

June 26, 2023

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

Dear Sir/Madam,

Scrip Code:517166

Sub: **Intimation of Outcome of Results of the Postal Ballot under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

Mr. N. Ramanathan, Designated Partner of M/s. S Dhanapal & Associates LLP, Practising Company Secretaries, who was appointed as Scrutinizer for the aforesaid Postal Ballot has submitted his Scrutinizer Report dated 26th June, 2023 addressed to the Chairman of the Company. In accordance with the said report, the results were declared by Mr. K. Ravikumar, Chairman, at the registered office of the Company today, i.e., 26th June, 2023.

Shareholders approval was sought by way of an Ordinary Resolution, relating to the below mentioned Agenda Item:

1. Appointment of M/s. Venkatesh & Co., Chartered Accountants (FRN:004636S) as Statutory Auditors to fill the casual vacancy caused by the resignation of Mr. K. Nandhiswaran (M.No. 207644)

As per the Scrutinizer Report, chairman announced that the resolution has been passed by the Shareholders of the Company with requisite majority.

Further, the disclosure of business transacted by the Company pertaining to the voting results of postal ballot pursuant to Regulation 44 of the SEBI (LODR) Regulations, 2015 is furnished below:-

Date of Declaration of results of Postal Ballot: 26th June 2023.

Total number of shareholders as on 19th May 2023 (cut-off date for reckoning the voting rights of shareholders): 62549

1. **Resolution - Appointment of M/s. Venkatesh & Co., Chartered Accountants (FRN:004636S) as Statutory Auditors to fill the casual vacancy caused by the resignation of Mr. K. Nandhiswaran (M.No. 207644)**

Resolution required: Ordinary Resolution

Manner of voting: E-voting

Whether Promoter/ Promoter Group are interested in the 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	E-voting	27284780	27284780	100.00	27284780	0	100.00	0
	Poll		0	0	0	0	0	0

SPEL Semiconductor Limited

CIN : L32201TN1984PLC011434

5, CMDA Industrial Estate, M.M.Nagar (Chennai) – 603 209 India

info@spel.com ; www.spel.com

Promoter Group	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	27284780	27284780	100.00	27284780	0	100.00	0
Public Institutions	E-voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
Public Non Institutions	E-voting	21341	21341	100.00	20686	655	96.93	3.07
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	21341	21341	100	20686	655	96.93	3.07
	Total	27306121	27306121	100	27305466	655	99.99	0.01

voting rights are in proportion to the Paid-Up value of Shares held as on 19th May 2023.

* Under this column, the valid votes polled on e-voting are mentioned.

The number of votes polled in favour of the Ordinary Resolution is 99.99% (100% of the total valid votes).

Thus, the Ordinary Resolution has been approved by the Shareholders with requisite majority.

The above results for all the resolutions have been announced by Mr. K. Ravikumar, Chairman on 26th June 2023 at the Registered Office of the Company.

We enclose herewith a copy of the Scrutinizer's Report for your reference.

Thanking you,

Yours truly

For SPEL SEMICONDUCTOR LIMITED



SANKARANARAYANAN SIVARAMAN

(FCS 2918)

COMPANY SECRETARY

S Dhanapal & Associates LLP

Practising Company Secretaries

Designated Partners :

S. Dhanapal, B.Com., B.A.B.L., F.C.S
N. Ramanathan, B.Com., F.C.S
Smita Chirimar, M.Com., F.C.S, DCG(ICSI)

FORM NO. MGT-13
REPORT OF SCRUTINIZER

[Pursuant to Sections 108 & 110 of the Companies Act, 2013 and Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014]

To
The Chairman,
M/s. SPEL SEMICONDUCTOR LIMITED
5, CMDA Industrial Estate,
Maraimalai Nagar-603209

Dear Sir,

I, N. Ramanathan, Designated Partner of M/s. S Dhanapal & Associates LLP, Practising Company Secretaries, appointed as Scrutinizer for the purpose of conducting the Postal Ballot and scrutinizing the voting process for passing of resolution as set out in the notice of postal ballot dated **25.05.2023** of **M/s. SPEL SEMICONDUCTOR LIMITED (L32201TN1984PLC011434)**, submit my report as under:

1. In terms of the provisions of Section 110 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014, I was appointed as the Scrutinizer by the Company to conduct the Postal Ballot as contained in the Notice dated May 25, 2023.
2. In terms of Sections 110 and 108 of the Companies Act, 2013, and other applicable provisions, if any, of the Act read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014, General Circular No.14/2020 dated 8th April, 2020, General Circular No.17/2020 dated 13th April, 2020 General Circular No. 22/2020 dated 15th June, 2020, General Circular No. 33/2020 dated 28th September, 2020, General Circular No. 39/2020 dated 31st December 2020 and General Circular No. 11/2022 dated 28th December 2022 respectively (collectively referred to as "MCA circulars"), in relation to "Clarification on passing ordinary and special resolutions by companies under Companies Act, 2013 and the rules made thereunder on account of the threat



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posed by COVID - 19" issued by the Ministry of Corporate Affairs, Government of India, Members' approval was sought for the following:

(i) Appointment of M/s. Venkatesh & Co., Chartered Accountants (FRN:004636S) as Statutory Auditors to fill the casual vacancy caused by the resignation of Mr. K. Nandhiswaran (M.No. 207644)

3. The Company has informed that, on the basis of the Register of Members and the List of Beneficial Owners made available by the Depositories viz., National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL), as on Friday, May 19, 2023 ("the cut-off date"), the Company completed dispatch of the notice of Postal Ballot by E-Mail on May 26, 2023 who had registered their email-ids with the Company/Depositories.
4. In terms of the aforesaid notice, Members were required to convey their assent or dissent, through remote e-voting system, on e-voting platform provided by CDSL from 10:00 A.M. (IST) on Saturday, 27th May, 2023 to 5:00 P.M. (IST) on Sunday, 25th June, 2023.
5. Members had cast their votes on the remote e-voting platform till 5:00 P.M. (IST) on Sunday, 25th June, 2023.
6. Members voting rights were provided by Cameo Corporate Services Limited, Registrar & Transfer Agent of the Company.
7. A summary of the votes cast is given below. The Voting Rights of the members is in proportion to their share of paid up equity share capital of the Company as on cut-off date i.e. 19.05.2023 and as per Register of Members of the Company.

(i) Appointment of M/s. Venkatesh & Co., Chartered Accountants (FRN:004636S) as Statutory Auditors to fill the casual vacancy caused by the resignation of Mr. K. Nandhiswaran (M.No. 207644)

	No. of Shares	No. of Members
Total Votes Cast	2,73,06,121	111
Less: Invalid votes	0	0
Net Valid votes cast	2,73,06,121	111
Votes cast in favour	2,73,05,466	103
Votes Cast against	655	8

% of total valid votes cast in favour of the resolution: 99.99 %

% of total valid votes cast against the resolution:0.01 %




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8. In terms of the provisions of Section 110 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014, the documents, if any, relating to postal ballot which are in my custody shall remain under my custody until the Minutes are signed and approved by the Chairman and the same will be handed over to the Company after the declaration of the results.
9. Taking note of the above voting results with regard to the resolution as contained in the notice, the Chairman may declare the result of the voting (electronic) by postal ballot.

Place: Chennai
Date: 26.06.2023

Yours faithfully,
For **S DHANAPAL & ASSOCIATES LLP**
(Practising Company Secretaries)
LLPIN -ACB-0368
Peer Review No.1107/2021



N. Ramanathan
N. RAMANATHAN
DESIGNATED PARTNER
M. No.F6665
C.P. No.11084
UDIN: F006665E000501016

SD