

## NOTICE OF 31<sup>ST</sup> ANNUAL GENERAL MEETING

NOTICE IS HEREBY GIVEN THAT THE 31<sup>ST</sup> ANNUAL GENERAL MEETING (“AGM”) OF THE MEMBERS OF SSPDL LIMITED (“THE COMPANY”) WILL BE HELD, ON MONDAY, THE 29<sup>TH</sup> DAY OF SEPTEMBER, 2025, AT 11.00 AM INDIAN STANDARD TIME (IST) THROUGH VIDEO CONFERENCING (“VC”) FACILITY/ OTHER AUDIO VISUAL MEANS (“OAVM”), TO TRANSACT THE FOLLOWING BUSINESS:

### ORDINARY BUSINESS:

#### Item No. 1 - Adoption of Financial Statements:

##### To receive, consider and adopt

- the audited standalone financial statements of the Company for the financial year ended March 31, 2025 and the reports of the Board of Directors and Auditors thereon; and
- the audited consolidated financial statements of the Company for the financial year ended March 31, 2025 and the report of the Auditors thereon.

In this regard, to consider and if thought fit, to pass the following resolutions as an **Ordinary Resolution**:

“**RESOLVED THAT** the audited standalone financial statements of the Company for the financial year ended March 31, 2025 and the reports of the Board of Directors and Auditors thereon, as circulated to the Members, be and are hereby received, considered and adopted.”

“**RESOLVED FURTHER THAT** the audited consolidated financial statements of the Company for the financial year ended March 31, 2025 and the reports of the Auditors thereon, as circulated to the Members, be and are hereby received, considered and adopted.”

#### Item No. 2 – Reappointment of Director retiring by rotation:

To appoint a Director in place of Smt S.Devaki Reddy (DIN: 02930336), who retires by rotation, and being eligible, offers herself for re-appointment and, in this regard, to consider and if thought fit, to pass the following resolution as an **Ordinary Resolution**:

“**RESOLVED THAT** pursuant to Section 152 and other applicable provisions, if any, of the Companies Act, 2013 and the Rules made thereunder (including any statutory modification(s) and/or re-enactment(s) thereof for the time being in force), Smt S.Devaki Reddy (DIN: 02930336), who retires by rotation at this meeting, and being eligible, be and is hereby appointed as a Director of the Company liable to retire by rotation.”

### SPECIAL BUSINESS:

#### Item No. 3 – Appointment of Secretarial Auditor:

To appoint a Secretarial Auditor of the Company for a term of five consecutive years from Financial Year (FY) 2025-26 to FY 2029-30 and in this regard, to consider and if thought fit, to pass the following resolution as an **Ordinary Resolution**:

“**RESOLVED THAT** pursuant to the provisions of Section 204 of the Companies Act, 2013 (the ‘Act’) and other applicable provisions of the Act, read with the rules made thereunder, and Regulation 24A of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”), including any statutory modification(s) or re-enactment(s) thereof for the time being in force, and based on the recommendations of the Audit Committee and the Board of Directors, the approval of the members of the Company, be and is hereby accorded for the appointment of M/s. Savita Jyoti Associates, Peer Reviewed Practicing Company Secretaries (CP No. 1796), as Secretarial Auditors of the Company for a period of five consecutive financial years commencing from April 1, 2025 till March 31, 2030, at such remuneration and on such terms and conditions as may be determined by the Board of Directors (including its committees thereof as authorised in this regard), and to avail any other services, certificates, or reports as may be permissible under applicable laws.”

“**RESOLVED FURTHER THAT** the Board be and is hereby authorised to do all such acts 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**

Place : Hyderabad  
Date : 12.08.2025

**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](http://www.sspdl.com) E-mail: [investors@sspdl.com](mailto:investors@sspdl.com)

## NOTES:

1. The Ministry of Corporate Affairs (“MCA”) has vide its General Circulars dated April 8, 2020, April 13, 2020, May 5, 2020, January 13, 2021, December 14, 2021, May 5, 2022, December 28, 2022, September 25, 2023, September 19, 2024 (collectively referred to as ‘MCA Circulars’) and Circular Nos. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021, SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022, SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 5, 2023, Circular SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 7, 2023, and SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 3, 2024 issued by Securities Exchange Board of India (collectively referred to as “SEBI Circulars”), permitted the holding of the Annual General Meeting (AGM) through VC / OAVM, without the physical presence of the Members at a common venue. In compliance with the applicable provisions of the Companies Act, 2013 (“the Act”), the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”), MCA Circulars and SEBI Circulars, the 31st AGM of the Company is being held through VC / OAVM on Monday, September 29, 2025 at 11.00 A.M. (IST). The deemed venue of the proceedings of the 31st AGM shall be the Registered Office of the Company at 3rd Floor, Serene Towers, 8-2-623/A, Road No. 10, Banjara Hills, Hyderabad, Telangana - 500034.
2. PURSUANT TO THE PROVISIONS OF THE ACT, A MEMBER ENTITLED TO ATTEND AND VOTE AT THE AGM IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON HIS/HER BEHALF, AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. SINCE THIS AGM IS BEING HELD PURSUANT TO THE MCA CIRCULARS THROUGH VC/ OAVM, PHYSICAL ATTENDANCE OF MEMBERS HAS BEEN DISPENSED WITH. ACCORDINGLY, THE FACILITY FOR APPOINTMENT OF PROXIES BY THE MEMBERS WILL NOT BE AVAILABLE FOR THIS AGM AND HENCE THE PROXY FORM, ATTENDANCE SLIP AND ROUTE MAP OF AGM ARE NOT ANNEXED TO THIS NOTICE. HOWEVER, THE BODY CORPORATES ARE ENTITLED TO APPOINT AUTHORISED REPRESENTATIVES TO ATTEND THE AGM THROUGH VC/ OAVM AND PARTICIPATE THERE AT AND CAST THEIR VOTES THROUGH E-VOTING.
3. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs and the SEBI from time to time the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the 31st AGM. For this purpose, the Company has engaged National Securities Depository Limited (NSDL) for facilitating voting through electronic means as the authorized agency. The facility of casting votes by a member using the remote e-Voting system as well as e-voting on the date of the 31st AGM will be provided by NSDL. The detailed instructions for e-voting and attending the 31st AGM through VC/ OAVM are given below.
  4. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice.
  5. The facility of participation at the AGM through VC/OAVM will be made available for 1000 members on first come first served basis.
  6. Large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. are allowed to attend the AGM without restriction on account of first come first served basis.
  7. The attendance of the Members (members logins) attending the e-AGM (VC/OAVM) will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
  8. In terms of Section 152 of the Companies Act, 2013, Smt. S Devaki Reddy (DIN: 02930336), Director, retires by rotation at the meeting and, being eligible, offers herself for re-appointment. The Board of Directors of the Company recommends her reappointment. A brief profile of the Director and relevant details pursuant to Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”) and Secretarial Standard on General Meetings (SS-2) issued by the Institute of Company Secretaries of India, are given at the end of the notes.
  9. M/s. Karvy & Co, Chartered Accountants, were appointed as Statutory Auditors of the Company from the 28th Annual General Meeting till the conclusion of the 33rd Annual General Meeting, i.e., for a period of 5 (Five) years. The disclosure relating to the auditor’s remuneration for the year 2024-25 is given in the notes to the accounts.
  10. Members holding shares in the dematerialized form are requested to intimate all changes pertaining to their bank details, National Electronic Clearing Service (NECS), Electronic Clearing Service (ECS), mandates, nominations (in Form No.SH.13), power of attorney, change of address, change of name, e-mail address, contact numbers, etc., to their Depository Participant (DP).  
  
Changes intimated to the DP will then be automatically reflected in the Company’s records which will help the Company and the Company’s Registrar and Transfer Agent, M/s. KFin Technologies Limited to provide efficient and better services.  
  
Members holding shares in physical form are requested to intimate such changes to M/s. KFin Technologies Limited.  
  
The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in the securities market. Members holding shares in electronic form are, therefore, requested to submit the PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the Company’s Registrar and Transfer Agent.

Further, the members who hold shares in physical form are requested to consider converting their holdings to dematerialized form to eliminate all risks associated with physical shares.

Members can contact the Company or M/s. KFin Technologies Limited for assistance in this regard.

Non-Resident Indian Members are requested to inform M/s. KFin Technologies Limited of the change in residential status immediately on return to India for permanent settlement.

The Registrar and Transfer Agent ("RTA"), KFin Technologies Limited, Selenium Tower B, Plot Nos. 31 & 32, Gachibowli, Financial District, Nanakramguda, Hyderabad - 500 032, Telangana, India are handling registry work in respect of shares held both in physical form and in electronic/demat form.

**11. Members holding shares in physical form are requested to note the following:**

As per Regulation 40 of the SEBI Listing Regulations and other notifications issued by the SEBI, transfer of shares (except transmission and transposition of shares) will be in dematerialized form only. Although, the members can continue to hold shares in physical form, members holding shares in physical form may consider to dematerialize the share certificates held by them through the depository participant of their choice and complete the conversion of share certificates from physical form to dematerialized form to avoid any inconvenience in the future for transferring those shares.

Members holding shares in physical form, in identical order of names, in more than one folio, are requested to send to the Company or RTA, the details of such folios together with the share certificates for consolidating their holdings in one folio. A consolidated share certificate will be issued to such Members after making the requisite changes.

12. Members holding shares in physical mode desirous of making a nomination are advised to submit the Nomination Form (SH-13) to RTA or to the Company in respect of their shareholding in the Company, and those Members holding shares in electronic mode may contact their respective DPs for availing the nomination facility as provided under Section 72 of the Act.

13. Pursuant to SEBI Circular No. SEBI/HO/MIRSD/POD-1/P/CIR/2023/158 dated 26th September, 2023, read with SEBI Master Circular No. SEBI/HO/MIRSD/POD-1/P/CIR/2024/37 dated 7th May, 2024, SEBI has mandated the security holders (holding securities in physical form) to submit their PAN (i.e., linked with Aadhaar Number), Choice of Nomination, Contact details (Postal Address with PIN Code and Mobile Number), Bank Account details, and Specimen Signature in their corresponding folios. However, the security holder(s) whose folio does not have PAN, KYC, and Nomination shall be eligible:

- i. To lodge any grievance or avail of any service request from RTA, only after furnishing the PAN, KYC details, and Nomination,
- ii. To receive any payment, including dividend, interest, or redemption amount (which would be only through

electronic mode w.e.f. 01st April, 2024), only after compliance with the above-stated requirements.

Further, SEBI vide its circular No. SEBI/HO/MIRSD/POD-1/P/CIR/2024/81 dated 10th June, 2024 for the ease of compliance and investor convenience, has stated that Securityholders holding securities in physical form shall be eligible for receipt of any payment including dividend, interest or redemption payment as well as to lodge grievance or avail any service request from the RTA even if 'choice of nomination' is not submitted by these securityholders. However, the securityholders are encouraged to update their 'choice of nomination' for ensuring smooth transmission of securities held by them as well as to prevent accumulation of unclaimed assets in the securities market.

To mitigate unintended challenges on account of freezing of folios not having PAN, KYC, and Nomination details and referring of frozen folios to the administering authority under the Benami Transactions (Prohibitions) Act, 1988 and/ or Prevention of Money Laundering Act, 2002, The SEBI vide its Circular No. SEBI/HO/MIRSD/POD-1/P/CIR/2023/181 dated 17th November, 2023 has done away with the provisions regarding freezing of folios and referral of folios by RTA / Company to the administering authority.

The Company has dispatched a letter on 2nd July, 2025 to the Members holding shares in physical form to update their details as mandated by above referred SEBI Master Circular addressed to all the registered Registrars to an Issue and Share Transfer Agents (RTAs) dated 17th May, 2023.

In view of the above, Members are requested to update their details /changes, if any, pertaining to their name, postal address with PIN code, email address, telephone/mobile numbers, Permanent Account Number (PAN linked with Aadhaar), mandates, nominations, power of attorney, bank details such as name of the bank and branch details, bank account number, MICR code, IFSC code, etc. to their DPs in case the shares held by them are in electronic form and to the RTA in case of shares held by them in physical form.

The forms for updation of PAN, KYC, bank details, and Nomination viz., Forms ISR-1, ISR-2, ISR-3, SH-13, and the said SEBI circulars are made available (weblink) on the Company's website, i.e., [www.sspdl.com](http://www.sspdl.com).

14. SEBI vide Circular Nos. SEBI/HO/OIAE/OIAE\_IAD-1/P/CIR/2023/131 dated 31st July, 2023, and SEBI/HO/OIAE/OIAE\_IAD-1/P/CIR/2023/135 dated 4th August, 2023, read with Master Circular No. SEBI/HO/OIAE/OIAE\_IAD-1/P/CIR/2023/145 dated 31st July, 2023 (updated as on 11<sup>th</sup> August, 2023), has established a common Online Dispute Resolution Portal ('ODR Portal') for the resolution of disputes arising in the Indian Securities Market.

Pursuant to the above-mentioned circulars, post exhausting the option to resolve their grievances with the RTA/Company directly and through existing SCORES platform, the investors can initiate dispute resolution through the ODR Portal (<https://>

smartodr.in/login) and the same can also be accessed through the Company's website viz. [www.sspdl.com](http://www.sspdl.com) (under investors section).

**15 Special Window for Re-lodgement of Physical Share Transfer Requests:**

Shareholders are hereby informed that, as per SEBI Circular No. SEBI/HO/MIRSD/MIRSD-PoD/P/CIR/2025/97 dated July 2, 2025, a special window has been introduced from July 7, 2025, to January 6, 2026, for re-lodgement of physical share transfer requests that were originally submitted before April 1, 2019, but were rejected or returned due to deficiencies in documentation. This initiative provides an opportunity for shareholders to regularize such transfer requests. Please note that all approved transfers during this period will be effected only in dematerialized form through a transfer-cum-demmat process. Shareholders eligible under this window are encouraged to make use of this facility and may contact the RTA for further assistance.

16. Members desirous of seeking any information/clarification on the annual accounts are requested to write to the Company at least 7 (seven) working days before the date of the Annual General Meeting so that the required information can be made available at the meeting.

17. Institutional / Corporate Shareholders (i.e., other than individuals / HUF, NRI, etc.) are required to send a scanned copy (PDF/JPG Format) of its Board or governing body Resolution/Authorization, etc., authorizing its representative to attend the AGM through VC / OAVM on its behalf and to vote through remote e-voting. The said Resolution/Authorization shall be sent to the Scrutinizer by email through its registered email address to [savitajyoti@yahoo.com](mailto:savitajyoti@yahoo.com).

18. In the case of Joint holders attending the meeting, only such Joint Holder who is higher in the order of names will be entitled to vote.

19. The Ministry of Corporate Affairs has notified provisions relating to unpaid/ unclaimed dividend under Sections 124 and 125 of the Companies Act, 2013, and the Investor Education and Protection Fund (Accounting, Audit, Transfer and Refund) Rules, 2016. As per these Rules, dividends that are not encashed/claimed by the Shareholder for a period of seven consecutive years shall be transferred to the Investor Education and Protection Fund (IEPF) Authority. The new IEPF Rules mandate the companies to transfer the shares of shareholders whose dividends remain unpaid / unclaimed for a period of seven consecutive years to the demat account of the IEPF Authority. Further, the shareholders whose dividend / shares transferred to the IEPF Authority can now claim the same by following the Refund Procedure as detailed on the website of the IEPF Authority <http://iepf.gov.in/IEPF/refund.html>

20. The Company's equity shares are listed on the Bombay Stock Exchange (BSE). The Company has promptly paid annual listing fees to the BSE for the year 2025-26.

21. To promote the green initiative, members holding shares in electronic form are requested to register/update their e-mail addresses through their Depository Participants for sending future communications by email. Members holding the shares in physical form may register/update their e-mail addresses through the RTA, giving reference to their Folio Number.

In compliance with the aforesaid MCA Circulars and SEBI Circulars, Notice of the AGM along with the Annual Report 2024-25 is being sent only through electronic mode to those Members whose email addresses are registered with the RTA/ Company/Depositories.

Process to be followed for registering Email Address: (i) Shareholders holding shares in physical form: send a request to the RTA of the Company, KFin Technologies Limited at [einward.ris@kfintech.com](mailto:einward.ris@kfintech.com) providing Folio No., Name of member, 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), and (ii) Shareholders holding shares in demat form: Please contact your DP and register your email address in your demat account, as per the process advised by your DP.

Members may also note that the Notice of the 31st AGM, Annual Report for the financial year 2024-25 will also be available on the Company's website [www.sspdl.com](http://www.sspdl.com), website of the Stock Exchange i.e., BSE Limited at [www.bseindia.com](http://www.bseindia.com) and the AGM Notice is also available on the website of NSDL (agency for providing the Remote e-Voting facility) i.e. [www.evoting.nsdl.com](http://www.evoting.nsdl.com).

All documents referred to in this Notice and other statutory registers are open for inspection by the members at the registered office of the company during business hours on all working days up to the date of the 31st AGM of the company and also during the AGM. The said documents would also be available online for inspection during the AGM. Members seeking to inspect such documents can send an email to [investors@sspdl.com](mailto:investors@sspdl.com).

22. The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act, the Register of Contracts or Arrangements in which the directors are interested, maintained under Section 189 of the Act, and the relevant documents referred to in the Notice will be available electronically for inspection by the members during the AGM.

**Instructions for the Members for attending the e-AGM (VC/OAVM) through Video Conference:**

I. The remote e-voting period commences on **Thursday, September 25, 2025 at 09:00 a.m. (IST)** and ends on **Sunday, September 28, 2025 at 05:00 p.m. (IST)**. The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the record date (**cut-off date**), i.e., **September 22, 2025** may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being September 22, 2025.

II. M/s. Savita Jyoti Associates, Practicing Company Secretaries (Certificate of Practice No:1796, Membership No. F 3738), has been appointed as the Scrutinizer to scrutinize the voting during the AGM and remote e-voting process in a fair and transparent manner.

III. The scrutinizer shall, immediately after the conclusion of voting at the general meeting, first count the votes cast

at the AGM, thereafter unlock the votes through e-voting in the presence of at least two witnesses, not in the employment of the Company and submit, not later than two days from the conclusion of the meeting, a consolidated report of the total votes cast in favour or against, if any, to the Chairman of the Company or to any other person authorized by him.

- IV. The Chairman of the Company or any person authorized by him will declare the result immediately along with the Scrutinizer's report and the same will be communicated to the Stock Exchanges on which the Company's shares are listed, NSDL, KTL and will also be displayed on the Company's website at [www.sspdl.com](http://www.sspdl.com).
- V. The members who have cast their vote by remote e-voting prior to the AGM may also participate in the AGM through VC / OAVM but shall not be entitled to cast their vote again.
- VI. The voting rights of members shall be in proportion to their shares in the paid-up equity share capital of the Company as on the cut-off date.
- VII. Any person holding shares in physical form and non individual shareholders, who acquires shares of the Company and becomes member of the Company after the notice is sent through e-mail and holding shares as of the cut-off date i.e., September 22, 2025, may obtain the login ID and password by sending a request to [evoting@nsdl.com](mailto:evoting@nsdl.com) or Company. However, if you are already registered with NSDL for remote e-voting, then you can use your existing user ID and password for casting your vote. If you forgot your password, you can reset your password by using "Forgot User Details/Password" or "Physical User Reset Password" option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call on No. 022 - 4886 7000. In case of Individual Shareholders holding securities in demat mode who acquires shares of the Company and becomes a member of the Company after sending of the notice and holding shares as of the cut-off date i.e., September 22, 2025, may follow steps mentioned in the notice of the AGM under "Access to NSDL e-Voting system".
- VIII. The process and manner for remote e-voting are explained herein below:

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 and joining virtual meeting for Individual shareholders holding securities in demat mode

In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none"> <li>1. For OTP based login you can click on <a href="https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp">https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp</a>. 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 <b>e-Voting service provider i.e. NSDL</b> and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li> <li>2. Existing <b>IDeAS</b> user can visit the e-Services website of NSDL Viz. <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a Personal Computer or on a mobile. On the e-Services home page click on the "<b>Beneficial Owner</b>" icon under "<b>Login</b>" 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 "<b>Access to e-Voting</b>" under e-Voting services and you will be able to see e-Voting page. Click on company name or <b>e-Voting service provider i.e. NSDL</b> and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li> <li>3. If you are not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select "<b>Register Online for IDeAS Portal</b>" or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></li> <li>4. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> 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</li> </ol>

Type of shareholders	Login Method
	<p>page. Click on company name or <b>e-Voting service provider i.e. NSDL</b> and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</p> <p>5. Shareholders/Members can also download NSDL Mobile App “<b>NSDL Speede</b>” facility by scanning the QR code mentioned below for seamless voting experience.</p>
	<p style="text-align: center;"><b>NSDL Mobile App is available on</b></p> <p style="text-align: center;">   </p> <div style="display: flex; justify-content: space-around; align-items: center;">   </div>
Individual Shareholders holding securities in demat mode with CDSL	<p>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 <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login icon &amp; New System Myeasi Tab and then user your existing my easi username &amp; password</p> <p>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 or joining virtual meeting &amp; voting during the meeting. 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.</p>
	<p>3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login &amp; New System Myeasi Tab and then click on registration option.</p> <p>4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; 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 able to directly access the system of all e-Voting Service Providers.</p>
Individual Shareholders (holding securities in demat mode) login through their depository participants	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. 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 or joining virtual meeting &amp; voting during the meeting.</p>
	<p><b>Important note:</b> Members who are unable to retrieve User ID / Password are advised to use Forgot User ID and Forgot Password option available at above-mentioned website.</p>

**Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through 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 <a href="mailto:evoting@nsdl.com">evoting@nsdl.com</a> 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 <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at toll free no. 1800-21-09911

**B. Login Method for e-Voting and joining virtual meeting 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 i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in 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 demat account with CDSL.	16 Digit Beneficiary ID For 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:

- If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
- 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.
- How to retrieve your 'initial password'?
  - 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'.
  - If your email ID is not registered, please follow steps mentioned below in **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:

- 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](http://www.evoting.nsdl.com).
- Physical User Reset Password?** (If you are holding shares in physical mode) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
- If you are still unable to get the password by aforesaid two options, you can send a request at [evoting@nsdl.com](mailto:evoting@nsdl.com) mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
- 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 and join Meeting on NSDL e-Voting system.

### How to cast your vote electronically and join Meeting on NSDL e-Voting system?

- 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.
- Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join Meeting".
- Now you are ready for e-Voting as the Voting page opens.
- 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 the 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 shareholder

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send 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 to [savitajyoti@yahoo.com](mailto:savitajyoti@yahoo.com) with a copy marked to [evoting@nsdl.com](mailto:evoting@nsdl.com). Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) 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 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](http://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](http://www.evoting.nsdl.com) or call on.: 022 - 4886 7000 or send a request to (Name of NSDL Official: Ms. Pallavi Mhatre, Senior Manager) at [evoting@nsdl.com](mailto:evoting@nsdl.com)

#### Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for 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](mailto: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](mailto:investors@sspdl.com)). If you are an Individual shareholders 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 and joining virtual meeting for Individual shareholders holding securities in demat mode.**
3. Alternatively shareholder/members may send a request to [evoting@nsdl.com](mailto:evoting@nsdl.com) for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

#### THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE AGM ARE AS UNDER:-

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.
2. Only those Members/ shareholders, who will be present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the AGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for Remote e-voting.

#### INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE AGM THROUGH VC/OAVM ARE AS UNDER:

1. Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for **Access to NSDL e-Voting system**. After successful login, you can see link of “VC/OAVM” placed under “**Join meeting**” menu against company name. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.
2. Members are encouraged to join the Meeting through Laptops for better experience.
3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.

4. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to Fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
5. Shareholders who would like to express their views/have questions may send their questions, as mentioned above, in advance mentioning their name demat account number/folio number, email id, mobile number at : [investors@sspdl.com](mailto:investors@sspdl.com). The same will be replied by the company suitably.
6. **Registration of Speaker:** Members who would like to express their views or ask questions during the AGM may register themselves as a speaker by sending their request from their registered email address mentioning their name, DP ID and Client ID / folio number, PAN, mobile number at : [investors@sspdl.com](mailto:investors@sspdl.com) from September 22, 2025, (9:00 a.m. IST) to September 24, 2025, (5:00 p.m. IST). Those members who have registered themselves as a speaker will only be allowed to express their views/ask questions during the AGM. The Company reserves the right to restrict the number of speakers depending on the availability of time for the AGM.

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

Place : Hyderabad  
Date : 12.08.2025

**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](http://www.sspdl.com)  
E-mail: [investors@sspdl.com](mailto:investors@sspdl.com)

## STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

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

### Item No. 3 – Appointment of Secretarial Auditor

In accordance with the provisions of Section 204 and other applicable provisions of the Companies Act, 2013 (“the Act”), relevant rules made thereunder, and Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the “SEBI Listing Regulations”), every listed Company and certain other prescribed categories of companies are required to annex a Secretarial Audit Report, issued by a Practicing Company Secretary, to their Board’s report, prepared under Section 134(3) of the Act.

In terms of Regulation 24A of the SEBI Listing Regulations, read with SEBI notification dated December 12, 2024, and other applicable provisions, shareholders’ approval is required for the appointment of Secretarial Auditors. Further, such a Secretarial Auditor must be a peer reviewed Company Secretary from the Institute of Company Secretaries of India (ICSI) and should not have incurred any of the disqualifications as specified by SEBI. On the basis of recommendation of board of directors, a listed entity shall appoint or re-appoint (i) an individual, as Secretarial Auditor, for not more than one term of five consecutive years, and (ii) a Secretarial Audit firm as Secretarial Auditor for not more than two terms of five consecutive years, with the approval of its shareholders in its Annual General Meeting.

In light of the aforesaid, the Board of Directors of the Company, pursuant to the recommendations of the Audit Committee, and after considering the experience, market standing, efficiency of the audit teams, and independence, has recommended the appointment of CS Savita Jyoti, practicing company secretary and proprietor of M/s. Savita Jyoti Associates (‘SJA’) Company Secretaries, as the Secretarial Auditors of the Company for a period of five years, commencing from April 1, 2025 to March 31, 2030.

SJA is an established firm of Practicing Company Secretaries providing innovative solutions in secretarial, legal, compliance, and corporate governance areas. SJA was founded in 1991, has over 30 years of experience in secretarial and legal fields and legal domains. The Core area of services includes Corporate Law Advisory, Audit & Certification, Restructuring, Capital Market Transactions, Business Formation, and Regulatory Representation. SJA provides strategic secretarial consultancy to a diverse portfolio of clients, ranging from

large corporates to emerging businesses. SJA upholds the highest standards of professionalism, accuracy, and integrity, offering customized solutions that align with clients’ business goals and regulatory obligations.

CS Savita Jyoti (FCS 3738, CP 1796), has in writing given (i) consent to act as secretarial auditors of the Company, (ii) confirmation that their proposed appointment (if approved) would be within the limits specified by the Institute of Company Secretaries of India, (iii) a confirmation that SJA is free from any disqualification for being appointed as Secretarial Auditor under the applicable Laws, Rules, and Regulations, (iv) SJA is holding a valid Peer Review Certificate issued by the Institute of Company Secretaries of India (ICSI).

The proposed remuneration to be paid to SJA for secretarial audit services for the financial year ending March 31, 2026, is Rs. 50,000 (Rupees fifty thousand) plus applicable taxes and out-of-pocket expenses. The proposed fee is exclusive of costs for other permitted services that could be availed by the Company from SJA. Besides the secretarial audit services, the Company may also obtain certifications from SJA under various statutory regulations and certifications required by statutory authorities and other concerned parties, audit related services and other permissible non-secretarial audit services as required from time to time, for which they will be remunerated separately on mutually agreed terms, as approved by the Board of Directors in consultation with the Audit Committee. The remuneration for the subsequent financial years, i.e., from financial years 2027 to 2030, will also be approved by the Audit Committee/ Board. The above fee excludes the proposed remuneration to be paid for the purpose of secretarial audit of subsidiaries, if any.

The Board of Directors, in consultation with the Audit Committee, may alter and vary the terms and conditions of appointment, including remuneration, in such manner and to such extent as may be mutually agreed with SJA.

Based on the recommendations of the Audit Committee, the Board of Directors have approved and recommended the aforesaid proposal for the approval of the members, as an ordinary resolution, taking into account the eligibility of the SJA’s qualification, experience, independent assessment, expertise in providing secretarial audit related services, and Company’s previous experience based on the evaluation of the quality of audit work done by them in the past.

None of the Directors, Key Managerial Personnel (KMP), or their relatives has any financial or other interest in the proposed resolution.

The Board of Directors recommends the ordinary resolution for approval by the Members, as set out at Item No.3 of the Notice.

## ANNEXURE TO THE NOTICE

### APPOINTMENT AND RE-APPOINTMENT OF DIRECTORS

(Item No. 2 of the Notice of the 31st Annual General Meeting of M/s. SSPDL Limited)

#### BRIEF PROFILE SMT. SABELLA DEVAKI REDDY:

<b>Name of the Director</b>	<b>Smt. Sabbella Devaki Reddy</b>
DIN	02930336
Date of birth and age	01.08.1961 and 64 years
A brief resume, Qualification(s), Experience and Nature of expertise in specific functional areas, Recognition or awards	She completed PHD from the Jawaharlal Nehru University, New Delhi, and retired as a professor from IIT Madras. She has experience in administration.
Terms and conditions of appointment or re-appointment	As per the applicable provisions of the Companies Act, 2013, and the Rules made thereunder (as amended from time to time), she is liable to retire by rotation. Proposed to appoint her as a non-executive director of the Company. Except, the sitting fee for attending the meetings of the Board and its Committees, no other remuneration will be paid. Smt. Sabbella Devaki Reddy, who retires by rotation, and being eligible, offers herself for reappointment.
Details of the remuneration last drawn by such person	Other than sitting fees for attending Board Meetings, she is not eligible for payment of any other remuneration. During the financial year 2024-25, she has been paid an amount of Rs. 20,000/- (Rupees Twenty Thousand Only) as sitting fees for attending the Board Meetings.
Date of the first appointment on the Board	30.12.2021
Shareholding in the Company	NIL
Relationship with other Directors and Key Managerial Personnel	NIL
The number of Meetings of the Board attended during the Financial Year 2024-25	1 out of 4 Board Meetings
Other Listed Companies	She is not a director in any other listed company.
Other Directorships (excluding SSPDL Limited)	Listed: Nil Unlisted : Katyayini Acquatech Pvt Ltd
Membership/ Chairmanship of Committees of other Boards (excluding SSPDL Limited)	NIL
Name of the listed companies from which she has resigned in the past three years	None

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

Place : Hyderabad  
Date : 12.08.2025

**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](http://www.sspdl.com) E-mail: [investors@sspdl.com](mailto:investors@sspdl.com)