

Jun 29, 2023

**BSE LIMITED**  
**Department of Corporate Services**  
**Phiroze Jeejeebhoy Tower**  
**Dalal Street,**  
**Mumbai - 400 001**

Dear Sir/Madam,

Scrip Code: 517166

Sub: **Compliance under Regulation 24(A) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015**

Ref: **Mail dated June 21, 2023 having subject-Discrepancies in ASRC Report filed under Regulation 24A of SEBI (LODR) Regulation, 2015**

Pursuant to Regulation 24(A) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, and pursuant to Mail received from your good office dated June 21, 2023 having on Discrepancies in ASRC Report filed under Regulation 24A of SEBI (LODR) Regulation, 2015, we enclose herewith the revised Secretarial Compliance Report duly issued by Practicing Company Secretary, for the financial year ended March 31, 2023.

Kindly take the same on record.

Thanking you.

Yours faithfully,  
For **SPEL SEMICONDUCTOR LIMITED**



**SANKARANARAYANAN SIVARAMAN (FCS 2918)**  
**COMPANY SECRETARY**

# T.BALASUBRAMANIAN

FCS, M.C.S., B.B.A., PGD PM & IR

Company Secretary

## Secretarial Compliance Report of SPEL SEMICONDUCTOR LIMITED for the year ended 31<sup>st</sup> March 2023.

To,

### SPEL SEMICONDUCTOR LIMITED

5, CMDA Industrial Estate,  
Maraimalai Nagar – 603 209

I, T. Balasubramanian have examined:

- (a) all the documents and records made available to us and explanation provided by SPEL Semiconductor Limited (“the Listed Entity”),
- (b) the filings/submissions made by the listed entity to the stock exchanges,
- (c) website of the listed entity,
- (d) any other document/ filing, as may be relevant, which has been relied upon to make this certification, for the year ended 31<sup>st</sup> March 2023 (“Review Period”) in respect of compliance with the provisions of:
  - (i) the Securities and Exchange Board of India Act, 1992 (“SEBI Act”) and the Regulations, circulars, guidelines issued thereunder; and
  - (ii) the **Securities Contracts (Regulation) Act, 1956** (“SCRA”), rules made thereunder and the Regulations, circulars, guidelines issued thereunder by the Securities and Exchange Board of India (“SEBI”);

The specific Regulations, whose provisions and the circulars/ guidelines issued thereunder, have been examined, include:-

- (a) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- (b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
- (c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- (d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018;
- (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;
- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
- (g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013;
- (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015; and Circulars / Guidelines issued thereunder;

and based on the above examination, I hereby report that, during the Review Period:



(a) The listed entity has complied with the provisions of the above Regulations and circulars/ guidelines issued thereunder except in respect of matters specified below:

Sr.No	Compliance Requirement (Regulations, Circulars, guidelines including specific clause)	Regulation / Circular No.	Deviations	Action taken by	Type of Action	Details of Violation	of Fine Amount	Observation / Remarks of the Practicing Company Secretary	Management Response	Remarks
1.	Shareholding Pattern – to be filed 30 <sup>th</sup> September, 2022	Reg. 31 of Companies Act, 2013	Filed on 15 <sup>th</sup> December, 2022	BSE	Nil	Delay in filing Shareholding Pattern for the quarter 30 <sup>th</sup> September, 2022	Nil	Delay filing.	Nil	---



Sr.No	Compliance Requirement (Regulations, Circulars, guidelines including specific clause)	Regulation / Circular No.	Deviations	Action taken by	Type of Action	Details of Violation	Fine Amount	Observation / Remarks of the Practicing Company Secretary	Management Response	Remarks
2.	Reconciliation of share capital to be filed on 30 <sup>th</sup> September, 2022	Regulation 55A (1) of SEBI (Depositories and Participants) Regulations, 1996	Filed on 23 <sup>rd</sup> December, 2022	BSE	Nil	Delay in filing Shareholding Pattern for the quarter 30 <sup>th</sup> September, 2022	Nil	Filed on 23 <sup>rd</sup> December, 2022	Nil	--
3.	Submission of Annual Report	Regulation 34	Submission 21 days on or before the date of AGM	SEBI	Fine	Non-submission of Annual Report with the prescribed time.	Rs. 25,960/-	Fine Paid	Fine paid	---
4.	Payment of Salary and Gratuity to Ex-employees of the Company		Payment of Salary and Gratuity not made to Ex-employees of the Company	NCLT	Case filed with NCLT	Non-Payment of Salary and Gratuity to Ex-employees of the Company	----	Case is still pending	Case is still pending	---

\*Annual Listing Fee is Pending for the year 2022-2023 Rs 354000/- (Including GST)





11.	Actions taken by SEBI or Stock Exchange(s), if any:	SEBI imposed fine vide Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/12 dt. 22 <sup>nd</sup> January 2020 on Non-submission of Annual Report with the prescribed time is Rs. 25,960/-. The same has been paid by the Company.
12.	Additional Non-compliances, if any:	Nil

Place: Chennai  
Date: 31.05.2023

  
T. BALASUBRAMANIAN  
FCS No.: 7987  
C P No.: 3402  
UDIN:F007987E000438527

