

ANNEXURE I

1. Name of Listed Entity - **SPML India Limited**
 2. Quarter ending - **31-Dec-2025**

i. Composition of Board of Director

Title (Mr. / Ms)	Name of the Director	DIN	PAN	Category (Chairperson /Executive/Non - Executive/ Independent/ Nominee)	Initial Date of Appointment	Date of Re Appointment	Tenure	Date of Birth	No. of Directorship in listed entities including this listed entity	No of Independent Directorship in listed entities including this listed entity	No of memberships in Audit/ Stakeholder Committee(s) including this listed entity	No of post Chairperson in Audit / Stakeholder Committee held listed entity including this list entity
Mr.	Manoj Kumar Gangwal	06659068	AASPG8203F	Non-Executive	23-07-20	07-11-2023		01.07.1972	1	0	1	0
Mrs.	Neeta Boochra	07644471	AGTPB5148D	Non-Executive-Independent	18-08-20	03.09.2025	05	26.10.1964	1	1	2	2
Mr.	Shalin Jain	08389442	ALDPJ8813E	Non-Executive-Independent	20-05-20	03.09.2025	05	17-06-1984	1	1	2	0
Mr.	Sushil Sethi	00062927	AMGPS8647D	Executive	18-08-20	07-11-2023		22-07-1958	2	0	2	0

ii. Composition of Committees

a. Audit Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Mr. Neeta Boochra	ID	Chairperson	18-08-20	
2	Mr. Shalin Jain	ID	Member	23-07-20	
3	Mr. Manoj Kumar Gangwal	NED	Member	07-11-23	

b. Stakeholders Relationship Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Mr. Neeta Boochra	ID	Member	18-08-20	
2	Mr. Shalin Jain	ID	Chairperson	23-07-20	
3	Mr. Sushil Sethi	ED	Member	07-11-23	

c. Nomination and Remuneration Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Mr. Neeta Boochra	ID	Chairperson	18-08-20	
2	Mr. Shalin Jain	ID	Member	23-07-20	
3	Mr. Manoj Kumar Gangwal	NED	Member	07-11-23	

iii. Meeting of Board of Directors

Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter	Whether requirement of Quorum met	Number of Directors present	Number of Independent Directors present
12.08.2025	11.11.2025	Yes	4	2
03.09.2025	08.12.2025	Yes	4	2

iv. Meeting of Committees

Name of the Committee	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (Yes/No)	Number of Directors present	Number of independent directors present	Date(s) of meeting during of the committee in the previous quarter
Audit Committee	11.11.2025	Yes Required quorum of 2 members was met	3	2	12.08.2025
Audit Committee	-	Yes Required quorum of 2 members was met	3	2	03.09.2025
Nomination and Remuneration Committee	-	Yes Required quorum of 2 members was met	3	2	03.09.2025
Stakeholders Relationship Committee	-	Yes Required quorum of 2 members was met	3	2	03.09.2025

v. Related Party Transactions

Subject	Compliance status (Yes/No/NA)
Whether prior approval of audit committee obtained	Yes
Whether shareholder approval obtained for material RPT	Yes
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes



SPML India Limited
Corporate Governance Report

VI. Affirmations

1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. - **Yes**
2. The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015
 - a. Audit Committee - **Yes**
 - b. Nomination & remuneration committee - **Yes**
 - c. Stakeholders relationship committee – **Yes**
 - d. Risk management committee (applicable to the top 100 listed entities) - **Not applicable**
3. The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015. - **Yes**
4. The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.- **Yes**
5. a. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. - **Yes**
b. Any comments/observations/advice of Board of Directors may be mentioned here:

Name : **Sandeep Jain**
Designation : **CFO**
Date : **29.01.2026**

ANNEXURE II

Name of Listed Entity **- SPML India Limited**
Quarter ending **- 31-December -2025**

Affirmations

Broad Heading	Regulation Number	Compliance Status
Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website	46(2)	Yes
Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes
Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	Yes
Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting	20(3)	Yes
Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes

Name : **Sandeep Jain**
Designation : **CFO**
Date : **29.01.2026**