



SPS International Ltd.

(Where delivering quality is way of life)

CIN No. L74140HR1993PLC031900

Plot No. F 6 & 7, 1st Floor, FIT
Sector - 57, Faridabad - 121004 (HR)
Website : www.spsintl.co.in

Designers, Printers & Suppliers for OMR/ICR forms,
MCQ Answer Sheets, Examination Answer Booklets,
Scanning of OMR Sheets and processing of result.

28th January, 2021

To,

**The Listing Department,
BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai - 400 001
(Scrip Code: 530177)**

Scrip Code: 530177

ISIN: INE758B01013

**Subject: Non Applicability of Corporate Governance on SPS International Limited ('the Company')
as on 31st December, 2020**

Dear Sir/Madam,

With reference to the BSE email dated 18th January, 2021 regarding non-compliance with disclosure of related party transactions under Regulation 23(9) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, on consolidated basis, please find attached herewith the explanation/confirmation letter from the Company confirming the non-applicability of Corporate Governance Report on the Company with reference to Regulation 15 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as on 31st December 2020.

This is for your information and records.

Thanking you,

For SPS International Limited

**Surendra Kumar Jain
(Managing Director)**

DIN: 00088064

**Address: Plot No. F 6-7, FIT, Sector 57,
Faridabad, Haryana, 121004**





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Dear Sir/Ma'am,

As per Regulation 15 of the SEBI (Listing Regulations and Disclosure Obligations Requirements) Regulations, 2015, ('the Regulations') the provisions of Chapter IV of the said Listing Regulations, 2015 shall be applicable to all Companies whose specified securities are listed on any recognized stock exchange either on the main board or on SME Exchange or on institutional trading platform. However, the Compliance with the corporate governance provisions as specified in Regulations 17, 17A, 18, 19, 20, 21, 22, 23, 24, 24A, 25, 26, 27 and clauses (b) to (i) of sub-regulation (2) of Regulation 46 and Para C, D and E of Schedule V shall not be mandatory, for the time being, in respect of the following class of companies:

- A. The listed entity having Paid up Equity Share Capital not exceeding Rs.10 Crore and Net Worth not exceeding Rs.25 Crore, as on the last day of the previous financial year i.e 31st March 2020 in this case;
- B. The Listed Entity which has listed its specified securities on the SME Exchange.

Further, it is provided that where the provisions of regulations specified becomes applicable to a listed entity at a later date, such listed entity shall comply with the requirements of those regulations within 6 months from the date on which the provisions became applicable to the listed entity.

In view of the aforesaid, We would like to apprise you that provisions stipulated under Regulations 17, 17A, 18, 19, 20, 21, 22, 23, 24, 24A, 25, 26, 27 of the SEBI (Listing Regulations and Disclosure Obligations Requirements) Regulations, 2015 ('the Regulations') **are not applicable on SPS International Limited ('the Company')**. Although, the Company has voluntarily made compliance of Regulation 27(2) of the Regulations, but it is not applicable on the Company since its paid-up share capital and net worth does not exceeds the prescribed threshold limits as on the last day of the previous financial year i.e 31st March 2020. The Paid up capital and net worth of the Company as on 31st March 2020 is Rs 3,22,59,000/- and Rs 7,04,71,207/- respectively.

Thus, it is not mandatory for the Company to submit the disclosure of related party transactions on a consolidated basis under Regulation 23(9) of the Regulations for the half year ending 30th September 2020.

For SPS International Limited



Surendra Kumar Jain
(Managing Director)

DIN: 00088064

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