



01st October, 2025,

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 37th 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 4th November 2015, for the votes casted by the Members at 37th Annual General Meeting of the Company held on 30th September, 2025 at 02:30 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

(Manoj Gangwal)

Director

DIN: 06659068

Encl: a/a

SPML INDIA LIMITED

Regd. Off. 113, Park Street, Poddar Point, South Block, 3rd Floor, Kolkata -700016

Corp. Off. 504,27-Saraswati House, Nehru Place, New Delhi-110019

Ph +91-9711308513 Website: www.spmlindia.net Email: cs@spmlindia.net CIN No L51109WB1988PLC092362



Voting Results for 37th Annual General Meeting held on 30th September, 2025

Date of the AGM : 30.09.2025

Total number of shareholders on record date : 976 Equity Shareholders holding 10438364 Equity Share
(as on 23rd September, 2025)

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: 05
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, 2025 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	20,94,000	45.39	20,94,000	-	100.00	-
	Poll	-	-	-	-	-	-	-
	Total	46,13,210	20,94,000	45.39	20,94,000	-	100.00	-
Public- Institutions	E-Voting	-	-	-	-	-	-	-
	Poll	-	-	-	-	-	-	-
	Total	-	-	-	-	-	-	-
Public- Non Institutions	E-Voting	58,25,154	9,04,570	15.52	9,04,570	-	100.00	-
	Poll	-	-	-	-	-	-	-
	Total	58,25,154	9,04,570	15.52	9,04,570	-	100.00	-
Total		1,04,38,364	29,98,570	28.73	29,98,570	-	100.00	-

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ITEM NO. 2: To appoint a Director in place of Mr. Sushil Sethi (DIN: 00062927), 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?			Yes					
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	18,74,600	40.63	18,74,600	-	100.00	-
	Poll	-	-	-	-	-	-	-
	Total	46,13,210	18,74,600	40.63	18,74,600	-	100.00	-
Public-Institution s	E-Voting	-	-	-	-	-	-	-
	Poll	-	-	-	-	-	-	-
	Total	-	-	-	-	-	-	-
Public- Non Institution s	E-Voting	58,25,154	9,04,570	14.50	9,04,570	-	100.00	-
	Poll	-	-	-	-	-	-	-
	Total	58,25,154	9,04,570	14.50	9,04,570	-	100.00	-
Total		1,04,38,364	27,79,170	26.62	48,57,170	-	100.00	-

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ITEM NO. 3: To appoint M/s. Deepak Dhir & Associates, Company Secretaries, as Secretarial Auditors of the Company for a term of five consecutive years, i.e. from financial year 2025-26 to financial year 2029-30.

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	20,94,000	45.39	20,94,000	-	100.00	-
	Poll	-	-	-	-	-	-	-
	Total	46,13,210	20,94,000	45.39	20,94,000	-	100.00	-
Public- Institutions	E-Voting	-	-	-	-	-	-	-
	Poll	-	-	-	-	-	-	-
	Total	-	-	-	-	-	-	-
Public- Non Institutions	E-Voting	58,25,154	9,04,570	15.52	9,04,570	-	100.00	-
	Poll	-	-	-	-	-	-	-
	Total	58,25,154	9,04,570	15.52	9,04,570	-	100.00	-
Total		1,04,38,364	29,98,570	28.73	29,98,570	-	100.00	-

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ITEM NO. 4: Re-appointment of Mrs. Neeta Boochra (DIN:07644471) as an Independent Director.

Resolution required: (Ordinary/ Special)			Special					
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	20,94,000	45.39	20,94,000	-	100.00	-
	Poll	-	-	-	-	-	-	-
	Total	46,13,210	20,94,000	45.39	20,94,000	-	100.00	-
Public-Institutions	E-Voting	-	-	-	-	-	-	-
	Poll	-	-	-	-	-	-	-
	Total	-	-	-	-	-	-	-
Public- Non Institutions	E-Voting	58,25,154	9,04,570	15.52	9,04,570	-	100.00	-
	Poll	-	-	-	-	-	-	-
	Total	58,25,154	9,04,570	15.52	9,04,570	-	100.00	-
Total		1,04,38,364	29,98,570	28.73	29,98,570	-	100.00	-

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ITEM NO. 5: Re-appointment of Mr. Shalin Jain (DIN:07644471) as an Independent Director.

Resolution required: (Ordinary/ Special)			Special					
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	20,94,000	45.39	20,94,000	-	100.00	-
	Poll	-	-	-	-	-	-	-
	Total	46,13,210	20,94,000	45.39	20,94,000	-	100.00	-
Public- Institutions	E-Voting	-	-	-	-	-	-	-
	Poll	-	-	-	-	-	-	-
	Total	-	-	-	-	-	-	-
Public- Non Institutions	E-Voting	58,25,154	9,04,570	15.52	9,04,570	-	100.00	-
	Poll	-	-	-	-	-	-	-
	Total	58,25,154	9,04,570	15.52	9,04,570	-	100.00	-
Total		1,04,38,364	29,98,570	28.73	29,98,570	-	100.00	-

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Form No. MGT-13

Report of Scrutinizer(s)

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

To,

The Chairman

SPML India Limited

113 Park Street Poddar Point
South Block 3rd Floor Kolkata
West Bengal-700016

**Ref: 37th Annual General Meeting of the Equity Shareholders of SPML India Limited held on
Tuesday, the 30th September 2025 at 02:30 p.m. through Video Conferencing ("VC")
or Other Audio Visual Means ("OAVM").**

Dear Sir(s,)

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 03rd September 2025 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 03rd September, 2025 for the 37th (Thirty Seventh) Annual General Meeting of its Equity Shareholders ("the Meeting/ AGM") through VC/ OAVM, held on Tuesday, the 30th September 2025 at 02:30 p.m. IST through Video Conferencing (VC) or Other Audio Visual Means (OAVM) as per Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and in accordance with Ministry of Corporate Affairs vide its Circular No. 09/2023 dated 25th September, 2023, MCA Circular No. 09/2024 dated 19th September, 2024 (Collectively referred as "MCA Circulars") and Securities and Exchange Board of India ("SEBI") vide its Circular No. SEBI/HO/CFD/CFD-PoD 2/P/CIR/2023/167 dated October 07, 2023 and Circular No. SEBI/HO/CFD/CFD-PoD 2/P/CIR/2024/133 dated October 03, 2024 (Collectively referred as "SEBI Circulars")

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 business (both Ordinary and Special Businesses) transacted in the 37th Annual General Meeting (AGM) of the Company, which was held on Tuesday, the 30th September, 2025 at 02:30 P.M. IST through VC/OAVM. The Service Provider accordingly had set up the e-Voting facility on their website, <https://www.evoting.nsdl.com>.



The Company had uploaded all the items of business transacted at the AGM on the website of the Company and also on that of its Service Provider to facilitate the shareholders in casting their votes through e-Voting.

The Company had sent the Notice of the AGM to the Shareholders on 03rd September 2025 as per the details available with the RTA/Service Provider through e-mail. The said Notice contained the detailed procedure for casting votes electronically, as provided under Rule 20 of the Companies (Management and Administration) Rules, 2014

The cut-off date for the purpose of identifying the shareholders who were entitled to vote on the resolutions placed for approval was Tuesday, the 23rd day of September 2025. As prescribed in the aforesaid Rules, the e-Voting facility was kept open from Saturday, the 27th day of September 2025 at 09:00 a.m. and ended on Monday, the 29th day of September 2025 at 05:00 p.m. As prescribed in clause (v) of sub-rule (4) of Rule 20, the Company had also released an advertisement, which was published in The Echo of India (English) and 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 29th September 2025, the portal of the Service Provider was blocked forthwith. On Wednesday, the 01st day of October 2025, the votes cast through the e-Voting facility were duly unblocked by me as the 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 12 shareholders holding 2998570 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, 2025 and the report of the Board of Directors of and Auditors thereon.

(i) Voted **in favour** of the Resolution:

Type of Voting	Number of Members Voted	Number of Votes Cast by them	% of total number of valid votes cast
Number of members voted in E-voting	12	2998570	100
Total	12	2998570	100



Contd.....3

(ii) Voted **against** of the Resolution:

Type of Voting	Number of Members Voted	Number of Votes Cast by them	% of total number of valid votes cast
Number of members voted in E-voting	0	0	0
Total	0	0	0

(iii) **Invalid** Votes:

Type of Voting	Number of Members Voted	Number of Votes Cast by them	% of total number of invalid votes cast
Number of members voted in E-voting	0	0	0
Total	0	0	0

Results: Based on the aforesaid votes, the resolution as contained in Item No. 01 of the Notice of 37th AGM has been passed with the requisite majority.

Resolution No. 02: Ordinary Resolution:

To appoint a Director in place of Mr. Sushil Sethi (DIN: 00062927), who retires by rotation and being eligible, offers himself for re-appointment.

(i) Voted **in favour** of the Resolution:

Type of Voting	Number of Members Voted	Number of Votes Cast by them	% of total number of valid votes cast
Number of members voted in E-voting	10	2779170	100
Total	10	2779170	100

(ii) Voted **against** of the Resolution:

Type of Voting	Number of Members Voted	Number of Votes Cast by them	% of total number of valid votes cast
Number of members voted in E-voting	0	0	0
Total	0	0	0

(iii) **Invalid** Votes:

Type of Voting	Number of Members Voted	Number of Votes Cast by them	% of total number of invalid votes cast
Number of members voted in E-voting	0	0	0
Total	0	0	0



Contd.....4

Results: Based on the aforesaid votes, the resolution as contained in Item No. 02 of the Notice of 37th AGM has been passed with the requisite majority.

Resolution No. 03: Ordinary Resolution:

To appoint M/s Deepak Dhir & Associates, Practising Company Secretaries as Secretarial Auditors and fix their remuneration.

(i) Voted **in favour** of the Resolution:

Type of Voting	Number of Members Voted	Number of Votes Cast by them	% of total number of valid votes cast
Number of members voted in E-voting	12	2998570	100
Total	12	2998570	100

(ii) Voted **against** of the Resolution:

Type of Voting	Number of Members Voted	Number of Votes Cast by them	% of total number of valid votes cast
Number of members voted in E-voting	0	0	0
Total	0	0	0

(iii) **Invalid** Votes:

Type of Voting	Number of Members Voted	Number of Votes Cast by them	% of total number of invalid votes cast
Number of members voted in E-voting	0	0	0
Total	0	0	0

Results: Based on the aforesaid votes, the resolution as contained in Item No. 03 of the Notice of 37th AGM has been passed with the requisite majority.

Resolution No. 04: Special Resolution:

To re-appoint Mrs. Neeta Boochra (DIN: 07644471), as an Independent Director of the Company for a second term of five consecutive years with effect from September 03, 2025 upto September 02, 2030.

(i) Voted **in favour** of the Resolution:

Type of Voting	Number of Members Voted	Number of Votes Cast by them	% of total number of valid votes cast
Number of members voted in E-voting	12	2998570	100
Total	12	2998570	100



Contd.....5

(ii) Voted **against** of the Resolution:

Type of Voting	Number of Members Voted	Number of Votes Cast by them	% of total number of valid votes cast
Number of members voted in E-voting	0	0	0
Total	0	0	0

(iii) **Invalid** Votes:

Type of Voting	Number of Members Voted	Number of Votes Cast by them	% of total number of invalid votes cast
Number of members voted in E-voting	0	0	0
Total	0	0	0

Results: Based on the aforesaid votes, the resolution as contained in Item No. 04 of the Notice of 37th AGM has been passed with the requisite majority.

Resolution No. 05: Special Resolution:

To re-appoint Mr. Shalin Jain (DIN: 0838944), as an Independent Director of the Company for a second term of five consecutive years with effect from September 03, 2025 upto September 02, 2030.

(i) Voted **in favour** of the Resolution:

Type of Voting	Number of Members Voted	Number of Votes Cast by them	% of total number of valid votes cast
Number of members voted in E-voting	12	2998570	100
Total	12	2998570	100

(ii) Voted **against** of the Resolution:

Type of Voting	Number of Members Voted	Number of Votes Cast by them	% of total number of valid votes cast
Number of members voted in E-voting	0	0	0
Total	0	0	0

(iii) **Invalid** Votes:

Type of Voting	Number of Members Voted	Number of Votes Cast by them	% of total number of invalid votes cast
Number of members voted in E-voting	0	0	0
Total	0	0	0



Results: Based on the aforesaid votes, the resolution as contained in Item No. 05 of the Notice of 37th AGM has been passed with the requisite majority.

The data containing records of the voting by the shareholders of the Company through remote e-voting and e-voting at AGM through VC/OAVM has been handed over to the Company Secretary for keeping in for safe record.

Based on the above information, you may kindly announce the results.

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
- (iii) to place on the website of the NSDL/RTA.

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.

**For Deepak Dhir & Associates
Company Secretaries**



Deepak
Deepak Kumar Dhir
M. No. FCS 11633
CP No. 17296

Peer Review No. 1918/2022

Date: 01.10.2025

Place: New Delhi

UDIN: F011633G001416729

Witness:

1. Name: *Lalit Kumar*
Father's Name: *Shyam Kumar*
Address: *S-241 Mohan Garden
Uttam Nagar New Delhi - 110059*
Occupation: *Service*

Signature: *Lalit*

2. Name: *Sahil Kumar*
Father's Name: *Sh. Rajender Kumar*
Address: *G-255 Mangolpuri
New Delhi - 110083*
Occupation: *Service*

Signature: *Sahil*