DiGiSPICE

Date: **July 15, 2026**

BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai – 400001
Scrip Code: 517214

National Stock Exchange of India Limited
Exchange Plaza, Plot No. C/1, G Block
Bandra – Kurla Complex, Bandra (E)
Mumbai – 400051
Scrip Code: DIGISPICE

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

Dear Sir/Madam,

In continuation of our earlier intimation(s) dated June 10, 2026, June 11, 2026 and July 13, 2026, regarding the proposed Scheme of Amalgamation by way of merger between the Spice Money Limited ("Transferor Company 1"), E-Arth Travel Solutions Private Limited ("Transferor Company 2"), Vikasni Fintech Private Limited ("Transferor Company 3"), with DiGiSPICE Technologies Limited ("Transferee Company or "Company") and their respective shareholders and creditors (hereinafter referred to as the "Scheme").

We are pleased to inform that the meeting of the equity shareholders of the Company was held on Monday, July 13, 2026, at 11:00 A.M. (1ST) through video conferencing, pursuant to the directions of Hon'ble NCLT, vide its order dated April 22, 2026.

In this regard, please find enclosed the following documents:

a) The voting result in the format prescribed under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (**Annexure- 1**); and
b) Copy of the Scrutinizer's Report (**Annexure -2**).

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

Thanking you

Yours faithfully,
For **DiGiSPICE Technologies Limited**

PANKAJ ARORA
Digitally signed by PANKAJ ARORA
DN: c=IN, o=Personal, title=3503, 2.5.4.20=c550fa1e86e26546090bf40b22365898e4c920436012976122041f196abf9a70, postalCode=110032, st=Delhi, serialNumber=a54c0541f004946777b26ad20027def509fd50e2c957c0c707774ffd178786af, cn=PANKAJ ARORA
Date: 2026.07.15 18:47:37 +05'30'

(Pankaj Arora)
Company Secretary and Compliance Officer

Annexure-1

General information about company	
Scrip code	517214
NSE Symbol	DIGISPICE
MSEI Symbol	NOTLISTED
ISIN	INE927C01020
Name of the company	DIGISPICE TECHNOLOGIES LIMITED
Type of meeting	Court Convened Meeting
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	13-07-2026
Start time of the meeting	11:00 AM
End time of the meeting	11:16 AM

Scrutinizer Details	
Name of the Scrutinizer	Ms. Aditi Gupta
Firms Name	Aditi Agarwal & Associates
Qualification	CS
Membership Number	FCS 9410, CP 10512
Date of Board Meeting in which appointed	22-04-2026
Date of Issuance of Report to the company	15-07-2026

Voting results	
Record date	06-07-2026
Total number of shareholders on record date	39616
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	2
b) Public	310
No. of resolution passed in the meeting	1
Disclosure of notes on voting results	Textual Information(1)

Text Block	
Textual Information(1)	Date of appointment of Ms. Aditi Gupta as Scrutinizer of equity's shareholder meeting is taken as the date of order of hon'ble NCLT i.e., April 22, 2026.

Resolution(1)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Approval of scheme of Amalgamation by way of Merger between the Transferor Companies - Spice Money Limited, E-Arth Travel Solutions Private Limited, Vikasni Fintech Private Limited and DiGiSPICE Technologies Limited and their respective shareholders and creditors				
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	170460115	170459965	99.9999	170459965	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	170460115	170459965	99.9999	170459965	0	100	0
Public- Institutions	E-Voting	1406	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	1406	0	0	0	0	0	0
Public- Non Institutions	E-Voting	64209585	1931597	3.0083	1931591	6	99.9997	0.0003
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	64209585	1931597	3.0083	1931591	6	99.9997	0.0003
Total		234671106	172391562	73.4609	172391556	6	100	0
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution							Textual Information(1)	

Text Block	
Textual Information(1)	The resolution has been passed by the requisite majority as prescribed under section 230 and 232 of the Companies Act, 2013 and SEBI master circular dated June 20, 2023.

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	0
Public Insitutions	0
Public - Non Insitutions	0

ADITI AGARWAL & ASSOCIATES
Company Secretaries
PEER REVIEWED FIRM: 2200/2022

CONSOLIDATED SCRUTINIZER'S REPORT

(Pursuant to the Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India)

To
Mr. Ashutosh Gupta,
Chairperson appointed by the National Company Law Tribunal, Principal Bench, New Delhi Bench (NCLT) for the NCLT Convened meeting of Equity Shareholders of DIGISPICE TECHNOLOGIES LIMITED (Transferee Company) through Video Conferencing/ Other Audio-Visual Means

Sub: Scrutinizer's Report on Voting Results of the meeting of Equity Shareholders of DIGISPICE TECHNOLOGIES LIMITED ("Transferee Company or Company"), convened as per the directions of National Company Law Tribunal, Principal Bench, New Delhi Bench ("NCLT") for approval of the Scheme of Amalgamation of Spice Money Limited, E-Arth Travel Solutions Private Limited, Vikasni Fintech Private Limited ("Transferor Companies") with Digispice Technologies Limited ("Transferee Company")

Dear Sir,

Pursuant to the directions of Hon'ble National Company Law Tribunal, Principal Bench, New Delhi Bench ("NCLT") vide Order dated April 22, 2026, I, Aditi Gupta, Company Secretary in Practice, having office at 2nd Floor, Manish Chambers, LSC, Mayur Vihar Phase-II, New Delhi-110091, was appointed as scrutinizer for the purpose of scrutinizing the remote e-voting process and voting process through Video Conferencing ("VC")/ Other Audio-Visual Means ("OAVM") in accordance with the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and circulars issued by the Ministry of Corporate Affairs (MCA) and Regulation 44 and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and

ADITI AGARWAL & ASSOCIATES CP No. 10512 NEW DELHI Company Secretaries

Disclosure Requirements) Regulations, 2015, as amended and Secretarial Standard on General Meetings issued by the Institute of Company Secretaries of India and taking in to account the directions of Mr. Ashutosh Gupta, the Chairperson of the Meeting, for the meeting of Equity Shareholders of the Transferee Company, duly convened pursuant to said NCLT Order on Monday, July 13, 2026, at 11:00 A.M. through VC/ OAVM using the Cisco Webex platform (hereinafter referred to as **"Meeting"**). Further, the Transferee Company has engaged the services of National Securities Depository Limited ("NSDL") for the purpose of providing facility of remote e-voting and e-voting during the Meeting so as to enable the equity shareholders, which includes the Public Shareholders, to consider and if thought fit, approve the Scheme by way of the proposed resolution. Accordingly, voting by equity shareholders of the Transferee Company to the Scheme was carried out only through remote e-voting and e-voting during the Meeting. Further, the voting rights has been reckoned based on the paid-up value of equity shares registered in the name of the equity shareholders as on cut-off date i.e. July 6, 2026.

The management of the Transferee Company is responsible to ensure the compliance with the requirements of the relevant provisions of the Companies Act, 2013 and rules made thereunder. My responsibility as a scrutinizer is to ensure that the voting process is conducted in a fair and transparent manner and to issue this Consolidated Scrutinizer's Report on the basis of total votes cast by the Equity Shareholders on the resolution contained in the Notice dated June 09, 2026 ('**Notice**'),

I submit my report as under:

1. The Notice dated June 09, 2026, along with the explanatory statement setting out material facts under Section 230–232 read with Section 102 and other applicable provisions, if any, of the Companies Act, 2013, was sent to all the Equity Shareholders of the Transferee Company whose email IDs were registered with the Company. The shareholders, whose email IDs were not so registered were intimated through physical letters.

2. The Advertisement with respect to Notice of the Meeting was published by the Transferee Company on June 11, 2026, in the "Financial Express" (English, Delhi Edition) and "Jansatta" (Hindi, Delhi Edition), in compliance with the directions of NCLT.

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NEW DELHI
Company Secretaries

3. As per the directions of Hon'ble NCLT and Hon'ble Chairperson of the meeting, the Company has provided the equity shareholders of the Company, the facility of remote e-voting and e-voting during the Meeting held through VC/OAVM using the Cisco Webex platform, to the concerned Shareholders prevailing in the records of Transferee Company.

4. The Company has provided the remote e-voting facility to its shareholders via NSDL to enable them to cast their votes electronically for the approval of the Scheme, from Thursday, July 9, 2026 at 9:00 a.m. (IST) till Sunday, July 12, 2026 at 5:00 p.m. (IST).

5. The meeting commenced on Monday, July 13, 2026 at 11:00 A.M. through VC/OAVM and the Shareholders of the Company marked their attendance and after ascertaining the presence of requisite quorum, the Shareholders casted their votes using the e-voting facility provided by NSDL during the Meeting using the Cisco Webex platform.

6. The voting rights were reckoned based on the paid-up value of equity shares registered in the name of the equity shareholders as on cut-off date, i.e. July 06, 2026;

7. After conclusion of the Meeting at 11:16 A.M., the facility for e-voting during the Meeting remained open for a further period of 15 minutes to enable those equity shareholders who had attended the Meeting and had not cast their votes through remote e-voting to cast their votes electronically. Upon closure of the e-voting facility, the votes cast through e-voting facility were unblocked and voting results were downloaded from the NSDL e-voting platform.

8. The votes cast (consent/dissent) through remote e-voting and e-voting during the Meeting were duly reconciled and verified with the records maintained by the Company and the Register of Members as on the cut-off date.

9. I have not noticed any invalid/duplicate voting of any of the shareholders of the Company.

10. The summary of the voting results in respect of the resolution placed before the Meeting, based on the votes cast through remote e-voting and e-voting during the Meeting, is as under:

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Company Secretaries

Resolution put for Vote:

"RESOLVED THAT pursuant to the provisions of Sections 230-232 and other applicable provisions of the Companies Act, 2013; the Companies (Compromises, Arrangements and Amalgamations) Rules, 2016 and any other rules, circulars and notifications made thereunder (including any amendment, statutory modification, variation or re-enactment thereof) as may be applicable; Sections 2(6) of the Income-tax Act, 2025; the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment thereof, for the time being in force); the Securities and Exchange Board of India Master Circular No. SEBI/HO/CFD/POD-2/P/CIR/2023/93 dated June 20, 2023 and duly amended from time to time; read with observation letters received from Stock Exchanges (National Stock Exchange of India Limited and the BSE Limited) and subject to the Memorandum of Association and Articles of Association of DiGiSPICE Technologies Limited ("Company") and subject to the approval of Hon'ble National Company Law Tribunal, Principal Bench New Delhi ("NCLT") and subject to such other approvals, permissions and sanctions of regulatory and/ or other government authorities or tribunals, as may be necessary, and subject to such conditions and modifications as may be prescribed or imposed by the NCLT or by any regulatory or other authorities, while granting such consents, approvals and permissions, which may be agreed to by the Board of Directors of the Company (hereinafter referred to as the "Board", which term shall be deemed to mean and include one or more committee(s) constituted/ to be constituted by the Board or any person(s) which the Board may nominate to exercise its powers including the powers conferred by this resolution), the proposed Scheme of Amalgamation by way of merger between the Spice Money Limited (Transferor Company 1), E-Arth Travel Solutions Private Limited (Transferor Company 2), Vikasni Fintech Private Limited (Transferor Company 3), with DIGISPICE Technologies Limited ('Transferee Company') and their respective shareholders and creditors (hereinafter referred to as the "Scheme") be and is hereby approved.

RESOLVED FURTHER THAT the Board be and is hereby authorized to do all such acts, deeds, matters and things, as it may, in its absolute discretion deem requisite, usable or proper, desirable, appropriate or necessary to settle any questions or difficulties or doubts that may arise, including passing of such accounting entries and/or making such adjustments in the

ADITI AGARWAL & ASSOCIATES CP No. 10512 NEW DELHI Company Secretaries books of accounts as considered necessary to give effect to the above resolution and effectively implement the arrangement embodied in the Scheme and to accept such modifications, amendments, limitations and/or conditions, if any, which may be required and/or imposed by the NCLT while sanctioning the arrangement embodied in the Scheme or by any authorities under law, or as may be required for the purpose of resolving any questions or doubts or difficulties that may arise or meaning or interpretation of the Scheme or implementation thereof or in any matter whatsoever connected therewith as the Board may deem fit and proper."

11. The Resolution has been approved with requisite majority. Details of e-voting & remote e-voting are given below:

Category	Mode of Voting	Total Votes Casted	No. of shareholders voted in favor	No. of Votes in favor	No. of shareholders voted against	No. of Votes against	% of Votes in favor on votes casted	% of Votes against on votes casted
Promoter & Promoter Group	Remote E-Voting	17,04,59,965	2	17,04,59,965	NIL	NIL	100%	NIL
	E-Voting	NIL	NIL	NIL	NIL	NIL	NIL	NIL
Public Shareholders	Remote E-Voting	19,30,939	310	19,30,933	2	6	99.9997%	0.0003%
	E-Voting	658	50	658	NIL	NIL	100%	NIL
Total	-	**17,23,91,562**	**362**	**17,23,91,556**	**2**	**6**	**99.9999%**	**0.0001%**

12. All relevant records, papers and electronic data relating to the voting process have been handed over to the Chairperson of the Meeting for safe custody.

Thanking you,

Yours Faithfully
For **Aditi Agarwal & Associates,**
Company Secretaries
(Peer Reviewed Firm: 2200/2022)

ADITI AGARWAL & ASSOCIATES
CP No. 10512
NEW DELHI
Company Secretaries

Aditi Gupta
(Proprietor)
Company Secretary in whole-time practice
FCS- 9410
C.P. – 10512

Date: July 15, 2026
Place: New Delhi
UDIN: F009410H000844321

Counter-signed by:

Ashutosh Gupta
Chairperson of the Meeting
appointed by the NCLT,
Principal Bench, New Delhi