

**SSPDL LIMITED**

Corporate Identity Number (CIN): L70100TG1994PLC018540

Registered Office:3rd Floor, Serene Towers, 8-2-623/A, Road No.10,
Banjara Hills, Hyderabad - 500 034, Telangana, India.

Phone: 040-6663 7560.

Website: www.sspdl.com E-mail: investors@sspdl.com

POSTAL BALLOT NOTICE**Dear Member(s),**

NOTICE is hereby given pursuant to the provisions of Section 108, Section 110 and other applicable provisions, if any, of the Companies Act, 2013 (the "**Act**") read with Rule 20 and Rule 22 of the Companies (Management and Administration) Rules, 2014 (the "**Rules**"), including any statutory amendment(s), modification(s), variation(s) or re-enactment(s) thereto, for the time being in force and in accordance with the guidelines issued by the Ministry of Corporate Affairs ("**MCA**") for holding general meetings/ conducting the process of postal ballot through remote e-Voting vide General Circulars issued by MCA ("**MCA Circulars**") from time to time, the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("**Listing Regulations**"), Secretarial Standard – 2 on General Meetings (the "**SS-2**") issued by the Institute of Company Secretaries of India and other applicable laws and regulations, if any, that the resolutions seeking approval for re-appointment of Sri K.Shashi Chandra (DIN 07258691) and Sri P.Muralikrishna (DIN 08043970) as a Non-Executive Independent Director for second term of five years, is proposed to be passed as a Special Resolution by the Members of SSPDL Limited ("**Company**") by way of postal ballot only through voting by electronic means ("**remote e-Voting**").

VOTING STARTS ON	VOTING ENDS AT
Thursday, the 10th July, 2025 at 9:00 a.m. (IST)	Friday, the 8 th August, 2025 at 5:00 p.m. (IST)

You are requested to consider the proposed special resolutions, notes, explanatory statement, and annexures enclosed with this notice, which form part of this notice, and cast your vote by selecting appropriate options, i.e., assent (in favour) or dissent (against) using the e-voting facility provided by NSDL.

SPECIAL BUSINESSES:

1. To re-appoint **Sri K.Shashi Chandra** as Independent Director and in this regard pass the following resolution as a **Special Resolution**:

"RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152, Schedule IV and all other applicable provisions of the Companies Act, 2013, Rules made thereunder and Regulation 17(1A), 25(2A) and other applicable regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Articles of Association of the Company, Sri K.Shashi Chandra (DIN: 07258691), be and is hereby re-appointed as Independent Director, not to retire by rotation, for a period of five years with effect from 12th August, 2025 to 11th August, 2030."

“RESOLVED FURTHER THAT the Board be and is hereby authorized to delegate all or any of the powers to any committee of directors with power to further delegate to or any other Officer(s) / Authorized Representative(s) of the Company to do all acts, deeds and things and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

2. To re-appoint **Sri P.Muralikrishna** as Independent Director and in this regard pass the following resolution as a **Special Resolution**:

“RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152, Schedule IV and all other applicable provisions of the Companies Act, 2013, Rules made thereunder and Regulation 17(1A), 25(2A) and other applicable regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Articles of Association of the Company, Sri P.Muralikrishna (DIN: 08043970), be and is hereby re-appointed as Independent Director, not to retire by rotation, for a period of five years with effect from 4th September, 2025 to 3rd September, 2030.”

“RESOLVED FURTHER THAT the Board be and is hereby authorized to delegate all or any of the powers to any committee of directors with power to further delegate to or any other Officer(s) / Authorized Representative(s) of the Company to do all acts, deeds and things and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

**By Order of the Board
For SSPDL Limited**

Sd/-

**A.Shailendra Babu
Company Secretary**

Place : Hyderabad
Date : 05.07.2025

SSPDL Limited

Registered Office:

3rd Floor, Serene Towers,
8-2-623/A, Road No.10, Banjara Hills,
Hyderabad - 500 034, Telangana, India.

Corporate Identity Number (CIN): L70100TG1994PLC018540

Phone: 040-6663 7560

Website: www.sspdl.com E-mail: investors@sspdl.com

NOTES:

1. The relevant explanatory statement pursuant to Section 102 of the Companies Act, 2013 (“**Act**”) and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“**Listing Regulations**”) setting out the material facts and reasons for the proposed Resolutions of the Postal Ballot Notice and other details are annexed hereto and form part of this notice.
2. In compliance with the provisions of Section 108 and Section 110 of the Act read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014, Regulation 44 of the Listing Regulations, SS-2 and the MCA Circulars, the Company is pleased to provide remote e-Voting facility to its Members, to enable them to cast their votes electronically. The Company has engaged the services of National Securities Depository Limited (“**NSDL**”) to provide a remote e-voting facility to its Members.

3. In compliance with the MCA Circulars, the Postal Ballot Notice along with the instructions regarding remote e-Voting is being sent by electronic mode only to those Members whose names appear in the Register of Members/ list of Beneficial Owners, maintained by the Company/ Depositories as at close of business hours on **Friday, the 4th July, 2025 (i.e. Cut-off date)**, and whose email IDs are registered with the Depository Participants (DPs) or with the Company or its Registrar and Transfer Agent i.e. Kfin Technologies Limited (**RTA/KFin**) as on the **Cut-off date**.
4. Members holding shares either in physical form or dematerialized form, as on the cut-off date (including those Members who may not receive this Postal Ballot Notice due to non-registration of their email address with KFin or the DPs, as aforesaid) can cast their votes electronically, in respect of the Resolution(s) as set out in the Postal Ballot Notice only through the remote e-Voting.
5. As per the MCA Circulars, physical copies of the postal ballot notice, postal ballot forms, and pre-paid business reply envelopes are not being sent to Members for this postal ballot. Members are requested to provide their assent or dissent through remote e-Voting only. The Company has engaged the services of NSDL to provide a remote e-Voting facility to its Members.
6. A copy of the Postal Ballot Notice is available on the website of the Company at www.sspdl.com, website of the stock exchange, i.e., BSE Limited at www.bseindia.com, and on the website of NSDL at <https://www.evoting.nsdl.com/>
7. After sending the notice of Postal Ballot through email, an advertisement shall be published in English newspaper and Telugu newspaper, each with wide circulation in the district, where the Registered Office of the Company is situated, and it will be placed on the Company's website at www.sspdl.com.
8. The voting rights of the Members shall be in proportion to their share of the paid-up equity share capital of the Company as on the cut-off date, i.e., **Friday, the 4th July, 2025**. Members whose names appear in the Register of Members/ List of Beneficial Owners as on the cut-off date shall only be considered eligible for the purpose of remote e-Voting, and those Members would be able to cast their votes and convey their assent or dissent to the proposed resolutions only through the remote e-Voting process. Any person who is not a Member as on the Cut-off date should treat this Postal Ballot Notice for information purposes only.
9. Members of the Company as on the cut-off date (including those Members who may not have received this Notice due to non-registration of their e-mail addresses with the Company/RTA/Depositories) shall be entitled to vote in relation to the resolutions in accordance with the process specified in this Postal Ballot Notice. A Member cannot exercise his/her vote by proxy on a Postal Ballot.
10. The **remote e-Voting** shall commence on **Thursday, the 10th July, 2025 at 9:00 a.m. (IST)** and shall end on **Friday, the 8th August, 2025 at 5:00 p.m. (IST)**. During this period, Members of the Company holding shares in physical or electronic form as on the cut-off date may cast their vote electronically. The remote e-Voting will be disabled by NSDL immediately thereafter and will not be allowed beyond the said date and time. Once the vote on the Resolutions is cast by the Member, he/she shall not be allowed to change it subsequently.
11. The resolution, if passed by the requisite majority through Postal Ballot, will be deemed to have been passed on the last date specified for voting, i.e., **Friday, the 8th August, 2025**. Further, resolutions passed by the members through postal

ballot are deemed to have been passed as if they were passed at a general meeting of the members.

- 12 Pursuant to Rule 22(5) of the Rules, the Board of Directors of your Company has appointed **Savita Jyoti Associates, Practicing Company Secretaries** (Membership No. F 3738), as **the Scrutinizer** to conduct the Postal Ballot through a remote e-voting process in a fair and transparent manner. Upon completion of the scrutiny of the votes cast through remote e-voting, the Scrutinizer will submit the report to the Chairman of the Company or any person authorized by him. The results of the Postal Ballot will be announced on or before **5:00 p.m. (IST) on Sunday, the 10th August, 2025.**
- 13 The said results, along with the Scrutinizer's Report, would be intimated to BSE Limited, where the Equity Shares of the Company are listed. The results will also be uploaded on the Company's website www.sspdl.com and on the website of NSDL <https://www.evoting.nsdl.com/>. The results shall also be displayed on the notice board at the Registered and Corporate Office of the Company as per the applicable law.
- 14 **The instructions for remote e-voting are as under:**

The way to vote electronically on NSDL e-Voting system consists of 'Two Steps' which are mentioned below:

Step 1: Access to NSDL e-Voting system:

(A). Login method for e-Voting by Individual shareholders holding securities in demat mode is given below:

In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on "e-Voting facility provided to Listed Companies", all the individual shareholders holding securities in demat mode, by way of single login credential, are allowed to vote through their demat account maintained with Depositories and Depository Participants, so that such shareholders would be able to cast their vote without having to register again with the e-voting service provider. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Type of Login Method

Shareholders

- | | |
|---|--|
| Individual Shareholders holding securities in demat mode with NSDL. | <ol style="list-style-type: none">1. For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evoting_login.jsp. You will have to enter your 8-digit DP ID, 8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.2. Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section, this will prompt you to |
|---|--|

enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on **“Access to e-Voting”** under e-Voting services and you will be able to see e-Voting page. Click on company name or **e-Voting service provider i.e., NSDL** and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period.

3. If you are not registered for IDeAS e-Services, option to register is available at <https://eservices.nsd.com>. Select **“Register Online for IDeAS Portal”** or click at <https://eservices.nsd.com/SecureWeb/IdeasDirectReg.jsp>
4. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsd.com/> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or **e-Voting service provider i.e., NSDL** and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.
5. Shareholders/Members can also download NSDL Mobile App **“NSDL Speede”** facility by scanning the QR code mentioned below for seamless voting experience.



Individual Shareholders holding securities in demat mode with CDSL

1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then user your existing my easi username & password.
2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period. Additionally, there is also links provided to access the

system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly.

3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option.
4. Alternatively, the user can directly access e-Voting page by providing the Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on the registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also be able to directly access the system of all e-Voting Service Providers.

Individual Shareholders (holding securities in demat mode) through their depository participants

You can also log in using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for the e-Voting facility. upon logging in, you will be able to see the e-Voting option. Click on the e-Voting option, and you will be redirected to the NSDL/CDSL Depository site after successful authentication, wherein you can see the e-Voting feature. Click on company name or e-Voting service provider, i.e., NSDL, and you will be redirected to the e-Voting website of NSDL for casting your vote during the remote e-Voting period.

Important note: Members who are unable to retrieve their User ID / Password are advised to use the Forgot User ID and Forgot Password option available at the above-mentioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through the Depository i.e., NSDL and CDSL.

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.com or call at 022 - 4886 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800-21-0titi11

(B) Login Method for e-Voting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

How to Log-in to NSDL e-Voting website?

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.

2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP, and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL eservices, i.e. IDEAS, you can log-in at <https://eservices.nSDL.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

4. Your User ID details are given below :

**Manner of holding shares Your User ID is:
i.e., Demat (NSDL or
CDSL) or Physical**

- a) For Members who hold shares in a demat account with NSDL. 8 Character DP ID followed by 8 Digit Client ID For example, if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
- b) For Members who hold shares in a demat account with CDSL. 16 Digit Beneficiary ID For example, if your Beneficiary ID is 12***** then your user ID is 12*****
- c) For Members holding shares in Physical Form. EVEN Number followed by Folio Number registered with the company For example, if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:

- a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
- b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
- c) How to retrieve your 'initial password'?
 - (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The pdf file contains your 'User ID' and your 'initial password'.
 - (ii) If your email ID is not registered, please follow the steps mentioned below in the **process for those shareholders whose email IDs are not registered.**

6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
 - a) Click on "**Forgot User Details/Password?**" (If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
 - b) **Physical User Reset Password?**" (If you are holding shares in physical mode) an option available on www.evoting.nsdl.com.
 - c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.com mentioning your demat account number/folio number, your PAN, your name and your registered address, etc.
 - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.

Step 2: Cast your vote electronically on NSDL e-Voting system:

How to cast your vote electronically on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle and General Meeting is in active status.
2. Select "EVEN" of the company for which you wish to cast your vote during the remote e-Voting period.
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e., assent or dissent, verify/modify the number of shares for which you wish to cast your vote, and click on "Submit" and also "Confirm" when prompted.
5. Upon confirmation, the message "Vote cast successfully" will be displayed.
6. You can also take a printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI, etc.) are required to send a scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter, etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail id to: savitajyoti@yahoo.com with a copy marked to evoting@nsdl.com. Institutional shareholders can also upload their Board Resolution/Power of Attorney/Authority Letter, etc. by clicking on "**Upload Board Resolution / Authority Letter**" displayed under "e-Voting" tab in their login.
2. It is strongly recommended not to share your password with any other person and to take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the

correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.

3. In case of any queries, you may refer the Frequently Asked Questions (**FAQs**) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on No.: 022 - 4886 7000 or send a request to (Name of NSDL Official: Ms. Pallavi Mhatre, Senior Manager) at evoting@nsdl.com

Process for those shareholders whose email IDs are not registered with the depositories, RTA, Company: for procuring a user ID and password and registration of e-mail IDs for e-voting on the resolutions set out in this notice:

1. In case shares are held in physical mode, please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to: investors@sspdl.com.
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to : investors@sspdl.com. If you are an Individual shareholder holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A)** i.e., **Login method for e-Voting by Individual shareholders holding securities in demat mode.**
3. Alternatively, shareholders/members may send a request to evoting@nsdl.com for procuring a user ID and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on "e-Voting facility provided to Listed Companies", all the individual shareholders holding securities in demat mode, by way of single login credential, are allowed to vote through their demat account maintained with Depositories and Depository Participants, so that such shareholders would be able to cast their vote without having to register again with the e-voting service provider. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

**By Order of the Board
For SSPDL Limited**

Sd/-

**A.Shailendra Babu
Company Secretary**

Place : Hyderabad
Date : 05.07.2025

SSPDL Limited

Registered Office:

3rd Floor, Serene Towers,
8-2-623/A, Road No.10, Banjara Hills,
Hyderabad - 500 034, Telangana, India.
Corporate Identity Number (CIN): L70100TG1994PLC018540
Phone: 040-6663 7560
Website: www.sspdl.com E-mail: investors@sspdl.com

EXPLANATORY STATEMENT

(Pursuant to section 102 of the Companies Act, 2013)

As required under Section 102 of the Companies Act, 2013 (“**Act**”), the following Statement sets out all material facts relating to the Special Business specified in items no. 1 and 2 of the Notice. Information as required under Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“**Listing Regulations**”) and Clause 1.2.5 of the Secretarial Standard on General Meetings (SS-2) is given below.

ITEM No. 1: Re-appointment of Sri K.Shashi Chandra as Independent Director

In compliance with applicable provisions of the Companies Act, 2013, the Rules made thereunder, and the Listing Regulations, the Company is required to constitute the Board and its Committees. Pursuant to the provisions of section 149 of the Act, and as per regulation 17(1)(b) of the Listing Regulations, every listed public company is required to have at least one-third of the total number of directors as independent directors, who are not liable to retire by rotation. As per regulation 17(1)(b) of the Listing Regulations, where the chairperson of the board of directors is an executive director or promoter, at least half of the board of directors shall consist of independent directors. Accordingly, the Company constituted its Board.

Sri K.Shashi Chandra (DIN: 07258691) was appointed as an Independent Director of the Company pursuant to Section 149 of the Act, read with the Companies (Appointment and Qualifications of Directors) Rules, 2014, by the Board, effective 12th August, 2020. The members, at the 26th Annual General Meeting (AGM) held on 30th September, 2020, had approved the same. His term would accordingly expire on 11th August, 2025. As per Section 149 of the Act, an Independent Director may hold office for two terms of up to 5 (five) consecutive years each.

The Company has, in terms of Section 160(1) of the Companies Act, 2013 (“**Act**”) received in writing a notice from a member, proposing his candidature for the office of Director.

The Company has received the necessary disclosures and declaration from Sri K.Shashi Chandra, including, (i) consent in writing to act as director in Form DIR-2 pursuant to Rule 8 of the Companies (Appointment and Qualification of Directors) Rules, 2014, (ii) intimation in Form DIR-8 pursuant to Rule 14 of the Companies (Appointment and Qualification of Directors) Rules, 2014, to the effect that he is not disqualified in accordance with Section 164(2) of the Companies Act, 2013, (iii) declaration that he meets the criteria of independence as provided in Section 149(6) of the Act and Rules framed thereunder, and Regulation 16(1) (b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“**Listing Regulations**”), (iv) Confirmation in terms of Regulation 25(8) of Listing Regulations, that he is not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact his ability to discharge his duties with an objective independent judgment and without any external influence, and (v) declaration that he is not debarred or restrained from acting as a director by any SEBI order or by Ministry of Corporate Affairs or any other such authority.

The Nomination and Remuneration Committee (“**NRC**”), after evaluating the balance of skills, knowledge and experience on the Board, and taking into account the knowledge, experience, contribution and performance evaluation of Sri K.Shashi Chandra during his

first term of 5 (five) years, and being satisfied with his skills, capabilities which would be of benefit to the Company, it has recommended to the Board his reappointment for a second term of 5 (five) years.

Based on the recommendation of the NRC, the Board of Directors considering and taking into account the knowledge, experience, contribution, performance evaluation of Sri K.Shashi Chandra during his first term of 5 (five) years, the declaration and confirmation submitted by him under Regulation 16(1)(b), Regulation 28(8) of the Listing Regulations after undertaking due assessment of the veracity of the same, and the Board being satisfied that the re-appointment is justified due to his knowledge, skills, competence, expertise which would be of benefit to the Company, proposes and recommends to the members the re-appointment of Sri K.Shashi Chandra as Independent Director, for a second term of five years from 12th August, 2025 to 11th August, 2030, and not liable to retire by rotation. In the opinion of the Board, he fulfils the conditions specified in the Act and Listing Regulations, as amended, for re-appointment as an Independent Director, and he is a person of integrity and independent of the management of the Company.

The terms and conditions of his appointment shall be open for inspection by members at the registered office of the Company during normal business hours on any working day till the end of the e-voting period, and a copy of the same is made available on the website of the Company at www.sspdl.com.

A brief profile of Sri K.Shashi Chandra and other details are given in the Annexure to this Notice.

In compliance with the provisions of Section 149 read with Schedule IV to the Act and Regulation 17 of SEBI Listing Regulations, and other applicable provisions of the Act, Listing Regulations, the re-appointment of Sri K.Shashi Chandra as Independent Director is being placed before the members for their approval by way of Special Resolution.

The Board recommends the Special Resolution at Item No. 1 of this Notice for approval of the Members.

Except Sri K.Shashi Chandra and his relatives, none of the Directors and Key Managerial Personnel of the Company and their respective relatives is, financially or otherwise, concerned or interested, in the Resolution set out at Item No. 1 of the Notice.

ITEM No. 2: Re-appointment of Sri P.Muralikrishna as Independent Director

In compliance with applicable provisions of the Companies Act, 2023, the Rules made thereunder, and the Listing Regulations, the Company is required to constitute the Board and its Committees. Pursuant to the provisions of section 149 of the Act, and as per regulation 17(1)(b) of the Listing Regulations, every listed public company is required to have at least one-third of the total number of directors as independent directors, who are not liable to retire by rotation. As per regulation 17(1)(b) of the Listing Regulations, where the chairperson of the board of directors is an executive director or promoter, at least half of the board of directors shall consist of independent directors. Accordingly, the Company constituted its Board.

Sri P.Muralikrishna (DIN: 08043970) was appointed as an Independent Director of the Company pursuant to Section 149 of the Act, read with the Companies (Appointment and Qualifications of Directors) Rules, 2014, by the Board, effective 4th September, 2020. The

members, at the 26th Annual General Meeting (AGM) held on 30th September, 2020, had approved the same. His term would accordingly expire on 3rd September, 2025. As per Section 149 of the Act, an Independent Director may hold office for two terms of up to 5 (five) consecutive years each.

The Company has, in terms of Section 160(1) of the Companies Act, 2013 ("Act") received in writing a notice from a member, proposing his candidature for the office of Director.

The Company has received the necessary disclosures and declaration from Sri P.Muralikrishna, including, (i) consent in writing to act as director in Form DIR-2 pursuant to Rule 8 of the Companies (Appointment and Qualification of Directors) Rules, 2014, (ii) intimation in Form DIR-8 pursuant to Rule 14 of the Companies (Appointment and Qualification of Directors) Rules, 2014, to the effect that he is not disqualified in accordance with Section 164(2) of the Companies Act, 2013, (iii) declaration that he meets the criteria of independence as provided in Section 149(6) of the Act and Rules framed thereunder, and Regulation 16(1) (b) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), (iv) Confirmation in terms of Regulation 25(8) of Listing Regulations, that he is not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact his ability to discharge his duties with an objective independent judgment and without any external influence, and (v) declaration that he is not debarred or restrained from acting as a director by any SEBI order or by Ministry of Corporate Affairs or any other such authority.

The Nomination and Remuneration Committee ("NRC"), after evaluating the balance of skills, knowledge and experience on the Board, and taking into account the knowledge, experience, contribution and performance evaluation of Sri P.Muralikrishna during his first term of 5 (five) years, and being satisfied with his skills, capabilities which would be of benefit to the Company, it has recommended to the Board his reappointment for a second term of 5 (five) years.

Based on the recommendation of the NRC, the Board of Directors considering and taking into account the knowledge, experience, contribution, performance evaluation of Sri P.Muralikrishna during his first term of 5 (five) years, the declaration and confirmation submitted by him under Regulation 16(1)(b), Regulation 28(8) of the Listing Regulations after undertaking due assessment of the veracity of the same, and the Board being satisfied that the re-appointment is justified due to his knowledge, skills, competence, expertise which would be of benefit to the Company, proposes and recommends to the members the re-appointment of Sri P.Muralikrishna as Independent Director, for a second term of five years from 4th September, 2025 to 3rd September, 2030, and not liable to retire by rotation. In the opinion of the Board, he fulfils the conditions specified in the Act and Listing Regulations, as amended, for re-appointment as an Independent Director, and he is a person of integrity and independent of the management of the Company.

The terms and conditions of his appointment shall be open for inspection by members at the registered office of the Company during normal business hours on any working day till the end of the e-voting period, and a copy of the same is made available on the website of the Company at www.sspdl.com.

A brief profile of Sri P.Muralikrishna and other details are given in the Annexure to this Notice.

In compliance with the provisions of Section 149 read with Schedule IV to the Act and Regulation 17 of SEBI Listing Regulations, and other applicable provisions of the Act, Listing Regulations, the re-appointment of Sri P.Muralikrishna as Independent Director is being placed before the members for their approval by way of Special Resolution.

The Board recommends the Special Resolution at Item No. 2 of this Notice for approval of the Members.

Except Sri P.Muralikrishna and his relatives, none of the Directors and Key Managerial Personnel of the Company and their respective relatives is, financially or otherwise, concerned or interested, in the Resolution set out at Item No. 2 of the Notice.

**By Order of the Board
For SSPDL Limited**

Sd/-

Place : Hyderabad
Date : 05.07.2025

**A.Shailendra Babu
Company Secretary**

SSPDL Limited

Registered Office:

3rd Floor, Serene Towers,
8-2-623/A, Road No.10, Banjara Hills,
Hyderabad - 500 034, Telangana, India.

Corporate Identity Number (CIN): L70100TG1994PLC018540

Phone: 040-6663 7560

Website: www.sspdl.com E-mail: investors@sspdl.com

ANNEXURE TO THE NOTICE

Details of the Directors recommended for re-appointment

[Pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard -2 on General Meetings]

Item No. 1 and 2 of the Postal Ballot notice dated: 05.07.2025

BRIEF PROFILE OF SRI K.SHASHI CHANDRA AND SRI P.MURALIKRISHNA:

Name of the Director	Sri K.Shashi Chandra	Sri P.Murali Krishna
DIN	07258691	08043970
Date of birth and age	18.11.1975 and about 49 Years	30.08.1986 and 39 Years
A brief resume, Qualification(s), Experience and Nature of expertise in specific functional areas, Recognition or awards	<p>He graduated from Gulbarga University and passed the Inter of Chartered Accountancy course.</p> <p>Being in service for more than 20 years, he gained experience in financial planning, managing financial activities, accounts and taxation matters, and dealing with the banks, various statutory authorities.</p>	<p>He is a qualified Chartered Accountant and Registered Valuer (for Securities & Financial Assets), with over 15 years of post-qualification experience spanning finance, taxation, audit, valuation, and strategic advisory. His professional journey encompasses senior roles in the corporate sector as well as a successful independent practice, equipping him with comprehensive expertise in corporate finance, cost management, MIS, taxation, statutory audit, and regulatory compliance.</p>
Terms and conditions of appointment or re-appointment	<p>As per the terms and conditions of the appointment letter, and applicable provisions of the Companies Act, 2013, and the Rules made thereunder, and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended from time to time).</p> <p>He is not liable to retire by rotation. Proposed to re-appoint him as a non-executive independent director of the Company for a second term of five years with effect from 12.08.2025 to 11.08.2030.</p> <p>He is entitled to receive sitting fees for attending the Board and Committee meetings, as applicable, as approved by the</p>	<p>As per the terms and conditions of the appointment letter, and applicable provisions of the Companies Act, 2013, and the Rules made thereunder, and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (as amended from time to time).</p> <p>He is not liable to retire by rotation. Proposed to re-appoint him as a non-executive independent director of the Company for a second term of five years with effect from 04.09.2025 to 03.09.2030.</p>

	Board of Directors from time to time.	He is entitled to receive sitting fees for attending the Board and Committee meetings, as applicable, as approved by the Board of Directors from time to time.
Details of the remuneration last drawn by such person	Sitting Fee for attending meetings of Board and its Committees in financial year 2024-25: Rs. 65,000/-.	Sitting Fee for attending meetings of Board and its Committees in financial year 2024-25: Rs. 122,500/-.
Date of the first appointment on the Board	12.08.2020	04.09.2020
Shareholding in the Company	16,915 (0.13%)	Nil
Relationship with other Directors and Key Managerial Personnel	None	None
The number of Meetings of the Board attended during the Financial Year 2024-25	2 out of 4 Board meetings	4 out of 4 Board meetings
Directorship held in other companies (excluding SSPDL Limited)	Listed: Nil Unlisted: Sanatana Homes Pvt. Ltd.	Listed: Nil Unlisted: Muktha S Dheera Foundation
Name of the listed companies from which he has resigned in the past three years	None	None
Membership / Chairmanship of Committees of other Boards (excluding SSPDL Limited)	Nil	Nil

**By Order of the Board
For SSPDL Limited**

Sd/-

Place : Hyderabad
Date : 05.07.2025

**A.Shailendra Babu
Company Secretary**

SSPDL Limited

Registered Office:

3rd Floor, Serene Towers,
8-2-623/A, Road No.10, Banjara Hills,
Hyderabad - 500 034, Telangana, India.
Corporate Identity Number (CIN): L70100TG1994PLC018540
Phone: 040-6663 7560
Website: www.sspdl.com E-mail: investors@sspdl.com