------------------------|--|---------------------------------|-------------------------------|---|---|
| Whether promoter/promoter group are interested in the agenda/resolution? |                |                           |                            |  |                                 |                               | No  |   |
| Category   | Mode of Voting | No. of shares held<br>(1) | No. of Votes polled<br>(2) | % of Votes Polled on outstanding shares<br>(3)=[(2)/(1)]*100 | No. of Votes – in favour<br>(4) | No. of Votes – against<br>(5) | % of Votes in favour on votes polled<br>(6)=[(4)/(2)]*100 | % of Votes against on votes polled<br>(7)=[(5)/(2)]*100 |
| Promoter and   | E - Voting     | 169447570                 | Nil                        | Nil  | Nil                             | Nil                           | Nil   | Nil   |
|  | Poll           |                           | 169447570                  | 100%   | 169447570                       | Nil                           | 100%  | Nil   |



|                          |                               |                |             |         |             |        |          |         |
|--------------------------|-------------------------------|----------------|-------------|---------|-------------|--------|----------|---------|
| Promoter Group           | Postal Ballot (if applicable) | Not Applicable |             |         |             |        |          |         |
|                          | Total                         | 169447570      | 169447570   | 100%    | 169447570   | Nil    | 100%     | Nil     |
| Public Institutions      | E - Voting                    | 2070           | Nil         | Nil     | Nil         | Nil    | Nil      | Nil     |
|                          | Poll                          |                | Nil         | Nil     | Nil         | Nil    | Nil      | Nil     |
|                          | Postal Ballot (if applicable) | Not Applicable |             |         |             |        |          |         |
|                          | Total                         | 2070           | Nil         | Nil     | Nil         | Nil    | Nil      | Nil     |
| Public- Non Institutions | E - Voting                    | 58414342       | 30,440      | 0.0521  | 170         | 30,270 | 0.5585   | 99.4415 |
|                          | Poll                          |                | 27,202,558  | 46.5683 | 27,202,556  | 2      | 100.0000 | 0.0000  |
|                          | Postal Ballot (if applicable) | Not Applicable |             |         |             |        |          |         |
|                          | Total                         | 58414342       | 27,232,998  | 46.6204 | 27,202,726  | 30,272 | 99.8888  | 0.1112  |
| <b>Total</b>             |                               | 227863982      | 196,680,568 | 86.3149 | 196,650,296 | 30,272 | 99.9846  | 0.0154  |

Item No. 5 To consider and approve the appointment of Mr. Shrenik Mahendra Khargiwala (DIN: 08136159) as Director of the Company.

| Resolution required: (Ordinary/Special)                                  |                               |                    |                     |  |                          |                        | Ordinary  |  |
|--|-------------------------------|--------------------|---------------------|--|--------------------------|------------------------|---|--|
| 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<br>(3)=[(2)/(1)]*<br>100 | No. of Votes – in favour | No. of Votes – against | % of Votes in favour on votes polled<br>(6)=[(4)/(2)]*<br>100 | % of Votes against on votes polled<br>(7)=[(5)/(2)]*<br>*100 |
|  |                               | (1)                | (2)                 | (3)  | (4)                      | (5)                    | (6)   | (7)  |
| Promoter and Promoter Group  | E - Voting                    | 169447570          | Nil                 | Nil  | Nil                      | Nil                    | Nil   | Nil  |
|  | Poll                          |                    | 169447570           | 100%   | 169447570                | Nil                    | 100%  | Nil  |
|  | Postal Ballot (if applicable) | Not Applicable     |                     |  |                          |                        |   |  |
|  | Total                         | 169447570          | 169447570           | 100%   | 169447570                | Nil                    | 100%  | Nil  |
| Public Institutions  | E - Voting                    | 2070               | Nil                 | Nil  | Nil                      | Nil                    | Nil   | Nil  |
|  | Poll                          |                    | Nil                 | Nil  | Nil                      | Nil                    | Nil   | Nil  |
|  | Postal Ballot (if applicable) | Not Applicable     |                     |  |                          |                        |   |  |
|  | Total                         | 2070               | Nil                 | Nil  | Nil                      | Nil                    | Nil   | Nil  |
| Public- Non Institutions   | E - Voting                    | 58414342           | 30,440              | 0.0521   | 170                      | 30,270                 | 0.5585  | 99.4415  |
|  | Poll                          |                    | 27,202,558          | 46.5683  | 27,202,556               | 2                      | 100.0000  | 0.0000   |
|  | Postal Ballot (if applicable) | Not Applicable     |                     |  |                          |                        |   |  |
|  | Total                         | 58414342           | 27,232,998          | 46.6204  | 27,202,726               | 30,272                 | 99.8888   | 0.1112   |
| <b>Total</b>   |                               | 227863982          | 196,680,568         | 86.3149  | 196,650,296              | 30,272                 | 99.9846   | 0.0154   |



## COMPANY SECRETARIES

B-88, 1<sup>ST</sup> Floor, Defence Colony, New Delhi - 110 024  
Tel. : (011) 4679 0000, Fax : (011) 4679 0012  
e-mail : contact@cssanjaygrover.in  
website : www.cssanjaygrover.in

### Consolidated Scrutinizer's Report

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 and 21 of the Companies  
(Management and Administration) Rules, 2014]

To,

The Chairman

**SPICE MOBILITY LIMITED**

(CIN: L72900DL1986PLC330369)

622, 6th Floor, DLF Tower A,

Jasola Distt. Centre, New Delhi- 110025

Dear Sir,

I, Sanjay Grover, Managing Partner of M/s Sanjay Grover & Associates, Practicing Company Secretaries having office at B-88, First Floor, Defence Colony, New Delhi-110024, was appointed as Scrutinizer for the purpose of scrutinizing the voting process, i.e. remote e-voting and voting through ballot papers (Poll) at 30<sup>th</sup> Annual General Meeting (AGM) under the provisions of Section 108 and Section 109 of the Companies Act, 2013 read with Rule 20 & Rule 21 of the Companies (Management and Administration) Rules, 2014 (as amended up to date) on the resolution(s) mentioned in AGM Notice dated October 05, 2018 for 30<sup>th</sup> AGM of the Company held on Wednesday, November 14, 2018 at 10:15 A.M. at Sri Sathya Sai International Centre, Bhisma Pitamah Marg, Lodhi Road, New Delhi – 110003.

I submit my report as under:-

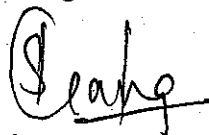
1. The remote e-voting period commenced on Sunday, November 11, 2018 at 09:00 A.M. and ended on Tuesday, November 13, 2018 at 05:00 P.M. via e-voting platform on the designated website of National Securities Depository Limited (NSDL), viz. <https://www.evoting.nsdl.com>.




2. The Members of the Company as on the "cut off" date i.e. Wednesday, November 07, 2018 were entitled to avail the facility of remote e-voting as well as voting through poll at the 30<sup>th</sup> AGM on the proposed resolutions (item no.1 to 5) as set out in the AGM notice dated 5<sup>th</sup> October 2018.
3. The total paid up Equity Share Capital of the Company as on Wednesday, November 07, 2018 was Rs. 68,35,91,946/- (Rupees Sixty Eight Crore Thirty Five Lakh Ninety One Thousand Nine Hundred Forty Six Only) divided into 22,78,63,982(Twenty Two Crore Seventy Eight Lakh Sixty Three Thousand Nine Hundred Eighty Two Only) equity shares of Rs.3/- (Rupees Three Only) each.
4. Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules thereof on the resolutions contained in the Notice of 30<sup>th</sup> AGM. Our responsibilities as scrutinizers is restricted to make a consolidated scrutinizer's report of the votes cast 'For' or 'Against' the resolutions stated in the AGM Notice.
5. The Chairman ordered for poll at AGM as per Rule 20 & 21 of Companies (Management and Administration) Rules, 2014, as amended up to date.
6. Four (4) ballot boxes were kept for polling paper and the ballot boxes were locked in my presence.
7. After completion of Poll at the AGM, the ballot boxes were opened in my presence and polling papers were diligently scrutinized. Thereafter, polling papers were reconciled with the records maintained by the Registrar and Transfer Agents of the Company and the Authorizations/Proxies lodged with the Company. A detailed register was maintained containing the particulars of the members who participated in poll at the AGM.
8. The ballots, which were incomplete and/or which were otherwise found defective and/or if signature of any member did not match with records were treated as invalid and were kept separately.



9. After completion of poll at the AGM, the votes cast through remote e-voting were unblocked in the presence of two witnesses, Ms. Sonal Garg and Ms. Shubhi Khetan who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

  
Sonal Garg

  
Shubhi Khetan

10. The details of the members who participated in e-voting were also entered in a register.

11. The consolidated summary of results of poll at the AGM and remote e-voting are as under:

**Resolution No. 1-** To receive, consider and adopt the Audited Financial Statement for the financial year ended 31st March, 2018 along with the Board of Directors' and Auditors' Report thereon and the Audited Consolidated Financial Statement for the financial year ended 31st March, 2018 and the Auditors' Report thereon.

| Ordinary Resolution |                       |         |              |            |
|---------------------|-----------------------|---------|--------------|------------|
| Particulars         | Number of Valid Votes |         |              | Percentage |
|                     | Poll                  | e-Votes | Total        |            |
| Assent              | 19,66,50,126          | 30,440  | 19,66,80,566 | 100        |
| Dissent             | 2                     | 0       | 2            | 0          |
| Total               | 19,66,50,128          | 30,440  | 19,66,80,568 | 100        |

Therefore, the resolution No. 1 has been approved with requisite majority. Details of poll at AGM & remote e-voting are given in Annexure- A.





**Resolution No. 2-** To consider and appoint a Director in place of Mr. Dilip Modi (DIN: 00029062) who retires by rotation and, being eligible, offers himself for re-appointment.

| Ordinary Resolution |                       |         |              |            |
|---------------------|-----------------------|---------|--------------|------------|
| Particulars         | Number of Valid Votes |         |              | Percentage |
|                     | Poll                  | e-Votes | Total        |            |
| Assent              | 19,66,50,126          | 170     | 19,66,50,296 | 99.9846    |
| Dissent             | 2                     | 30,270  | 30,272       | 0.0154     |
| Total               | 19,66,50,128          | 30,440  | 19,66,80,568 | 100        |

Therefore, the resolution No. 2 has been approved with requisite majority. Details of poll at AGM & remote e-voting are given in Annexure- B.

**Resolution No. 3(a)-** To appoint M/s. Singhi & Co., Chartered Accountants (Firm Registration No. 302049E), as the Statutory Auditors of the Company to fill the Casual Vacancy.

| Ordinary Resolution |                       |         |              |            |
|---------------------|-----------------------|---------|--------------|------------|
| Particulars         | Number of Valid Votes |         |              | Percentage |
|                     | Poll                  | e-Votes | Total        |            |
| Assent              | 19,66,50,126          | 30,440  | 19,66,80,566 | 100        |
| Dissent             | 2                     | 0       | 2            | 0          |
| Total               | 19,66,50,128          | 30,440  | 19,66,80,568 | 100        |

Therefore, the resolution No. 3(a) has been approved with requisite majority. Details of poll at AGM & remote e-voting are given in Annexure- C(1).



**Resolution No. 3(b)-** To appoint M/s. Singhi & Co., Chartered Accountants (Firm Registration No. 302049E), as the Statutory Auditors of the Company.

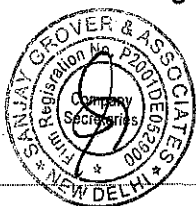
| Ordinary Resolution |                       |         |               |            |
|---------------------|-----------------------|---------|---------------|------------|
| Particulars         | Number of Valid Votes |         |               | Percentage |
|                     | Poll                  | e-Votes | Total         |            |
| Assent              | 19,66,50,126          | 30,440  | 19,66,80,566. | 100        |
| Dissent             | 2                     | 0       | 2             | 0          |
| Total               | 19,66,50,128          | 30,440  | 19,66,80,568  | 100        |

Therefore, the resolution No. 3(b) has been approved with requisite majority. Details of poll at AGM & remote e-voting are given in **Annexure- C(2)**.

**Resolution No. 4-** To approve the Re-appointment of Mr. Dilip Modi (DIN: 00029062) as an Executive Director of the Company.

| Special Resolution |                       |         |               |            |
|--------------------|-----------------------|---------|---------------|------------|
| Particulars        | Number of Valid Votes |         |               | Percentage |
|                    | Poll                  | e-Votes | Total         |            |
| Assent             | 19,66,50,126          | 170     | 19,66,50,296. | 99.9846    |
| Dissent            | 2                     | 30,270  | 30,272        | 0.0154     |
| Total              | 19,66,50,128          | 30,440  | 19,66,80,568  | 100        |

Therefore, the resolution No. 4 has been approved with requisite majority. Details of poll at AGM & remote e-voting are given in **Annexure-D**.



**Resolution No. 5-** To consider and approve the appointment of Mr. Shrenik Mahendra Khasgiwala (DIN: 08136159) as Director of the Company.

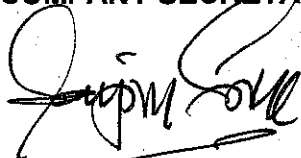
| Ordinary Resolution |                       |         |              |            |
|---------------------|-----------------------|---------|--------------|------------|
| Particulars         | Number of Valid Votes |         |              | Percentage |
|                     | Poll                  | e-Votes | Total        |            |
| Assent              | 19,66,50,126          | 170     | 19,66,50,296 | 99.9846    |
| Dissent             | 2                     | 30,270  | 30,272       | 0.0154     |
| Total               | 19,66,50,128          | 30,440  | 19,66,80,568 | 100        |

Therefore, the resolution No. 5 has been approved with requisite majority. Details of poll at AGM & remote e-voting are given in **Annexure-E**.

- The register, polling papers and all other related papers shall remain in my safe custody until the Chairman considers, approves and signs the minutes and thereafter, I shall hand over the register, polling papers and all other related papers to the Company.

Thanking you,

**For SANJAY GROVER & ASSOCIATES  
COMPANY SECRETARIES**



(Sanjay Grover)  
Managing Partner  
Scrutinizer



CP No.: 3850  
November 15, 2018  
New Delhi

**Countersigned by**



(Dilip Modi)  
Chairman

Spice Mobility Limited

November 15, 2018  
New Delhi

**Annexure - A**

Details of poll at AGM & remote e-voting for Resolution No.-1 are as under:

**A1. VOTING THROUGH POLL:**

| Particulars             | No. of voters | No. of Equity Shares | Paid-up value of the Equity Shares |
|-------------------------|---------------|----------------------|------------------------------------|
|                         |               |                      | (In Rs.)                           |
| a) Total Votes received | 368           | 19,66,52,397         | 58,99,57,191                       |
| b) Less: Invalid Votes  | 53            | 2,269                | 6,807                              |
| c) Net Valid votes      | 315           | 19,66,50,128         | 58,99,50,384                       |
| d) Votes with Assent    | 313           | 19,66,50,126         | 58,99,50,378                       |
| e) Votes with Dissent   | 2             | 2                    | 6                                  |

**A2. VOTING THROUGH REMOTE E-VOTING:**

| Particulars             | No. of e-voters | No. of Equity Shares | Paid-up value of the Equity Shares |
|-------------------------|-----------------|----------------------|------------------------------------|
|                         |                 |                      | (In Rs.)                           |
| a) Total Votes received | 14              | 30,440               | 91,320                             |
| b) Less: Invalid Votes  | 0               | 0                    | 0                                  |
| c) Net Valid Votes      | 14              | 30,440               | 91,320                             |
| d) Votes with Assent    | 14              | 30,440               | 91,320                             |
| e) Votes with Dissent   | 0               | 0                    | 0                                  |



**Annexure - B**

Details of poll at AGM & remote e-voting for Resolution No.-2 are as under:

**B1. VOTING THROUGH POLL:**

| Particulars             | No. of voters | No. of Equity Shares | Paid-up value of the Equity Shares |
|-------------------------|---------------|----------------------|------------------------------------|
|                         |               |                      | (In Rs.)                           |
| a) Total Votes received | 368           | 19,66,52,397         | 58,99,57,191                       |
| b) Less: Invalid Votes  | 53            | 2,269                | 6,807                              |
| c) Net Valid votes      | 315           | 19,66,50,128         | 58,99,50,384                       |
| d) Votes with Assent    | 313           | 19,66,50,126         | 58,99,50,378                       |
| e) Votes with Dissent   | 2             | 2                    | 6                                  |

**B2. VOTING THROUGH REMOTE E-VOTING:**

| Particulars             | No. of e-voters | No. of Equity Shares | Paid-up value of the Equity Shares |
|-------------------------|-----------------|----------------------|------------------------------------|
|                         |                 |                      | (In Rs.)                           |
| a) Total Votes received | 14              | 30,440               | 91,320                             |
| b) Less: Invalid Votes  | 0               | 0                    | 0                                  |
| c) Net Valid Votes      | 14              | 30,440               | 91,320                             |
| d) Votes with Assent    | 13              | 170                  | 510                                |
| e) Votes with Dissent   | 1               | 30,270               | 90,810                             |



Annexure – C(1)

Details of poll at AGM & remote e-voting for Resolution No.-3(a) are as under:

**C(1) 1. VOTING THROUGH POLL:**

| Particulars             | No. of voters | No. of Equity Shares | Paid-up value of the Equity Shares |
|-------------------------|---------------|----------------------|------------------------------------|
|                         |               |                      | (In Rs.)                           |
| a) Total Votes received | 368           | 19,66,52,397         | 58,99,57,191                       |
| b) Less: Invalid Votes  | 53            | 2,269                | 6,807                              |
| c) Net Valid votes      | 315           | 19,66,50,128         | 58,99,50,384                       |
| d) Votes with Assent    | 313           | 19,66,50,126         | 58,99,50,378                       |
| e) Votes with Dissent   | 2             | 2                    | 6                                  |

**C(1) 2. VOTING THROUGH REMOTE E-VOTING:**

| Particulars             | No. of e-voters | No. of Equity Shares | Paid-up value of the Equity Shares |
|-------------------------|-----------------|----------------------|------------------------------------|
|                         |                 |                      | (In Rs.)                           |
| a) Total Votes received | 14              | 30,440               | 91,320                             |
| b) Less: Invalid Votes  | 0               | 0                    | 0                                  |
| c) Net Valid Votes      | 14              | 30,440               | 91,320                             |
| d) Votes with Assent    | 14              | 30,440               | 91,320                             |
| e) Votes with Dissent   | 0               | 0                    | 0                                  |



**Annexure -C(2)**

Details of poll at AGM & remote e-voting for Resolution No.-3(b) are as under:

**C(2) 1. VOTING THROUGH POLL:**

| Particulars             | No. of voters | No. of Equity Shares | Paid-up value of the Equity Shares |
|-------------------------|---------------|----------------------|------------------------------------|
|                         |               |                      | (In Rs.)                           |
| a) Total Votes received | 368           | 19,66,52,397         | 58,99,57,191                       |
| b) Less: Invalid Votes  | 53            | 2,269                | 6,807                              |
| c) Net Valid votes      | 315           | 19,66,50,128         | 58,99,50,384                       |
| d) Votes with Assent    | 313           | 19,66,50,126         | 58,99,50,378                       |
| e) Votes with Dissent   | 2             | 2                    | 6                                  |

**C(2) 2. VOTING THROUGH REMOTE E-VOTING:**

| Particulars             | No. of e-voters | No. of Equity Shares | Paid-up value of the Equity Shares |
|-------------------------|-----------------|----------------------|------------------------------------|
|                         |                 |                      | (In Rs.)                           |
| a) Total Votes received | 14              | 30,440               | 91,320                             |
| b) Less: Invalid Votes  | 0               | 0                    | 0                                  |
| c) Net Valid Votes      | 14              | 30,440               | 91,320                             |
| d) Votes with Assent    | 14              | 30,440               | 91,320                             |
| e) Votes with Dissent   | 0               | 0                    | 0                                  |



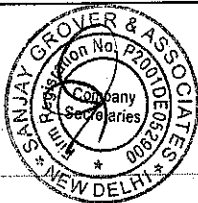
Details of poll at AGM & remote e-voting for Resolution No.-4 are as under:

**D1. VOTING THROUGH POLL:**

| Particulars             | No. of voters | No. of Equity Shares | Paid-up value of the Equity Shares |
|-------------------------|---------------|----------------------|------------------------------------|
|                         |               |                      | (In Rs.)                           |
| a) Total Votes received | 368           | 19,66,52,397         | 58,99,57,191                       |
| b) Less: Invalid Votes  | 53            | 2,269                | 6,807                              |
| c) Net Valid Votes      | 315           | 19,66,50,128         | 58,99,50,384                       |
| d) Votes with Assent    | 313           | 19,66,50,126         | 58,99,50,378                       |
| e) Votes with Dissent   | 2             | 2                    | 6                                  |

**D2. VOTING THROUGH REMOTE E-VOTING:**

| Particulars             | No. of e-voters | No. of Equity Shares | Paid-up value of the Equity Shares |
|-------------------------|-----------------|----------------------|------------------------------------|
|                         |                 |                      | (In Rs.)                           |
| a) Total Votes received | 14              | 30,440               | 91,320                             |
| b) Less: Invalid Votes  | 0               | 0                    | 0                                  |
| c) Net Valid Votes      | 14              | 30,440               | 91,320                             |
| d) Votes with Assent    | 13              | 170                  | 510                                |
| e) Votes with Dissent   | 1               | 30,270               | 90,810                             |





Details of poll at AGM & remote e-voting for Resolution No.-5 are as under:

**E1. VOTING THROUGH POLL:**

| Particulars             | No. of voters | No. of Equity Shares | Paid-up value of the Equity Shares |
|-------------------------|---------------|----------------------|------------------------------------|
|                         |               |                      | (In Rs.)                           |
| a) Total Votes received | 368           | 19,66,52,397         | 58,99,57,191                       |
| b) Less: Invalid Votes  | 53            | 2,269                | 6,807                              |
| c) Net Valid Votes      | 315           | 19,66,50,128         | 58,99,50,384                       |
| d) Votes with Assent    | 313           | 19,66,50,126         | 58,99,50,378                       |
| e) Votes with Dissent   | 2             | 2                    | 6                                  |

**E2. VOTING THROUGH REMOTE E-VOTING:**

| Particulars             | No. of e-voters | No. of Equity Shares | Paid-up value of the Equity Shares |
|-------------------------|-----------------|----------------------|------------------------------------|
|                         |                 |                      | (In Rs.)                           |
| a) Total Votes received | 14              | 30,440               | 91,320                             |
| b) Less: Invalid Votes  | 0               | 0                    | 0                                  |
| c) Net Valid Votes      | 14              | 30,440               | 91,320                             |
| d) Votes with Assent    | 13              | 170                  | 510                                |
| e) Votes with Dissent   | 1               | 30,270               | 90,810                             |

