Aug 21, 2026

BSE Limited
Department of Corporate Affairs
Phiroze Jeejeebhoy Tower
Dalal Street
Mumbai-400001

Dear Sir/Madam,

Scrip Code: **517166**

Sub: **Intimation of AGM date, AGM notice, Book Closure date and cut off date under Regulation 30 and 42 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

Pursuant to Regulation 30 and 42 of the SEBI (Listing Obligations and Disclosure Requirements), 2015, the Board of Directors at their meeting held on Aug 20, 2026 has fixed Sep 7, 2026 to Sep 14, 2026, (both days inclusive) as the Book Closure Dates and e-Voting period commences, Sep 11, 2026 at 10am. (IST) and ends on Sep 13, 2026 at 5pm (IST) and cut-off date as Sep 7,2026 for the purpose of 41st Annual General Meeting (AGM) of the Company scheduled to be held on Sep 14, 2026.

Please find enclosed the Notice of the 41st Annual General Meeting (AGM) for the financial year ended Mar 31, 2026.

The AGM Notice is available on the Company's website at http://natronix.net/SPEL.html.
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This is for your kind information and records.

Thanking you.

Yours faithfully,

For SPEL Semiconductor Limited

P. Balagy

P. Balamurugan
Head Operations & Whole-Time Director
DIN: 07480881

CIN: L32201TN1984PLC011434
Regd Office: No. 5, CMDA Industrial Estate, Maraimalai Nagar, Tamil Nadu 603 209
eMail: ca@spel.com Website: www.natronix.net/SPEL

AGM Notice

Notice is hereby given that the **41st Annual General Meeting of the Members of SPEL Semiconductor Limited will be held on Monday the Sep 14, 2026 at 10:20am** (IST) through Video Conferencing (“VC”) /Other Audio –Visual Mechanism (“OAVM”) to transact the following business:

Ordinary Business:

1. Adoption of Audited Financial Statements

To receive, consider and adopt the Balance Sheet as at Mar 31, 2026 and the Statement of Profit and Loss and Cash Flow Statement and the Statement of Changes in Equity for the year ended on that date, together with the Reports of the Directors and the Auditors thereon.

2. To appoint a Director in the place of Dr. Venkatasubramanian V Meenakshi (DIN:10680038) who retires by rotation and being eligible, offers himself for re-appointment

To appoint a Director in place of Dr. Venkatasubramanian V Meenakshi (DIN: 10680038) who retire by rotation in terms of Section 152(6) of the Companies Act, 2013 and being eligible, seeks re-appointment.

Special Business:

3. Approval to Sell, Lease or otherwise dispose of whole or substantially the whole of the undertaking(s) of the Company

To consider and if thought fit, to pass the following resolution as a "**Special Resolution**”;

"**Resolved That**, pursuant to the provisions of Section 180(1)(a) of the Companies Act, 2013 read with relevant rules made thereunder, and any other applicable provisions, including any modification(s) thereto or re-enactments thereof for the time being in force, subject to the provisions of the Memorandum and Articles of Association of the Company and subject to such other approvals, sanctions, consents and permissions as may be necessary to be obtained, the consent of the Members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as "the Board" which term shall include a Committee thereof) to sell or transfer or otherwise dispose of the land to an extent of not exceeding 3.7 Acres situated at 5, CMDA Industrial Estate, Maraimalai Nagar on behalf of the Company at such consideration, with effect from such date, in such manner and on such terms and conditions as may be deemed appropriate and decided by the Board, with the power to the Board to finalise and execute all the required documents, memoranda, deeds of assignment/ conveyance /sale and any other incidental documents with such modifications as may be required from time to time."

"Resolved Further That the Board be and is hereby authorized to execute any documents, Deeds or writings as may be executed in relation to the transfer and vesting of the Business Undertaking and to make applications to the regulatory and government authorities for the purpose of obtaining all approvals and sanctions as required to be obtained by the Company in this regard"

"Resolved Further That the Board be and is hereby authorized to do all such Acts and Deeds as may be necessary, proper, desirable and / or expedient to give effect to this resolution, to settle any questions, difficulties or doubts that may arise in regard to such sale / disposal and transfer of the Business Undertaking as they may in their absolute discretion deem fit and as may be necessary for the completion of the transaction as aforesaid in the best interest of the Company"

4. To Approve the Increase in the Authorized Share Capital of the Company and to amend Clause V (Capital Clause) of the Memorandum of Association of the Company

To consider, and if thought fit, to pass, the following resolution as an **Ordinary Resolution**:

"Resolved That pursuant to the provisions of Section 61 and other applicable provisions of the Companies Act, 2013 (including any amendment thereto or re-enactment thereof) and the Rules framed there under and provisions of SEBI Act, guidelines and regulations thereunder for the time being in force and listing regulations as applicable, consent of the Members be and is hereby accorded to increase the Authorized Share Capital of the Company from Rs. 60,00,00,000 (Rs. Sixty Crores Only) divided into Rs. 47,00,00,000/- (Rs. Forty-Seven Crore Only) divided into 4,70,00,000 (Four Crore Seventy Lakhs Only) Equity Shares of Rs. 10/- each and Rs. 13,00,00,000 (Rs. Thirteen Crores Only) divided into 13,00,000 (Thirteen lakhs Only) Preference shares of Rs. 100 each to Rs. 90,00,00,000/- (Rs. Ninety Crores Only) divided into Rs. 77,00,00,000/- (Rs. Seventy-Seven Crores Only) divided into 7,70,00,000 (Seven Crores Seventy Lakhs Only) Equity Shares of Rs. 10/- each and Rs. 13,00,00,000 (Rs. Thirteen Crores Only) divided into 13,00,000 (Thirteen lakhs Only) Preference shares of Rs. 100 each."

"Resolved Further That pursuant to Section 13 and all other applicable provisions if any, of the Companies Act, 2013, consent of the members of the company be and is hereby accorded and the existing Clause V of Memorandum of Association of the Company be amended by substituting in its place with the following new clause V:

"V. The Authorized Share Capital of the Company is Rs. 90,00,00,000/- (Rupees Ninety crores only) comprising of Rs. 77,00,00,000/- (Rs. Seventy-Seven Crores Only) divided into 7,70,00,000 (Seven Crores Seventy Lakhs Only) Equity Shares of Rs. 10/- each and Rs. 13,00,00,000 (Rs. Thirteen Crores Only) divided into 13,00,000 (Thirteen lakhs Only) Preference shares of Rs. 100 each."

Resolved Further That for the purpose of giving effect to the above resolution, the Directors of the Company (including any Committee thereof) be and are hereby authorised to do all such Acts, Deeds, Matters and things as they may in their absolute discretion deem expedient, necessary, fit or proper in connection therewith or incidental thereto and to settle all/any questions, doubts or difficulties which may arise in this regard."

5. Issue of Equity Shares of the Company on Rights Basis

To consider, and if thought fit, to pass, the following resolution as a **Special Resolution**:

"Resolved That pursuant to Section 62(1)(a) and other applicable provisions, if any, of the Companies Act, 2013, the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018, the SEBI LODR Regulations, the Foreign Exchange Management Act, 1999 and other applicable laws, rules, regulations and guidelines, and subject to such approvals, consents, sanctions and permissions as may be necessary from the Reserve Bank of India, the Stock Exchanges, the Securities and Exchange Board of India and/or any other statutory or regulatory authority, as may be applicable, approval of the Members be and is hereby accorded to the Board of Directors (including any Committee thereof) to offer, issue and allot Equity Shares of the Company, for an amount not exceeding Rs. 500 Crores (Rupees Five hundred only), in multiple tranches, to the existing eligible equity shareholders of the Company as on the record date, on a rights basis, in such proportion (rights entitlement ratio), at such price (including premium, if any), in such manner and on such terms and conditions as the Board may, in its absolute discretion, determine, including the right to offer a part of such issue to renunciation by the existing shareholders in favour of other persons and/or to any standby underwriters."

"Resolved That the Board be and is hereby authorized to enter into and execute all such Agreements and arrangements with any lead manager(s), underwriter(s), guarantor(s), financial and/or legal advisor(s), registrar(s) and all such agencies as may be involved or concerned in the offering and to remunerate such agencies/institutions by way of commission, brokerage, fees or the like, and also to enter into and execute all other Agreements, arrangements, documents and instruments as may be necessary or desirable in connection with the Rights Issue."

"**Resolved Further That** for the purpose of giving effect to the above resolution, the Directors of the Company be and are hereby authorised to do all such Acts, Deeds, Matters and things as they may in their absolute discretion deem expedient, necessary, fit or proper in connection therewith or incidental thereto and to settle all/any questions, doubts or difficulties which may arise in this regard."

6. **Borrowing Powers of the Board:**

To consider and if thought fit, to pass the following resolution as a **Special Resolution:**

"**Resolved That** subject to the provisions of Section 180 (1) (c) and other applicable provisions, if any, of the Companies Act, 2013 and relevant rules made thereto including any statutory modifications or re-enactments thereof and in supersession of all the earlier resolutions passed in this regard, the Board of Directors (hereinafter referred to as the Board), including any committee thereof for the time being exercising the powers conferred on them by this resolution, be and are hereby authorized to borrow money, as and when required, from, including without limitation, any Bank and/or other Financial Institution and/or foreign lender and/or any Body corporate/ entity/ entities and/or authority/authorities and/ or through suppliers credit, any other securities or instruments, such as floating rate notes, fixed rate notes, syndicated loans, debentures, commercial papers, short term loans or any other instruments etc. and/or through credit from official agencies and/or by way of commercial borrowings from the private sector window of multilateral Financial institution, either in rupees or in such other foreign currencies as may be permitted by law from time to time, as may be deemed appropriate by the Board for an aggregate amount not exceeding `10,00,00,00,000 (Rupees One Thousand Crores Only), notwithstanding that money so borrowed together with the monies already borrowed by the Company, if any (apart from temporary loans obtained from the Company's bankers in the ordinary course of business) may exceed the aggregate of the paid-up share capital of the Company and its free reserves."

"**Resolved Further That** for the purpose of giving effect to the above resolution, the Directors of the Company be and are hereby authorised to do all such Acts, Deeds, Matters and things as they may in their absolute discretion deem expedient, necessary, fit or proper in connection therewith or incidental thereto and to settle all/any questions, doubts or difficulties which may arise in this regard."

7. **Creation of Charges /Mortgage Properties of the Company under Section 180(1)(a) of the Companies act 2013.**

To consider and if thought fit, to pass the following resolution as a **Special Resolution:**

"**Resolved That** in supersession of all earlier resolutions passed in this regard and pursuant to the provisions of Section 180(1)(a) and other applicable provisions, if any, of the Companies Act, 2013(including any statutory modification(s) or re-enactment thereof, for the time being in force), the consent of the Members of the Company be and is hereby accorded to the Board of Directors (including any Committee duly constituted by the Board of Directors or any authority as approved by the Board of Directors)for creating the mortgage/pledge/hypothecation/ lien/charge whether fixed or floating (in addition to any other hypothecation, pledge, lien, mortgage, charges created/to be created by the Company) in such form and manner and with such ranking as to priority and at such time and on such terms as the Board may determine, on all or any of the movable and/or immovable properties, tangible and/or intangible properties of the Company, both present and future and/or the whole or any part of the undertaking(s) or any properties of the Company where so ever situated, in favour of the banks, Financial institutions, investors, debenture holders or any other lenders and their agents or trustees (together, the "Lenders")to secure any borrowings, Financial assistance or Financial indebtedness availed/to be availed by the Company by way of loan(s) (in foreign currency and/ or rupee currency) and securities (comprising fully/partially convertible debentures and/or-non-convertible debentures with or without detachable or non-detachable warrants and/or secured premium notes and/or Floating rates notes/bonds and other debt instruments), issued/ to be issued by the Company, from time to time for an amount not exceeding Rs. 1000 crores (Rupees One Thousand Crores Only) together with interest at the respective agreed rates, additional interest, compound interest in case of default, accumulated interest, liquidated damages, commitment charges, remuneration of the agent(s), trustee(s), prepayment premium, all other costs, charges and expenses and all other monies payable by the Company) (together, the "Financial Indebtedness") in terms of loan Agreement(s), heads of Agreement(s), debenture trust deed or any other document entered into/to be entered into between the Company and the lender(s)/agent(s)/trustees , in respect of the said loans/borrowings/debentures and containing such specific terms and conditions and covenants in respect of enforcement of security as may be stipulated in that behalf and agreed to between the Board of Directors or Committee thereof and the lender(s)/agent(s)/trustee(s).

"Resolved Further That for the purpose of giving effect to this resolution, the Board and the Committee thereof be and is hereby authorized to finalise, settle and execute such Documents/Deeds/Writings /Papers/Agreements as may be required and to do all Acts, Seeds and things, as it may in its absolute discretion deemed necessary, proper or desirable and to settle any question, difficulty or doubt that may arise in this regard to create mortgage /charge as aforesaid and also to delegate all or any of the powers to the Committee of Directors or the Principal officer of the Company and generally to do all such Acts, Deeds and Things as may be deemed necessary, proper, expedient or incidental for the purpose of giving effect to the aforesaid resolution."

8. Approval for Raising of Funds Up To ₹500 Crores Through Permissible Securities

To consider and if thought fit, to pass the following resolution as a **Special Resolution:**

"Resolved That pursuant to the provisions of Sections 23, 42, 62, 71 and all other applicable provisions, if any, of the Companies Act, 2013, read with the rules made thereunder, the Securities Contracts (Regulation) Act, 1956, the Securities and Exchange Board of India Act, 1992, the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018, the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Foreign Exchange Management Act, 1999, the Foreign Exchange Management (Non-Debt Instruments) Rules, 2019, and all other applicable laws, rules, regulations, circulars, notifications and guidelines, including any statutory modification(s) or re-enactment(s) thereof, and subject to such approvals, permissions, sanctions and consents as may be necessary from the Government of India, Reserve Bank of India, Securities and Exchange Board of India, Stock Exchanges and other regulatory authorities, consent of the Members be and is hereby accorded to the Board of Directors of the Company (including any Committee thereof) to create, offer, issue and allot, in one or more tranches, such number of Equity Shares, Preference Shares, Convertible Securities, Foreign Currency Convertible Bonds (FCCBs), Global Depository Receipts (GDRs), American Depository Receipts (ADRs), Qualified Institutions Placement (QIP), Foreign Direct Investment (FDI), Compulsorily Convertible Debentures (CCDs), Compulsorily Convertible Preference Shares (CCPS), warrants or any other equity-linked or debt-linked securities or instruments, or any combination thereof, for an aggregate amount not exceeding ₹500 Crores (Rupees Five Hundred Crores only), on such terms and conditions, at such price, to such investors, whether domestic or foreign, as may be determined by the Board in accordance with the applicable laws and regulations."

"Resolved Further That the Board of Directors be and is hereby authorised to determine the timing, structure, size, pricing, class of investors, issue methodology, utilisation of proceeds and all other terms and conditions of such issue(s), and to appoint merchant bankers, legal advisors, registrars, depositories, underwriters and such other intermediaries as may be necessary."

"Resolved Further That the Board be and is hereby authorised to do all such Acts, Deeds, Matters and things and to execute all Documents, Agreements, Filings, Applications and writings as may be necessary or expedient for giving effect to this resolution and to settle any questions, difficulties or doubts that may arise in this regard."

9. Approval for Redemption of Redeemable Preference Shares aggregating to ₹12,95,00,000 (Rupees Twelve Crore Ninety-Five Lakh only)

To consider and if thought fit, to pass the following resolution as an **Ordinary Resolution:**

"Resolved That pursuant to Regulation 23 and other applicable provisions of the SEBI Listing Regulations, Section 55 and other applicable provisions of the Companies Act, 2013 read with the Rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the Company's Related Party Transaction Policy, and subject to such approvals, consents, sanctions and permissions as may be necessary, and based on the recommendation of the Audit Committee and the Board of Directors of the Company, the consent of the Members be and is hereby accorded for repayment/redemption of 12,95,000 Cumulative Non-Convertible Redeemable Preference Shares of Rs.100/- each, aggregating to Rs.12,95,00,000 (Rupees Twelve Crore Ninety-Five Lakh only), held by Dr. A. C. Muthiah, a Promoter of the Company, on the terms of issue/redemption already approved at the time of allotment of such Preference Shares, and on such other terms as approved by the Audit Committee and the Board of Directors;

“Resolved Further That the Board of Directors of the Company (including any Committee thereof) be and is hereby authorised to do all such Acts, Deeds, Matters and things and to execute all such documents, instruments and writings as may be considered necessary, proper or expedient to give effect to this resolution and to settle any question, difficulty or doubt that may arise in this regard.”

10. Approval for Redemption of Debentures aggregating to ₹7,00,00,000 (Rupees Seven Crore only)

To consider and if thought fit, to pass the following resolution as an **Ordinary Resolution:**

“Resolved That pursuant to Regulation 23 and other applicable provisions of the SEBI Listing Regulations, Section 71 and other applicable provisions of the Companies Act, 2013 read with the Rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the Company’s Related Party Transaction Policy, and subject to such approvals, consents, sanctions and permissions as may be necessary, and based on the recommendation of the Audit Committee and the Board of Directors of the Company, the consent of the Members be and is hereby accorded for repayment/redemption of 350000 10% Convertible Debentures of Rs. 100 each, aggregating to ₹3,50,00,000 (Rupees Three Crore Fifty Lakh only), held by Dr. A. C. Muthiah, a Promoter of the Company, and 350000 10% Convertible Debentures of Rs. 100 each, aggregating to Rs.3,50,00,000 (Rupees Three Crore Fifty Lakh only), held by Mrs. Devaki Muthiah, a Member of the Promoter Group of the Company, (aggregating in total to ₹7,00,00,000), along with accrued/applicable interest thereon, if any, on the terms of the original debenture trust deed/terms of issue, and on such other terms as approved by the Audit Committee and the Board of Directors.

“Resolved Further That the Board of Directors of the Company (including any Committee thereof) be and is hereby authorised to do all such Acts, Deeds, Matters and things and to execute all such documents, instruments and writings as may be considered necessary, proper or expedient to give effect to this resolution and to settle any question, difficulty or doubt that may arise in this regard.”

Place: Chennai
Date: Aug 20, 2026

By order of the Board
For SPEL Semiconductor Limited

Sd/-
P. Balamurugan
Head Operations & Whole-Time Director
DIN: 07480881