

**Minutes of the Proceedings for declaration of results of the Postal Ballot of the Company declared on Thursday, the March 12, 2026 at 11:00 AM at Registered Office, Pallipalayam, Namakkal District, Cauvery RS PO, Erode 638 007.**

The Board of Directors at their Meeting held on January 31, 2026 had unanimously approved:

- ◇ Re-appointment of Sri N Gopalaratnam (DIN: 00001945), as Whole-time Director, designated as Chairman of the Company, liable to retire by rotation.
- ◇ Appointment of Sri Anurag Mishra, IFS, (DIN:11389352), as a Nominee Director of the Company, liable to retire by rotation.

and recommended the same to the shareholders for their approval. The Board decided to obtain consent of the members by passing an Ordinary Resolution / Special Resolution through Postal Ballot under Section 108 and 110 of the Companies Act, 2013 read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014, in respect of the above matters.

In compliance with the requirements of the Companies Act, 2013 ("the Act") read with the relevant SEBI & MCA Circulars, the Notice of Postal Ballot was dispatched through e-mail on February 09, 2026 to the registered E-mail Ids of the Shareholders, who were members of the Company on the cut-off date i.e. Friday, the February 06, 2026. The Shareholders were required to communicate their assent or dissent through the Remote e-voting system only.

The Postal Ballot Notice was sent in electronic form only to the e-mail address registered with their Depository Participants (in case of electronic shareholding) / the Company's Registrar and Transfer Agent (in case of physical shareholding). In addition, this Notice was also displayed on the Company's website [www.spbltd.com](http://www.spbltd.com) and on the website of the NSDL [www.evoting.nsdl.com](http://www.evoting.nsdl.com).

The Company had provided the facility to the Members to exercise their votes electronically through Remote e-voting facility arranged with National Securities Depository Limited (NSDL). The Board of Directors at their meeting held on January 31, 2026 had appointed Sri K Sankara subramanian, Practising Company Secretary (Membership No. F11241/ COP: 15994) as Scrutiniser for conducting the Postal Ballot Voting through the remote electronic voting system, in a fair and transparent manner.

The Company had published an advertisement in the Newspapers viz., Business Standard and Dinamalar on February 10, 2026, informing about the dispatch of the Notice and Remote e-voting.

In accordance with the aforesaid Postal Ballot Notice and the Advertisement published pursuant to Rule 20(4)(v) of the Companies (Management and Administration) Rules, 2014, the remote e-voting commenced on 9:00 AM (IST) on Tuesday, the February 10, 2026 and closed at 5:00 PM (IST) on Wednesday, the March 11, 2026 and the e-voting module was blocked by NSDL thereafter.

The Scrutinizer carried out scrutiny of votes cast under Remote e-voting facility and prepared a Scrutinizer's Report containing the result of e-voting on the basis of data received by him.

Based on the analysis of the valid votes, the Scrutinizer submitted his report on Thursday, the March 12, 2026 to Chairman, who announced the result of the Postal Ballot as per the Scrutinizer's Report, submitted as under:

Particulars of the Agenda	Votes For				Votes Against		
	Mode of Voting	No. of Members	No. of Votes	Vote %	No. of Members	No. of Votes	Vote %
Re-appointment of Sri N Gopalaratnam as Whole-time Director, designated as Chairman of the Company, liable to retire by rotation	e-voting	477	30914677	99.95	14	16670	0.05
Appointment of Sri Anurag Mishra, IFS, as a Nominee Director of the Company, liable to retire by rotation	e-voting	475	30915250	99.95	15	15997	0.05

Accordingly, the resolutions, as set out in the Postal Ballot Notice dated January 31, 2026, were duly approved and passed by the Members of the Company through Postal Ballot, with overwhelming majority on March 12, 2026.

The results of the voting by Postal Ballot were announced by the officer authorised by Chairman on March 12, 2026 @ 11:00 AM at the registered office of the company and the same was posted on the website of the company [www.spbltd.com](http://www.spbltd.com) and intimated to BSE and NSE. Additionally the results have also been posted on the website of NSDL at [www.evoting.nsdl.com](http://www.evoting.nsdl.com).

The following resolutions have been duly passed by the shareholders through e-voting and shall be deemed to have been passed on March 12, 2026, the date on which the scrutiniser issued the report containing the results of this e-voting.

**1 Re-appointment of Sri N Gopalaratnam (DIN: 00001945), as Whole-time Director, designated as Chairman of the Company, liable to retire by rotation.**

“RESOLVED THAT pursuant to Sections 190, 196, 197, 198, 203, Schedule V and other applicable provisions, if any, of the Companies Act, 2013 read with Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, as amended from time to time and applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment thereof for the time being in force) read with the Articles of Association of the Company, based on the recommendations of Nomination and Remuneration Committee and the consent of the Board of Directors, approval of the members be and is hereby accorded to the re-appointment of Sri.N.Gopalaratnam (DIN : 00001945) as a whole-time director of the company, designated as Chairman, for a period of 3 (Three) years, with effect from 01<sup>st</sup> April 2026, liable to retire by rotation on the terms and conditions including remuneration including perquisites, benefits etc., as set out in the Statement annexed to the Notice, with liberty to the Board of Directors, hereinafter referred to as “the Board”, which term shall be deemed to include the Nomination and Remuneration Committee of the Board, to alter and vary the terms and conditions of the said re-appointment and / or remuneration as it may deem fit and as may be acceptable to Sri N Gopalaratnam, subject to the same not exceeding the limits specified under Schedule V to the Companies Act, 2013 or any statutory modification(s) or re-enactment thereof;

RESOLVED FURTHER THAT the Board be and is hereby severally authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this Resolution”.

**Declared that the above has been passed by overwhelming majority as Special Resolution.**

**2 Appointment of Sri Anurag Mishra, IFS, (DIN: 11389352), Special Secretary, as a Nominee Director, liable to retire by rotation:**

“RESOLVED THAT pursuant to Section 152, 160 of Companies Act, 2013 and applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Sri Anurag Mishra, IFS, Special Secretary (DIN: 11389352), who was nominated by Environment, Climate Change and Forests Department, Government of Tamil Nadu and thereupon appointed by the Board of Directors as an Additional Director of the Company with effect from January 31, 2026, and in respect of whom the

Company has received a notice in writing from a Member proposing his candidature for the office of the Director, be and is hereby appointed as a Non-Executive and Nominee Director of the Company, liable to retire by rotation”.

RESOLVED FURTHER THAT the Board of Directors and the Company Secretary be and are hereby severally authorized to do and perform all such acts, deeds, matters or things as may be considered necessary to give effect to the above resolution”.

**Declared that the above has been passed by overwhelming majority as an Ordinary Resolution.**

Place : Erode  
Date : 12.03.2026

**Sd/-**  
**(N GOPALARATNAM)**  
Chairman