

General information about company	
Scrip code	500402
NSE Symbol	SPMLINFRA
MSEI Symbol	NOTLISTED
ISIN	INE937A01023
Name of the entity	SPML INFRA LIMITED
Date of start of financial year	01-04-2024
Date of end of financial year	31-03-2025
Reporting Quarter Type	Quarterly
Date of Quarter Ending	31-12-2024
Type of company	Equity
Whether Annexure I (Part A) of the SEBI Circular dated December 31, 2024 related to Compliance Report on Corporate Governance is applicable to the entity?	Yes
Whether Annexure I (Part B) of the SEBI Circular dated December 31, 2024 related to Investor Grievance Redressal Report is Applicable to the entity?	Yes
Whether Annexure I (Part C) of the SEBI Circular dated December 31, 2024 related to Disclosure of Acquisition of Shares or Voting Rights in Unlisted Companies is Applicable to the entity?	No During the quarter ended 31st December, 2024, Company has not acquired any shares or voting rights in Unlisted Companies
Whether Annexure I (Part D) of the SEBI Circular dated December 31, 2024 related to Disclosure of Imposition of Fine or Penalty is Applicable to the entity?	No During the quarter ended 31st December, 2024, no fine or penalty has been imposed as clause 20 of part A para A of Sch III
Whether Annexure I (Part E) of the SEBI Circular dated December 31, 2024 related to Disclosure of Updates to Ongoing Tax Litigations or Disputes is Applicable to the entity?	Yes
Risk management committee	Not Applicable
Market Capitalisation as per immediate previous Financial Year	Top 2000 listed entities
Is SCORE ID Available ?	Yes
SCORE Registration ID	s00484
Reason For No SCORE ID	
Type of Submission	Original
Remarks (website dissemination)	
Remarks for Exchange (not for Website Dissemination)	

Annexure I

Annexure I to be submitted by listed entity on quarterly basis

I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory

Whether the listed entity has a Regular Chairperson

Yes

Whether Chairperson is related to MD or CEO

No

Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth
1	Mr	SUBHASH CHAND SETHI	AMGPS8645B	00464390	Executive Director	Chairperson		14-08-1954
2	Mr	SUSHIL SETHI	AMGPS8647D	00062927	Non-Executive - Non Independent Director	Not Applicable		22-07-1958
3	Mr	MANOJ KUMAR DIGGA	ACNPD0513A	01090626	Executive Director	Not Applicable		02-09-1969
4	Mr	TIRUDAIMARUDHUR SRIVASTAN SIVASHANKAR	AAVPS8687C	02720714	Non-Executive - Independent Director	Not Applicable		09-06-1967
5	Mrs	ARUNDHUTI DHAR	ACNPD9707E	03197285	Non-Executive - Independent Director	Not Applicable		21-06-1973
6	Mr	MAHENDRA PAL SINGH	ACDPS9300G	10782709	Non-Executive - Independent Director	Not Applicable		06-10-1962
7	Mrs	NEETA KARMAKAR	AEMPK4771Q	08730604	Non-Executive - Independent Director	Not Applicable		18-01-1962
8	Mr	THARUVAI VENUGOPAL RANGASWAMI	ADUPR0621B	01957380	Executive - Nominee Director	Not Applicable		17-05-1956

I. Composition of Board of Directors

Disqualification of Directors under section 164 of the Companies Act, 2013

Sr	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status
1	No				Active
2	No				Active
3	No				Active
4	No				Active
5	No				Active
6	No				Active
7	No				Active
8	No				Active

I. Composition of Board of Directors

Sr	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity [with reference to proviso to regulation 17A(1) & reg. 17A(2)]	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)	Reason for Cessation	Notes for not providing PAN	Notes for not providing DIN
1	NA		01-06-1984	01-01-2020			1	0	0	0			
2	NA		27-08-1981	06-04-2021			1	1	1	1			
3	NA		30-05-2024	30-05-2024			2	2	1	0			
4	NA		08-06-2021	08-06-2021		43	1	1	0	1			
5	NA		13-02-2023	13-02-2023		23	1	1	2	0			
6	NA		21-09-2024	21-09-2024		3.5	1	1	0	0			
7	NA		21-09-2024	21-09-2024		3.5	1	2	0	0			
8	NA		24-10-2024	24-10-2024		2.5	1	0	0	0			

Audit Committee Details							
Whether the Audit Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	10782709	MAHENDRA PAL SINGH	Non-Executive - Independent Director	Chairperson	24-10-2024		
2	08730604	NEETA KARMAKAR	Non-Executive - Independent Director	Member	24-10-2024		
3	00062927	SUSHIL SETHI	Non-Executive - Non Independent Director	Member	06-04-2021		
4	02720714	TIRUDAIMARUDHUR SRIVASTAN SIVASHANKAR	Non-Executive - Independent Director	Member	14-02-2022		
5	03197285	ARUNDHUTI DHAR	Non-Executive - Independent Director	Member	13-02-2023		

Nomination and remuneration committee							
Whether the Nomination and remuneration committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	08730604	NEETA KARMAKAR	Non-Executive - Independent Director	Chairperson	24-10-2024		
2	10782709	MAHENDRA PAL SINGH	Non-Executive - Independent Director	Member	24-10-2024		
3	02720714	TIRUDAIMARUDHUR SRIVASTAN SIVASHANKAR	Non-Executive - Independent Director	Member	07-07-2021		
4	00062927	SUSHIL SETHI	Non-Executive - Non Independent Director	Member	24-10-2024		

Stakeholders Relationship Committee							
Whether the Stakeholders Relationship Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	02720714	TIRUDAIMARUDHUR SRIVASTAN SIVASHANKAR	Non-Executive - Independent Director	Chairperson	07-07-2021		
2	10782709	MAHENDRA PAL SINGH	Non-Executive - Independent Director	Member	24-10-2024		
3	00464390	SUBHASH CHAND SETHI	Executive Director	Member	28-05-2014		

Risk Management Committee							
Whether the Risk Management Committee has a Regular Chairperson							
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks

Corporate Social Responsibility Committee							
Whether the Corporate Social Responsibility Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	03197285	ARUNDHUTI DHAR	Non-Executive - Independent Director	Chairperson	24-10-2024		
2	08730604	NEETA KARMAKAR	Non-Executive - Independent Director	Member	24-10-2024		
3	01090626	MANOJ KUMAR DIGGA	Executive Director	Member	24-10-2024		

Other Committee						
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks

Annexure 1

Annexure 1

III. Meeting of Board of Directors

Disclosure of notes on meeting of board of directors explanatory								
Sr. No.	Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting (if any) in the current quarter	Maximum gap between any two consecutive (in number of days)	Notes for not providing Date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors as on date of the meeting	Number of Directors present* (All directors including Independent Director)	No. of Independent Directors attending the meeting*
1	12-08-2024				Yes	7	6	3
2	27-08-2024		14		Yes	7	6	3
3	21-09-2024		24		Yes	7	6	3
4		24-10-2024	32		Yes	7	7	4
5		11-11-2024	17		Yes	8	8	4
6		30-12-2024	48		Yes	8	7	4

Annexure 1

IV. Meeting of Committees

Disclosure of notes on meeting of committees explanatory										
Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors Present (All Directors including Independent Director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
1	Audit Committee	12-08-2024				Yes	5	4	3	3
2	Audit Committee	27-08-2024	14			Yes	5	4	3	3
3	Audit Committee	24-10-2024	57			Yes	3	3	2	2
4	Audit Committee	11-11-2024	17			Yes	5	5	4	2
5	Audit Committee	30-12-2024	48			Yes	5	5	4	2
6	Nomination and remuneration committee	19-07-2024				Yes	3	3	3	3

Annexure 1

IV. Meeting of Committees

Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors Present (All Directors including Independent Director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
7	Nomination and remuneration committee	27-08-2024	38			Yes	3	2	2	2
8	Nomination and remuneration committee	21-09-2024	24			Yes	3	2	2	2
9	Nomination and remuneration committee	30-12-2024	99			Yes	4	4	3	2

Annexure 1

V. Affirmations

Sr	Subject	Compliance status (Yes/No)
1	The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
2	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee	Yes
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	Yes
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	Yes
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 1000 listed entities)	NA
6	The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
7	The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes

Annexure 1

Sr	Subject	Compliance status
1	Name of signatory	Swati Agarwal
2	Designation	Company Secretary and Compliance Officer

Details of Cyber security incidence		
Whether as per Regulation 27(2)(ba) of SEBI (LODR) Regulations, 2015 there has been cyber security incidents or breaches or loss of data or documents during the quarter		No
Number of cyber security incidence or breaches or loss of data event occurred during the quarter		
Sr.	Date of the event	Brief details of the event

Signatory Details	
Name of signatory	SWATI AGARWAL
Designation of person	Company Secretary and Compliance Officer
Place	KOLKATA
Date	10-02-2025

Investor Grievance Details	
No. of investor complaints pending at the beginning of Quarter	0
No. of investor complaints received during the Quarter	0
No. of investor complaints disposed off during the Quarter	0
No. of investor complaints those remaining unresolved at the end of the Quarter	0

Disclosure of Updates to Ongoing Tax Litigations or Disputes The updates on tax litigations or disputes in terms of sub-para 8 of para B of Part A of Schedule III read with corresponding provisions of Annexure 18 of the Master Circular are given below:

Any Other Information for Disclosure of Updates to Ongoing Tax Litigations or Disputes				
Sr. No.	Name of the opposing party	Date of initiation of the litigation / dispute	Status of the litigation / dispute as per last disclosure	Current status of the litigation / dispute
1	West Bengal Commercial Taxes Appellate and Revisional Board, Kolkata	15-02-2011	Demand disputed	Hearing Pending
2	West Bengal Commercial Taxes Appellate and Revisional Board, Kolkata	13-02-2012	Demand disputed	Hearing Pending
3	West Bengal Commercial Taxes Appellate and Revisional Board, Kolkata	13-02-2012	Demand disputed	Hearing Pending
4	West Bengal Commercial Taxes Appellate and Revisional Board, Kolkata	03-01-2014	Demand disputed	Hearing Pending
5	West Bengal Commercial Taxes Appellate and Revisional Board, Kolkata	07-03-2014	Demand disputed	Hearing Pending
6	West Bengal Commercial Taxes Appellate and Revisional Board, Kolkata	07-03-2014	Demand disputed	Hearing Pending
7	West Bengal Commercial Taxes Appellate and Revisional Board, Kolkata	03-01-2014	Demand disputed	Hearing Pending
8	West Bengal Commercial Taxes Appellate and Revisional Board, Kolkata	24-01-2015	Demand disputed	Order due
9	JCCT Appeals, Patna	26-02-2015	Demand disputed	Appeal filed at JCCT
10	JCCT Appeals, Patna	10-04-2019	Demand disputed	Petition filled at Tribunal
11	JCCT Appeals, Patna	25-03-2016	Demand disputed	Appeal filed at JCCT
12	Additional Commissioner, Agra	25-03-2014	Disputed Demand	Matter in appeal
13	JCCT (Appeals) Jamshedpur	10-11-2014	Demand disputed	Hearing Pending
14	JCCT (Appeals) Jamshedpur	13-03-2016	Demand disputed	Hearing Pending
15	JCCT (Appeals) Jamshedpur	13-03-2016	Demand disputed	Hearing Pending
16	Commissioner DVAT, Delhi	02-09-2014	Demand disputed	Demand disputed
17	Deputy Commissioner, Appeals-II Jaipur	30-03-2014	Appeal filed by Tax Department	Hearing Pending
18	Deputy Commissioner, Appeals-II Jaipur	30-03-2014	Appeal filed by Tax Department	Hearing Pending
19	JCCT Appeals, Patna	12-01-2019	Demand disputed	Appeal filed
20	Sr JCCT, Appeals, Comml Taxes, Kolkata	10-09-2020	Demand disputed	Hearing Pending
21	Appeal filed at JCCT - Patna	20-09-2020	Demand disputed	Appeal filed at JCCT
22	Commissioner Service Tax, Kolkata	31-03-2011	Case is being heard	Case is being heard

