



**spice**  
switch up!

Spice Mobility Limited  
(Formerly S Mobility Limited)  
CIN No - L72900UP1986PLC008448  
S Global Knowledge Park, 19A & 19B,  
Sector 125, Noida - 201301, UP, India.  
Tel: +91 120 3355131  
www.spice-mobile.com  
customercare@smobility.in

December 23, 2014

To,  
**BSE Limited**  
Phiroze Jeejeebhoy Towers  
Dalal Street, Mumbai – 400 001  
Scrip Code: 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: Outcome of the 26<sup>th</sup> Annual General Meeting**

Dear Sir,

This is to inform you that the 26<sup>th</sup> Annual General Meeting of Spice Mobility Limited was held on 22<sup>nd</sup> December, 2014 at 'Expo Centre, A-11, NH-24, Sector-62, Noida – 201 301, Uttar Pradesh' at 10.00 a.m. and the Members have approved the following:

1. Adoption of Audited Financial Statements for the year ended 30<sup>th</sup> June 2014, along with the Directors' Report and Auditors' Report thereon.
2. Confirmation of the payment of Interim Dividend on Equity Shares.
3. Re-appointment of Mr. Dilip Modi, as Director of the company.
4. Appointment of M/s S. R. Batliboi & Co. LLP, Chartered Accountants (Firm Regn No. 301003E), as Statutory Auditors of the company to hold the office from the conclusion of this meeting until conclusion of the next AGM of the Company.
5. Appointment of Mr. Subroto Chattopadhyay as Independent Director of the Company.
6. Appointment of Mr. Kashi Nath Memani as Independent Director of the Company.
7. Appointment of Mr. Saurabh Srivastava as Independent Director of the Company.
8. Appointment of Mr. Rajul Garg as Independent Director of the Company.
9. Appointment of Mr. Hanif Mohamed Dahya as Independent Director of the Company.
10. Approval for payment of commission not exceeding 1% per annum of the net profits of the company in aggregate to the Independent Directors of the Company.

Kindly take the above information on record and oblige.

Thanking you.

Yours faithfully,  
For Spice Mobility Limited

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



# SANJAY GROVER & ASSOCIATES

## COMPANY SECRETARIES

B-88, 1st Floor, Defence Colony, New Delhi - 110 024  
Tel. : (011) 4679 0000, Fax : (011) 4679 0012  
e-mail : sanjaygrover7@gmail.com

### Combined Report of Scrutinizer

To  
The Chairman  
Spice Mobility Limited  
S Global Knowledge Park,  
19A & 19B, Sector-125,  
Noida, Uttar Pradesh-201301

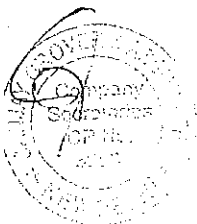
Subject: 26<sup>th</sup> Annual General Meeting of the Equity Shareholders of Spice Mobility Limited, held on 22<sup>nd</sup> day of December, 2014 at 10:00 a.m. at Expo Centre A-11, Sector-62, NH-24, Noida-201301 (U.P.)

Dear Sir,

I, Sanjay Grover, FCS, Company Secretary in Whole Time Practice (Membership No. FCS 4223) having office at B-88, First Floor, Defence Colony, New Delhi 110024, appointed as the Scrutinizer for the purpose of e-voting & poll taken on the below mentioned resolutions, at the 26<sup>th</sup> Annual General Meeting of the Equity Shareholders of Spice Mobility Limited ("The Company") held on 22<sup>nd</sup> December, 2014 at 10:00 a.m., submit my combined report on e-voting & Poll as under:

Resolution 1: To receive, consider and adopt the Audited Financial Statements of the Company for the year ended June 30, 2014 along with the Directors' and Auditors' reports thereon. (Ordinary Resolution)

Particulars	Number of Votes contained in			Percentage
	e-Votes	Poll	Total	
Assent	32,798	218,874,312	218,907,110	100.0000
Dissent	-	-	-	0.0000
Total	32,798	218,874,312	218,907,110	100.0000



Resolution 2: To confirm the payment of Interim Dividend on Equity Shares. (Ordinary Resolution)				
Particulars	Number of Votes contained in			Percentage
	e-Votes	Poll	Total	
Assent	32,798	218,874,312	218,907,110	100.0000
Dissent	-	-	-	0.0000
Total	32,798	218,874,312	218,907,110	100.0000

Resolution 3: To appoint a Director in place of Mr. Dilip Modi who retires by rotation and, being eligible, offers himself for re-appointment. (Ordinary Resolution)				
Particulars	Number of Votes contained in			Percentage
	e-Votes	Poll	Total	
Assent	32,398	218,874,312	218,906,710	100.0000
Dissent	-	-	-	0.0000
Total	32,398	218,874,312	218,906,710	100.0000

Resolution 4: To consider and appoint M/s S.R. Batliboi & Co. LLP, Chartered Accountants (Firm Regn. No. 301003E) as Statutory Auditors and to fix their remuneration. (Ordinary Resolution)				
Particulars	Number of Votes contained in			Percentage
	e-Votes	Poll	Total	
Assent	32,398	218,874,312	218,906,710	100.0000
Dissent	-	-	-	0.0000
Total	32,398	218,874,312	218,906,710	100.0000

Resolution 5: To appoint Mr. Subroto Chattopadhyay as an Independent Director of the Company. (Ordinary Resolution)				
Particulars	Number of Votes contained in			Percentage
	e-Votes	Poll	Total	
Assent	32,098	218,874,312	218,906,410	99.9999
Dissent	200	-	200	0.0001
Total	32,298	218,874,312	218,906,610	100.0000



Resolution 6: To appoint Mr. Kashi Nath Memani as an Independent Director of the Company. (Ordinary Resolution)				
Particulars	Number of Votes contained in			Percentage
	e-Votes	Poll	Total	
Assent	32,098	218,874,312	218,906,410	99.9999
Dissent	200	-	200	0.0001
Total	32,298	218,874,312	218,906,610	100.0000

Resolution 7: To appoint Mr. Saurabh Srivastava as an Independent Director of the Company. (Ordinary Resolution)				
Particulars	Number of Votes contained in			Percentage
	e-Votes	Poll	Total	
Assent	1,180	218,874,312	218,875,492	99.9858
Dissent	31,118	-	31,118	0.0142
Total	32,298	218,874,312	218,906,610	100.0000

Resolution 8: To appoint Mr. Rajul Garg as an Independent Director of the Company. (Ordinary Resolution)				
Particulars	Number of Votes contained in			Percentage
	e-Votes	Poll	Total	
Assent	32,098	218,874,312	218,906,410	99.9999
Dissent	200	-	200	0.0001
Total	32,298	218,874,312	218,906,610	100.0000

Resolution 9: To appoint Mr. Hanif Mohamed Dahya as an Independent Director of the Company. (Ordinary Resolution)				
Particulars	Number of Votes contained in			Percentage
	e-Votes	Poll	Total	
Assent	32,098	218,874,312	218,906,410	99.9999
Dissent	200	-	200	0.0001
Total	32,298	218,874,312	218,906,610	100.0000



Resolution 10: To approve the payment of commission not exceeding 1% of the net profits of the Company to the Independent Directors of the Company. (Ordinary Resolution)				
Particulars	Number of Votes contained in			Percentage
	e-Votes	Poll	Total	
Assent	32,398	218,874,312	218,906,710	99.9998
Dissent	400	-	400	0.0002
Total	32,798	218,874,312	218,907,110	100.0000

Thank you,

Yours faithfully,



Place: New Delhi

Date: December 23, 2014

For SANJAY GROVER & ASSOCIATES

Sanjay Grover  
Scrutinizer  
C P No 3850