



Date: 15<sup>th</sup> December, 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,  
21<sup>st</sup> 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 14<sup>th</sup> November, 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 Sunday, 14<sup>th</sup> December, 2025, being the last date of the remote e-voting:

| Sr No. | Resolution  |
|--------|---|
| 1      | Approval of the SBFC Stock Option Policy 2025 - I |

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 15<sup>th</sup> December, 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, 1<sup>st</sup> 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](http://www.SBFC.com) • Email: [complianceofficer@sbfc.com](mailto: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   | 1 <sup>st</sup> November, 2025   |
| 2     | Total number of shareholders as on record date   | As of cut-off date i.e. 7 <sup>th</sup> November, 2025, the Company had 149013 equity shareholders |
| 3     | Voting Start date  | 15 <sup>th</sup> November, 2025  |
| 4     | Voting End date  | 14 <sup>th</sup> December, 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, 1<sup>st</sup> 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](http://www.SBFC.com) • Email: [complianceofficer@sbfc.com](mailto: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                                     |                               |                    |                     | Approval of the SBFC Stock Option Policy 2025 - I |                          |                        |                                      |                                    |
| 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                             | 0.0000                             |
| Public- Institutions   | E-Voting                      | 274046730          | 243354144           | 88.8002   | 243134927                | 219217                 | 99.9099                              | 0.0901                             |
|  | Poll                          |                    | 0                   | 0.0000  | 0                        | 0                      | 0.0000                               | 0.0000                             |
|  | Postal Ballot (if applicable) |                    | 0                   | 0.0000  | 0                        | 0                      | 0.0000                               | 0.0000                             |
|  | Total                         | 274046730          | 243354144           | 88.8002   | 243134927                | 219217                 | 99.9099                              | 0.0901                             |
| Public- Non Institutions   | E-Voting                      | 242613678          | 125527392           | 51.7396   | 125509732                | 17660                  | 99.9859                              | 0.0141                             |
|  | Poll                          |                    | 0                   | 0.0000  | 0                        | 0                      | 0.0000                               | 0.0000                             |
|  | Postal Ballot (if applicable) |                    | 0                   | 0.0000  | 0                        | 0                      | 0.0000                               | 0.0000                             |
|  | Total                         | 242613678          | 125527392           | 51.7396   | 125509732                | 17660                  | 99.9859                              | 0.0141                             |
| Total  |                               | 1095848818         | 948069946           | 86.5147   | 947833069                | 236877                 | 99.9750                              | 0.0250                             |
| Whether resolution is Pass or Not.                                       |                               |                    |                     |   |                          |                        | Yes                                  |                                    |
| Disclosure of notes on resolution  |                               |                    |                     |   |                          |                        | Add Notes                            |                                    |

December 15, 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. Approval of the SBFC Stock Option Policy 2025 - I

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,

**Jigyasa**  
**Nilesh**  
**Ved**  
Digitally signed  
by Jigyasa  
Nilesh Ved  
Date: 2025.12.15  
16:24:14 +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. Approval of the SBFC Stock Option Policy 2025 - I**

pursuant to the Postal Ballot Notice dated November 01, 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 03/2025 dated September 22, 2025, (collectively the "MCA Circulars") and pursuant to other applicable laws and regulations, the Postal Ballot Notice dated November 01, 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, November 07, 2025 were entitled to vote on the resolution as contained in the Notice.

The voting period for remote e-voting commenced on Saturday, November 15, 2025 at 09:00 a.m. (IST) and ended on Sunday, December 14, 2025 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.

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****Approval of the SBFC Stock Option Policy 2025 - I**(i) Voted in **favour** of the resolution:

| Number of members<br>voted | Number of valid votes<br>cast (Shares) | % of total number of<br>valid votes cast |
|----------------------------|--|--|
| 452                        | 94,78,33,069                           | 99.98                                    |

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

| Number of members<br>voted | Number of valid votes<br>cast (Shares) | % of total number of<br>valid votes cast |
|----------------------------|--|--|
| 28                         | 2,36,877                               | 0.02                                     |

(iii) **Invalid** votes:

| Number of members<br>voted | Number of valid votes<br>cast (Shares) |
|----------------------------|--|
| Nil                        | Nil                                    |

Signature: **Jigyasa N. Ved**  
 Name: Jigyasa N. Ved  
 Scrutinizer  
 FCS: 6488 CP: 6018  
 UDIN: F006488G002417490  
 P/R No. 7327/2025

Digitally signed  
 by Jigyasa  
 Niles Ved  
 Date: 2025.12.15  
 16:24:38 +05'30'

Dated: 15/12/2025

Place: Mumbai