



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 (Haryana)
Website : 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.

Date: 30.09.2021

To,
The BSE Limited,
Department of Corporate Services,
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai-400001
(Script Code: 530177)

Subject: Voting results of 28th Annual General Meeting (AGM) along with Scrutinizer's Report

Dear Sir/Madam,

In compliance to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015, please find herewith voting results of 44th AGM of SPS International Limited held on 29th September, 2021 at 03:00 PM (IST) through Video Conferencing (VC)/ Other Audio Visual Means (OAVM) along with consolidated Scrutinizer's Report.

It is to inform that all resolutions set out in notice of 28th AGM were duly approved by shareholders with requisite majority. The voting results along with consolidated Scrutinizer's Report is also being uploaded on the website of the Company i.e. www.spsintl.co.in and website of e-voting service provider i.e. Central Depository Services (India) Limited www.evotingindia.com.

We hope that you would find the as above in order. Kindly acknowledge the receipt of above information and take the same on records.

The aforesaid information is also available on the website of the Company at www.spsintl.co.in

This is for your information and records.

Thanking You,

For SPS International Limited


Surendra Kumar Jain
(Managing Director)
DIN: 00088064



General information about company	
Scrip code	530177
NSE Symbol	
MSEI Symbol	
ISIN	INE758B01013
Name of the company	SPS INTERNATIONAL LIMITED
Type of meeting	AGM
Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot)	30-09-2021
Start time of the meeting	03:00 PM
End time of the meeting	04:00 PM



For **SPS International Limited**

Authorised Signatory

Scrutinizer Details	
Name of the Scrutinizer	P.C. JAIN
Firms Name	P C JAIN & CO.
Qualification	CS
Membership Number	4103
Date of Board Meeting in which appointed	28-07-2021
Date of Issuance of Report to the company	30-09-2021



For **SPS International Limited**
P.C. Jain
Authorised Signatory

Voting results	
Record date	22-09-2021
Total number of shareholders on record date	2480
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	0
b) Public	0
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	7
b) Public	15
No. of resolution passed in the meeting	2
Disclosure of notes on voting results	



For **SPS International Limited**

 Authorised Signatory

Resolution(1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To receive, consider and adopt the Audited Financial Statements for the financial year ended as on 31st March, 2021, together with the reports of the Board of Directors & Auditor's thereon.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	1266078	1266078	100	1266078	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		1266078	1266078	100	1266078	0	100
Public- Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting	281766	281766	100	227210	54556	80.6378	19.3622
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		281766	281766	100	227210	54556	80.6378
Total		1547844	1547844	100	1493288	54556	96.4754	3.5246
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								



For **SRS International Limited**

Authorized Signatory

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	



For **SPS International Limited**
[Signature]
Authorised Signatory

Resolution(2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				To consider and approve the re-appointment of Mr. Ramesh Chand Jain (DIN: 03208226) as a Director, who retires by rotation and being eligible, offers himself for reappointment.				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	1266078	1266078	100	1266078	0	100	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		1266078	1266078	100	1266078	0	100
Public- Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)							
	Total							
Public- Non Institutions	E-Voting	281766	281766	100	150835	130931	53.532	46.468
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		281766	281766	100	150835	130931	53.532
Total		1547844	1547844	100	1416913	130931	91.5411	8.4589
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								



For **SPS International Limited**

Authorised Signatory

Details of Invalid Votes	
Category	No. of Votes
Promoter and Promoter Group	
Public Insitutions	
Public - Non Insitutions	



For **SPS International Limited**

Authorized Signatory



P.C. JAIN & CO.
Company Secretaries

#2382, Sector-16,
Phone: 0129-4043338
+91 9811087881
Faridabad-121002 (NCR)
Mail id: fcspcjain@gmail.com
URL: www.cspcjain.com

Combined Scrutinizer's Report

To,
The Chairman
SPS International Limited
Plot No. F 6-7 FIT, Sector 57,
Faridabad-121004

Subject: Passing of Resolution(s) through remote e-voting and voting electronically at the 28th Annual General Meeting ("AGM") of SPS International Limited held through Video Conferencing ("VC") or Other Audio Visual Means ("OVAM") on 29th September, 2021, pursuant to section 108 of Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and pursuant to the General Circulars dated 8th April, 2020; 13th April, 2020; 5th May, 2020; as well as Circular dated 13th January, 2021, issued by the Ministry of Corporate Affairs ("MCA") and Circular Number SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated 15th January, 2021 issued by the Securities and Exchange Board of India (SEBI) (hereinafter collectively referred to as "the Circulars"), in continuation of SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated 12th May, 2020, commonly referred to as "MCA & SEBI CIRCULARS".

The Board of Directors of SPS International Limited (hereinafter referred to as the "**Company**") has appointed us as the Scrutinizer for the remote e-voting process as well as to scrutinize the electronic voting conducted at the Annual General Meeting ("AGM") pursuant to Section 108 of the Companies Act, 2013 ("Act") read with rule 20 of the companies (Management and Administration) as amended and Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") as amended by the "**MCA AND SEBI CIRCULARS**" issued in this connection both by the MCA and SEBI, providing relaxation for the manner in which AGM shall be held and conducted. The MCA & SEBI CIRCULARS provides for relaxation in the manner in which the AGM will be held including the manner of sending the notices and Annual Reports to the Shareholder and the manner of voting at the meeting, which was necessitated on Account of the Outbreak of COVID-19 (CORONAVIRUS) pandemic. We are familiar and well versed with the concept of electronic voting System as prescribed under the said Rules and the relaxations as provided in the MCA & SEBI CIRCULARS.

As mentioned in the Notice, the proceeding of the AGM will be deemed to be conducted at the registered office of the Company.



Report on Scrutiny:

- i. The company had appointed Central Depository Services (India) Limited ("CDSL") as the Service Provider for the purpose of extending the facility of Remote E-voting to the Members of the Company and for voting electronically at the meeting.
- ii. Beetal Financial & Computer Services Private Limited is the Registrar and Transfer Agent ('RTA') of the Company.
- iii. The Service Provider had provided a system for recording the votes of the Members electronically through remote e-voting as well as at the meeting on all the items of the business sought to be transacted in the 28th AGM of the Company, which was held on Wednesday, 29th September, 2021.
- iv. The Service Provider had set up electronic voting facility on their website <https://www.evotingindia.com/login>. The Company had uploaded all the items of the business to be transacted at the AGM on the website of the Company and also its Service Provider and also on the websites of Stock Exchange viz. BSE Limited to facilitate their Members to cast their vote through Remote e-voting.
- v. The Management of the Company is responsible for ensuring compliance with the requirements of the Act and Rules thereunder and SEBI Listing Regulations.
- vi. Our responsibility as the Scrutinizer of the voting process (through e-voting), was restricted to scrutinize and e-voting process, in a fair and transparent manner and to prepare a Scrutinizer's Report of the votes cast in favour and against the resolution in respect of business items stated in the Notice, based on the reports generated from the e-voting system provided by CDSL, the service provider.
- vii. As provided in the **MCA & SEBI CIRCULARS**, the Company had advertised in the newspapers, asking member who have not registered their email IDs with the Company or ii. Beetal Financial & Computer Services Private Limited or with the respective Depository Participant(s) viz. Central Depository Services (India) Limited ("CDSL") to do so and to the extent, details were provided by the shareholders were considered for sending the Notice of the AGM and Annual Report 2020-21.
- viii. The service provider had sent the Notice of the AGM along with Annual Report 2020-21 and e-voting details by email to the Members, whose email IDs were made available by the Depositories or were registered with the Company/ Beetal Financial & Computer Services Private Limited. For those Members who's email IDs were not available/registered, the Notice of the AGM along with Annual Report 2020-21 could not be sent. The Notice sent through email contained the detailed procedure to be followed by the Members who were desirous of casting their votes electronically as provided in the Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and as provided in the **MCA & SEBI CIRCULARS**.
- ix. The Company completed the dispatch of Notice of AGM and Annual Report 2020-21 by email to the Members on 3rd September, 2021.
- x. The cut-off date for the purposes of identifying the Members who will be entitled to vote on the resolutions placed for approval of the Members was **22nd September, 2021**.



- xi. As prescribed in the aforesaid Rules, the Remote e-voting was kept open for three days from Sunday, 26th September, 2021 at 9:00 a.m. to Tuesday, 28th September, 2021 at 5:00 p.m.
- xii. As prescribed in clause IV of the Circular dated 5th May, 2020 issued by MCA, which is forming part of the MCA & SEBI CIRCULARS, the Company has released an advertisement prior to sending Notice of AGM to the Members which was published in English in 'Financial Express' and in Hindi in 'Jansatta' having wide circulation.
- xiii. The votes for remote e-Voting as well as e-voting at 28th Annual General Meeting were unlocked on Wednesday, 29th September, 2021 after the conclusion of AGM in the presence of two witnesses; CS Purvika Jain (A-47373) and Ms. Kritika Gulati who are not in the employment of the company.
- xiv. Thereafter, we as scrutinizer duly compiled details of the Remote E-Voting carried out by the Members and the electronic voting done at the AGM, the details of which are as follows:

Name of the Company	SPS International Limited
Date of the AGM	29 th September, 2021
Total number of shareholders on Record date	2480
No. of shareholders present in the meeting either in person or through proxy:	NIL
• Promoters and Promoter Group:	NIL
• Public:	NIL
No. of Shareholders attended the meeting through Video Conferencing	22
Promoters and Promoter Group:	7
Public:	15

Resolution No.	1		
Resolution required: (Ordinary/Special)	ORDINARY RESOLUTION- To receive, consider and adopt the Audited Financial Statements for the financial year ended as on 31st March, 2021, together with the reports of the Board of Directors & Auditor's thereon.		
Whether promoter/promoter group are interested in the agenda/resolution?	NO		
Category	Mode of Voting	No. Of Shares held	No. of E-votes casted
Promoter and Promoter Group	E-voting	1266078	1266078
	Poll	-	-
	Postal Ballot(if applicable)	-	-
Public- Institutions	E-voting	-	-
	Poll	-	-
	Postal Ballot(if applicable)	-	-



Public - Non Institutions	E-voting	281766	281766
	Poll	-	-
	Postal Ballot(if applicable)	-	-
Total		1547844	1547844

Resolution No.	2		
Resolution required: (Ordinary/Special)	ORDINARY RESOLUTION- To consider and approve the re-appointment of Mr. Ramesh Chand Jain (DIN: 03208226) as a Director, who retires by rotation and being eligible, offers himself for reappointment.		
Whether promoter/promoter group are interested in the agenda/resolution?	NO		
Category	Mode of Voting	No. Of Shares held	No. of E-votes casted
Promoter and Promoter Group	E-voting	1266078	1266078
	Poll	-	-
	Postal Ballot(if applicable)	-	-
Public- Institutions	E-voting	-	-
	Poll	-	-
	Postal Ballot(if applicable)	-	-
Public- Non Institutions	E-voting	281766	281766
	Poll	-	-
	Postal Ballot(if applicable)	-	-
Total		1547844	1547844

CONSOLIDATED RESULTS

Item No. 1 of the Notice (As an Ordinary Resolution)

To consider and adopt the Audited Financial Statements for the financial year ended as on 31st March, 2021, together with the Board's Report and Auditor's Report thereon by **ORDINARY RESOLUTION:-**

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%)Votes
	Number	Votes	Number	Votes	Number	Votes	
Assent	33	1493288	0	0	33	1493288	96.48
Dissent	11	54556	0	0	11	54556	3.52
Total	44	1547844	0	0	44	1547844	100.00



Item No. 2 of the Notice (As an Ordinary Resolution)

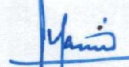
To consider and approve the re-appointment of Mr. Ramesh Chand Jain (DIN: 03208226) as a Director, who retires by rotation and being eligible, offers himself for reappointment.

Particulars	Remote e-voting		Voting at the AGM		Total		Percentage (%) Votes
	Number	Votes	Number	Votes	Number	Votes	
Assent	31	1416913	0	0	31	1416913	91.54
Dissent	13	130931	0	0	13	130931	8.46
Total	44	1547844	0	0	44	1547844	100.00

Based on the aforesaid result we report that the Ordinary Resolutions as set out in Item No(s). 1 to 2 of the Notice of the AGM held on 29th September, 2021 has been passed with requisite majority.

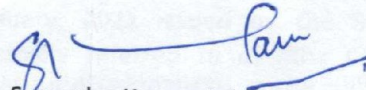
Thanking you,

Yours Sincerely,
For P C JAIN & Co.
(FRN: P2016HR051300)
Company Secretaries


(P.C. Jain)
PARTNER
CP No. 3349
M.No. F-4103

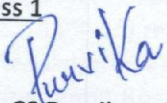


Countersigned By:

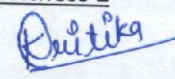

Surendra Kumar Jain
Chairman cum Managing Director
(DIN: 00088064)
SPS International Limited



Witness 1


Name: CS Purvika Jain
M.No. (A-47373)
Address:
House No-2382, Sector-16
Faridabad-121002, Haryana

Witness 2


Name: Kritika Gulati
Address:
House No 1799
Jawahar Colony
Faridabad-121005

Place: Faridabad
Date: 30th September, 2021
UDIN: F004103C001044725