



SPS INTERNATIONAL LIMITED
CIN: L74140HR1993PLC031900

Registered Office: 15/1, Ground Floor, Main Mathura Road, Faridabad, Haryana-121003

Email: info@spsintl.co.in; Website: www.spsintl.co.in;

Phones: 0129-7117719

Date: 03/01/2023

To,

**BSE Limited,
The Listing Department
1st Floor, New Trading Ring,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400 001**

Scrip Code: 530177

ISIN: INE758B01013

Subject: Non Applicability of Corporate Governance on SPS International Limited ('the Company') as on 31 December, 2022

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 2022 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 it is neither listed exclusively on the SME Exchange nor its paid-up share capital and net worth exceeds the prescribed threshold limits as on the last day of the previous financial year i.e. 31st March 2022. The Paid up capital and net worth of the Company as on 31st March 2022 is Rs. 3,22,59,000/- and Rs. 3,12,77,688/- respectively.

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

For SPS International Limited

Saurabh Gupta
Company Secretary & Compliance Officer
M No. A36879