



Aug 30, 2024

BSE LIMITED
Department of Corporate Affairs
Phiroze Jeejeebhoy Tower
Dalal Street
Mumbai-400001

Dear Sir/Madam,

Scrip Code: 517166

Sub: **Intimation under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

Pursuant to Regulation 30 read with Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we wish to inform that pursuant to approval of Shareholders of the Company by way of ordinary resolution passed in the 39th Annual General Meeting of the Company held on Aug 28, 2024, the company has approved the following:

- Appointment of Dr.V.V. Meenakshi Jayakumar (DIN: 10680038) as Non-Executive/Non-Independent Director of the Company
- Reappointment of Mr. Swaminathan Chandramohan (DIN: 00052571) as an Independent Director for a second period of five years
- Appointment of Mr. Venkatesh Ramanujam (DIN: 07242631) as an Independent Director for a period of five years
- Approving the modification in the terms of Debenture by altering the nature of Debentures from Non-convertible Debentures to Convertible Debentures and alteration in Debenture trust deed thereon and on Debenture Trustee and to convert Convertible Debentures into Non-Convertible cumulative Preference Shares of the Company
- Issuance of preference shares by converting 6,00,00,000 (Rs. Six crores only) of unsecured loan borrowed from Dr. A.C. Muthiah
- Amendment of Memorandum of Association of the Company
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The details required under Regulation 30 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 read with SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated Jul 13, 2023 are given in **Annexure-A**.

Kindly take the same on record.

SPEL Semiconductor Limited

CIN : L32201TN1984PLC011434
5 CMDA Industrial Estate MM Nagar (Chennai) 603 209 India
eMail : info@natronix.net
Website : www.natronix.net



Thanking you.

Yours faithfully,

For **SPEL Semiconductor Limited**

A handwritten signature in black ink, appearing to read "P. Palanichamy", followed by a horizontal line.

Palanichamy Balamurugan
Whole-Time Director
(DIN:07480881)

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Annexure-A

Disclosure on appointment of Director Ms. Meenakshi Jayakumar pursuant to SEBI (LODR) Regulation, 2015

Reason for change viz. appointment, resignation, removal, death or otherwise;	Appointment of Ms. Meenakshi Jayakumar (DIN: 10680038) as a Non-Executive Non-Independent Director with effect from 24 th June, 2024 on the Board of the Company is being regularized pursuant to approval of Shareholders of the Company by way of ordinary resolution passed in the 39 th Annual General Meeting of the Company held on August 28, 2024.
Date of Appointment	Appointment of Ms. Meenakshi Jayakumar (DIN: 10680038) as a Non-Executive Non-Independent Director on the Board of the Company with effect from 24 th June, 2024, is being regularized pursuant to approval of Shareholders of the Company by way of ordinary resolution passed in the 39 th Annual General Meeting of the Company held on August 28, 2024.
Brief Profile	Music, Drama, Musicology, Teaching, Guidance Counselling
Disclosure of relationships between Directors	Nil

Disclosure on appointment of Director Mr.Swaminathan Chandramohan pursuant to SEBI (LODR) Regulation, 2015

<p>Reason for change viz. appointment, resignation, removal, death or otherwise;</p>	<p>Reappointment of Mr.Swaminathan Chandramohan (DIN: 00052571) as a Non-Executive Independent Director of the Company, who has submitted a declaration that he meets the criteria for independence as provided in Section 149 (6) of the Act and is eligible for appointed as an Independent Director of the Company for the second term with effect from May 29, 2024 and upto May 28, 2029 not liable to retire by rotation.”</p>
<p>Date of Appointment</p>	<p>Reappointment of Mr.Swaminathan Chandramohan as a Non-Executive Independent Director of the company who has submitted a declaration that he meets the criteria for independence as provided in Section 149 (6) of the Act and is eligible for appointed as an Independent Director of the Company for the second term with effect from May 29, 2024 and upto May 28, 2029 not liable to retire by rotation.”</p>
<p>Brief Profile</p>	<p>Mr. Swaminathan Chandramohan was inducted into the Board of Directors of the Company to help provide the Board with effective leadership in relation to the Company's strategy, performance, and risk management as well as ensuring high standard of corporate governance</p>
<p>Disclosure of relationships between Directors</p>	<p>Nil</p>

Disclosure on appointment of Director Mr. Venkatesh Ramanujam pursuant to SEBI (LODR) Regulation, 2015

<p>Reason for change viz. appointment, resignation, removal, death or otherwise;</p>	<p>Appointment of Mr. Venkatesh Ramanujam (DIN: 07242631) as a Non-Executive Independent Director of the company who has submitted a declaration that he meets the criteria for independence as provided in Section 149 (6) of the Act and is eligible for appointed as an Independent Director of the Company for the first term with effect from June 17th, 2024 and upto June 16, 2029 not liable to retire by rotation.”</p>
<p>Date of Appointment</p>	<p>Appointment of Mr. Venkatesh Ramanujam (DIN: 07242631) as a Non-Executive Independent Director of the Company who has submitted a declaration that he meets the criteria for independence as provided in Section 149 (6) of the Act and is eligible for appointed as an Independent Director of the Company for the first term with effect from June 17th, 2024 and upto June 16, 2029 not liable to retire by rotation.”</p>
<p>Brief Profile</p>	<p>Mr. Venkatesh Ramanujam was inducted into the Board of Directors of the Company to help provide the Board with effective leadership in relation to the Company's strategy, performance, and risk management as well as ensuring high standard of corporate governance</p>
<p>Disclosure of relationships between Directors</p>	<p>Nil</p>

Disclosure with regard to Issuance of preference shares by converting 6, 00, 00,000 (Rs. Six crores only) of unsecured loan borrowed from Mr. A.C.Muthiah :

Type of securities proposed to be issued	Non Convertible cumulative Preference Shares
Type of issuance	Conversion of unsecured loan
Total number of securities proposed to be issued	6,00,000 Preference shares of Rs. 100 each

Disclosure with regard to modification in the terms of Debenture by altering the nature of Debentures from Non-convertible Debentures to Convertible Debentures and alteration in Debenture trust deed thereon and on Debenture Trustee and to convert Convertible Debentures into Non Convertible cumulative Preference Shares of the Company

Type of securities proposed to be issued	Non Convertible cumulative Preference Shares
Type of issuance	Conversion of 7,00,000 Convertible Secured Debentures of nominal value of Rs. 100 each into 7,00,000 Non Convertible cumulative Preference Shares of nominal value of Rs. 100 each
Total number of securities proposed to be issued	7,00,000 Debentures having nominal value of Rs. 100/- each

Disclosure with regard to Alteration of Memorandum of Association :

Due to reclassification of authorised capital of the company the Clause V of MOA is Substituted with the following clause:

V. The Authorized Share Capital of the Company is Rs. 60,00,00,000/- (Rupees Sixty crores only) comprising of Rs. 47,00,00,000/- (Rs.Forty seven Crore Only) divided into 4,70,00,000 Equity Shares of Rs. 10/- each and Rs. 13,00,00,000 divided into 13,00,000 (Thirteen lakhs Only) Preference share of Rs. 100 each."