



SPEL Semiconductor Limited

an IC Assembly & Test Company

Kalaki Per

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T.BALASUBRAMANIAN

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

Company Secretary

Consolidated Scrutinizer's Report

[Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended]

To

The Chairman of **Thirty Sixth Annual General Meeting** of the Equity Shareholders of SPEL Semiconductor Limited held on Monday, 29th November 2021 at 2:30 p.m. IST through Video Conferencing ("VC") or Other Audio-Visual Means ("OAVM").

Dear Sir,

I, T. Balasubramanian, Practicing Company Secretary have been appointed as Scrutinizer by the Board of Directors of SPEL Semiconductor Limited ("the Company") for the purpose of scrutinizing the process of voting through electronic means ("e-voting") on the resolutions contained in the notice dated 23rd August 2021 ("Notice") issued in accordance with General Circular No. 14/2020, 17/2020, 20/2020 and 2/2021 dated 8 April 2020, 13 April 2020, 5 May 2020 and 13 January 2021 respectively issued by Ministry of Corporate Affairs ("MCA"), Government of India (hereinafter referred to as "MCA Circulars"), calling the **Thirty Sixth Annual General Meeting** of its Equity Shareholders ("the Meeting"/ "AGM") through VC / OAVM. The AGM was convened on Monday, 29th November 2021 at 2:30 p.m. IST through VC / OAVM.



The said appointment as Scrutinizer is under the provisions of Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended ("the Rules"). As the Scrutinizer, I have to scrutinize:

- (i) process of e-voting remotely, before the AGM, using an electronic voting system on the dates referred to in the



Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions contained in the Notice, based on the reports generated from the e-voting system provided by, Cameo Corporate Services Limited {"Cameo"}, the Registrar and Transfer Agent of the Company and the Agency authorized under the Rules and engaged by the Company to provide e-voting facility and attendant papers / documents furnished to me electronically by the Company and / or

to the Company and / or

to the Company and / or

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Remote e-voting process

- i. The remote e-voting period remained open from Thursday, 25th November 2021 (9:00 a.m. IST) to Sunday, 28th November 2021 (5:00 p.m. IST).
- ii. The votes cast during the remote e-voting were unblocked on Monday, 29th November 2021
- iii. Thereafter, the details containing, *inter alia*, the list of Equity Shareholders who voted "in favour" or "against" on each of the resolutions that was put to vote, were generated from the e-voting website i.e., www.evotingindia.com. Based on the report generated by Cameo and relied upon by me, data regarding the remote e-voting was scrutinized on test check basis.

I submit herewith the Consolidated Scrutinizer's Report on the results of the remote e-voting based on the reports generated by Cameo, scrutinized on test check basis and relied upon by me as under:-

i) E-Voting

In the E-voting, 27289820 votes were casted and 99.9995% votes were in favour of the ordinary resolutions No. 1, 2, 3, 4

1. Adoption of Financial Statements
2. Retirement by Rotation




3. Ratification of Appointment of Auditors
4. Appointment of Dr. Enakshi Bhattacharya as an Independent Director for a further period of five years with effect from 23rd August 2021 to 22nd August 2026.

Resolution No.	Votes in favour of Resolution		Votes against the Resolution		Total No. of Votes
	No of Votes	Percentage	No. of Votes	Percentage	
1.	27289820	100	0	0	27289820
2.	27289820	100	0	0	27289820
3.	27289820	100	0	0	27289820
4.	27289820	100	0	0	27289820

Based on this, I report that the 4 (Four) Ordinary Resolutions & as contained in the said Notice have been passed.

Final Results

Therefore on the E-Voting as detailed above, Ordinary Resolutions 4 (Four) have been passed with majority of votes

Thanking you,



Annexure I.

LIST OF RESOLUTIONS

Resolution no.1: Adoption of Financial Statements



Resolution no.4: Appointment of Dr. Enakshi Bhattacharya as an Independent Director for a further period of five years with effect from 23rd August, 2021, to 22nd August 2026

"Resolved that, in accordance with the provisions of Sections 149, 150, 152 and applicable provisions of the Companies Act, 2013 ("Act") thereunder read with Schedule IV to the Act as is current at any time, Dr. Enakshi Bhattacharya, (holding DIN 05277571), a Non-Executive Independent Director of the Company, who has submitted a declaration that she meets the criteria for independence as provided in Section 149 (6) of the Act and is eligible for appointed as an Independent Director of the Company with effect from August 23, 2021 and up to August 22, 2026 not liable to retire by rotation."


T. BALASUBRAMANIAN,
Practising Company Secretary,
M. No.7987
C.P. No. 3402



Place: Chennai

Date: 30.11.2021

UDIN: F007987C001593472