



01<sup>st</sup> October , 2024,

To,  
Head- Listing & Compliance  
**Metropolitan Stock Exchange of India Ltd. (MSE)**  
Vibgyor Towers, 4th floor,  
Plot No C 62, G - Block, Opp. Trident Hotel,  
BandraKurla Complex, Bandra (E),  
Mumbai – 400 098, India

**Subject: Regulation 44: Voting Results of the 36<sup>th</sup> Annual General Meeting - All items of Agenda approved by the Members (MSE Scrip Code: SPMLINDIA).**

Dear Sirs,

Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are submitting voting results, in the format prescribed by the SEBI vide its circular No CIR/CFD/CMD/8/2015 dated 4<sup>th</sup> November 2015, for the votes casted by the Members at 36<sup>th</sup> Annual General Meeting of the Company held on 30<sup>th</sup> September, 2024 at 02:00 P.M. through Video Conferencing/ Other Audio Visual Means facility.

We are also enclosing herewith Consolidated Report of Mr. Deepak Kumar Dhir, Practicing Company Secretary, who appointed as the Scrutinizer by the Board of Directors to supervise the remote e-voting and e-voting during AGM in a fair and transparent manner.

Please take the aforesaid on your record.

Thanking you

**For SPML India Limited**

NAND KISHOR BHANKHARA  
Digitally signed by NAND  
KISHOR BHANKHARA  
Date: 2024.10.01 17:52:00  
+05'30'

**(Nand Kishor Bhankhara)**  
**Company Secretary & Compliance Officer**

Encl: a/a

**SPML INDIA LIMITED**

Regd. Off. 113, Park Street, Poddar Point, South Block, 3<sup>rd</sup> Floor, Kolkata -700016  
Corp. Off. 504,27-Saraswati House, Nehru Place, New Delhi-110019  
Ph +91-9711308513 Website: [www.spmlindia.net](http://www.spmlindia.net) Email: [cs@spmlindia.net](mailto:cs@spmlindia.net) CIN No L51109WB1988PLC092362



## Voting Results for 36<sup>th</sup> Annual General Meeting held on 30<sup>th</sup> September, 2024

**Date of the AGM** : 30.09.2024

**Total number of shareholders on record date** : 971 Equity Shareholders holding 10438364 Equity Share  
(as on 23<sup>rd</sup> September, 2024)

**No. of shareholders present in the meeting either in person or through proxy:** : NA  
Promoters and Promoter Group:  
Public:

**No. of Shareholders attended the meeting through Video Conferencing** :  
Promoters and Promoter Group: 07  
Public: 03

Agenda wise details of the Voting Result are as under:

**ITEM NO. 1:** To consider and adopt the standalone and consolidated financial statements of the Company for the financial year ended March 31, 2024 and the report of the Board of Directors of and Auditors 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	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	46,13,210	40,12,600	86.98	40,12,600	-	100.00	-
	Poll	-	-	-	-	-	-	-
	Total	46,13,210	40,12,600	86.98	40,12,600	-	100.00	-
Public- Institutions	E-Voting	-	-	-	-	-	-	-
	Poll	-	-	-	-	-	-	-
	Total	-	-	-	-	-	-	-
Public- Non Institutions	E-Voting	58,25,154	8,44,570	14.50	8,44,570	-	100.00	-
	Poll	-	-	-	-	-	-	-
	Total	58,25,154	8,44,570	14.50	8,44,570	-	100.00	-
Total		1,04,38,364	48,57,170	46.53	48,57,170	-	100.00	-

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**ITEM NO. 2:** To appoint a Director in place of Mr. Manoj Gangwal (DIN:06659068 ) 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	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
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	Poll	-	-	-	-	-	-	-
	Total	46,13,210	40,12,600	86.98	40,12,600	-	100.00	-
Public-Institution s	E-Voting	-	-	-	-	-	-	-
	Poll	-	-	-	-	-	-	-
	Total	-	-	-	-	-	-	-
Public- Non Institution s	E-Voting	58,25,154	8,44,570	14.50	8,44,570	-	100.00	-
	Poll	-	-	-	-	-	-	-
	Total	58,25,154	8,44,570	14.50	8,44,570	-	100.00	-
Total		1,04,38,364	48,57,170	46.53	48,57,170	-	100.00	-

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**ITEM NO. 3:** To appoint M/s Maheshwari & Co., Chartered Accountants, as the Statutory Auditors of the Company to hold office for a period of 5 (Five) years from the conclusion of the 36th Annual General Meeting of the Company until the conclusion of the 41st Annual General Meeting of the Company and to authorise the Board of Directors of the Company 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	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	46,13,210	40,12,600	86.98	40,12,600	-	100.00	-
	Poll	-	-	-	-	-	-	-
	Total	46,13,210	40,12,600	86.98	40,12,600	-	100.00	-
Public- Institutions	E-Voting	-	-	-	-	-	-	-
	Poll	-	-	-	-	-	-	-
	Total	-	-	-	-	-	-	-
Public- Non Institutions	E-Voting	58,25,154	8,44,570	14.50	8,44,570	-	100.00	-
	Poll	-	-	-	-	-	-	-
	Total	58,25,154	8,44,570	14.50	8,44,570	-	100.00	-
Total		1,04,38,364	48,57,170	46.53	48,57,170	-	100.00	-

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**CONSOLIDATED SCRUTINIZER'S REPORT**

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

To,

The Chairman

**SPML INDIA LIMITED**

113 Park Street Poddar Point

South Block 3rd Floor Kolkata

West Bengal-700016

**Ref: 36<sup>th</sup> Annual General Meeting of the Equity Shareholders of SPML India Limited held on Monday, the 30<sup>th</sup> September, 2024 AT 02:00 P.M. through Video Conferencing ("VC") or Other Audio Visual Means ("OAVM").**

Dear Sir,

I, Deepak Kumar Dhir, Practicing Company Secretary at M/s Deepak Dhir & Associates, having office at 'No. 5-6, First Floor, Lamba Complex, Jwala Heri Market, Paschim Vihar, New Delhi-110063', was appointed as Scrutinizer pursuant to the resolution passed in the meeting of Board of Directors held on 07<sup>th</sup> September 2024 of SPML India Limited (hereinafter referred to as "the Company"), for the purpose of scrutinizing the process of voting through electronic means ("e-voting") on the resolution(s) contained in the notice dated 07<sup>th</sup> September, 2024 for the 36<sup>th</sup> (Thirty Sixth) Annual General Meeting of its Equity Shareholders ("the Meeting/ AGM") through VC/ OAVM, held on Monday, the 30<sup>th</sup> September 2024 at 02:00 P.M. IST through Video Conferencing (VC) or Other Audio Visual Means (OAVM) as per Section 108 of the Companies Act, 2013 and rule 20(3) of the Companies (Management and Administration) Rules, 2014 (as amended). I, also state that I am familiar and well versed with the concept of electronic voting system as prescribed under the said Rules and the SEBI circular no. SEBI/HO/CFD/ CMD2/CIR/P/2022/62 dated May 13, 2022 issued in this regard.

The Company has appointed National Securities Depository Limited (NSDL) as the Service Provider for providing the facility of electronic voting to the shareholders of the Company.

Niche Technologies Private Limited is the Registrar and Share Transfer Agent (RTA) of the Company. The Service Provider, had provided a system for recording the votes of the shareholders electronically on all the items of the business (both Ordinary and Special Businesses) sought to be transacted in the 36<sup>th</sup> Annual General Meeting (AGM) of the Company, which was scheduled to be held on Monday, the 30<sup>th</sup> September, 2024 at 02:00 P.M. IST through "VC/OAVM". The service provider accordingly had set up e-Voting facility on their website, <https://www.evoting.nsdl.com>.



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The Company had uploaded all the items of the business to be transacted on the website of the Company and also its service provider to facilitate their shareholders to cast their vote through e-Voting.

The Company has sent the Notice of the AGM to Shareholders on 07<sup>th</sup> September 2024 as per the details available with the RTA/Service Provider through e-mail. The notices sent contained the detailed procedure to be followed by the shareholders who were desirous of casting their votes electronically as provided in the Rule 20 of the Companies (Management and Administration) Rules, 2014.

The cut-off date for the purposes of identifying the shareholders who will be entitled to vote on the resolutions placed for approval of the shareholders, was 23<sup>rd</sup> September 2024. As prescribed in the aforesaid Rules, the e-Voting facility was kept open from Friday, 27<sup>th</sup> September, 2024 at 09.00 A.M and ends on Sunday, the 29<sup>th</sup> September, 2024 at 5:00 P.M. As prescribed in clause (v) of sub rule 4 of the Rule 20, the Company also released an advertisement, which was published in the Echo of India - English and in Arthik Lipi-Bengali, carrying the required information as specified in Sub Rule 4(v)(a) to (h) of the said Rule 20. At the end of the voting period on 29<sup>th</sup> September 2024 the portal of the service provider was blocked forthwith. On Tuesday, 01<sup>st</sup> October, 2024 the votes cast through e-Voting facility was duly unblocked by me as a Scrutinizer in the presence of two witnesses, as prescribed in Sub Rule 4(xii) of the said Rule 20.

The management of the Company is responsible to ensure that compliance, with the requirement of the Companies Act, 2013 and rules made thereunder, relating to voting through electronic means. My responsibility as a scrutinizer for the remote e-voting process is restricted to make a Scrutinizer's report of the votes cast "in favour" or "against" the resolution and "invalid" and "abstained" votes, based on the reports generated from remote e-voting process system provided by National Securities Depository Limited.

As a Scrutinizer the report of the e-Voting carried out by the shareholders was duly compiled, the details of which are as follows:

There were in all 15 shareholders holding 4857170 equity shares of the Company, who have participated in the voting process for the AGM through e-Voting carried out by the Company.

The result of e-voting is as under-

**Resolution 1: Ordinary Resolution**

**To consider and adopt the standalone and consolidated financial statements of the Company for the financial year ended March 31, 2024 and the report of the Board of Directors of and Auditors thereon**

(i) Voted in favour of the resolution:

Number of members voted in E-voting	Number of votes cast in E-voting	Number of members voted in person / proxy through Ballot	% of total number of valid votes cast
15	4857170	0	100



(ii) Voted against the resolution:

Number of members voted in E-voting	Number of votes cast in E-voting	Number of members voted in person / proxy through Ballot	% of total number of valid votes cast
0	0	0	0

(iii) Invalid votes:

Number of members voted in E-voting	Number of votes cast in E-voting	Number of members voted in person / proxy through Ballot	% of total number of valid votes cast
0	0	0	0

**Result:** The resolution was passed with requisite majority.

## Resolution 2: Ordinary Resolution

**To appoint a Director in place of Mr. Manoj Gangwal (DIN: 06659068), who retires by rotation and being eligible, offers himself for re-appointment.**

(i) Voted in favour of the resolution:

Number of members voted in E-voting	Number of votes cast in E-voting	Number of members voted in person / proxy through Ballot	% of total number of valid votes cast
15	4857170	0	100

(ii) Voted against the resolution:

Number of members voted in E-voting	Number of votes cast in E-voting	Number of members voted in person / proxy through Ballot	% of total number of valid votes cast
0	0	0	0

(iii) Invalid votes:

Number of members voted in E-voting	Number of votes cast in E-voting	Number of members voted in person / proxy through Ballot	% of total number of valid votes cast
0	0	0	0

**Result:** The resolution was passed with requisite majority.



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### Resolution 3: Ordinary Resolution

**To appoint M/s Maheshwari & Co., Chartered Accountants, as the Statutory Auditors of the Company to hold office for a period of 5 (Five) years from the conclusion of the 36th Annual General Meeting of the Company until the conclusion of the 41st Annual General Meeting of the Company and to authorise the Board of Directors of the Company to fix their remuneration.**

(i) Voted in favour of the resolution:

Number of members voted in E-voting	Number of votes cast in E-voting	Number of members voted in person / proxy through Ballot	% of total number of valid votes cast
15	4857170	0	100

(iv) Voted against the resolution:

Number of members voted in E-voting	Number of votes cast in E-voting	Number of members voted in person / proxy through Ballot	% of total number of valid votes cast
0	0	0	0

(v) Invalid votes:

Number of members voted in E-voting	Number of votes cast in E-voting	Number of members voted in person / proxy through Ballot	% of total number of valid votes cast
0	0	0	0

**Result:** The resolution was passed with requisite majority.

Results of the above voting process may be declared by the Chairman of the meeting accordingly.

I, hereby confirm that the relevant records pertaining to the e-voting conducted for the AGM were handed over to the Chairman of the Company for safe-keeping.

#### **Restrictions on use:**

The report has been issued at the request of the Company for:

- (i) submission to the Stock Exchange;
- (ii) to be placed on the website of the Company; and
- (iv) to place on the website of the NSDL/RTA.



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This report is not to be used for any other purpose or to be distributed to any other party. Accordingly, I do not accept or assume any liability or any duty of care or for any other purpose or to any other party to whom it is shown or into whose hands it may come without my prior permission.

Thanking you,  
Yours faithfully,

**For Deepak Dhir & Associates  
Company Secretaries**



**Deepak Kumar Dhir**

M. No. FCS 11633

CP No. 17296

Peer Review No. 1918/202



Date: 01.10.2024

Place: New Delhi

**UDIN: F011633F001402308**

**Witness:**

1. Lalit Kumar  
S/o Sh. Shyam Kumar  
R/o 6-241 Mohan Garden  
Uttam Nagar, Delhi-110059  
Service



2. Sahil Kumar  
S/o Sh. Rajender Kumar  
R/o U-255, Mangolpuri B3  
New Delhi-110083  
Services (Private)

