

### General information about company

Scrip code	000000
NSE Symbol	SPIC
MSEI Symbol	NOTLISTED
ISIN	INE147A01011
Name of the entity	SOUTHERN PETROCHEMICALS INDUSTRIES CORPORATION LIMITED
Date of start of financial year	01-04-2023
Date of end of financial year	31-03-2024
Reporting Quarter	Half Yearly
Date of Report	30-09-2023
Risk management committee	Applicable
Market Capitalisation as per immediate previous Financial Year	Top 1000 listed entities

## 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	ASHWIN CHIDAMBARAM MUTHIAH		00255679	Non-Executive - Non Independent Director	Chairperson related to Promoter		01-01-1966
2	Mr	NARENDRAN BHIM SINGH		01159394	Non-Executive - Independent Director	Not Applicable		22-06-1945
3	Mr	DEBENDRANATH SARANGI		01408349	Non-Executive - Independent Director	Not Applicable		01-01-1953
4	Mr	SILAIPELLAYARPUTHUR RAMACHANDRAN RAMAKRISHNAN		00120126	Executive Director	Not Applicable		13-08-1949
5	Mrs	SASHIKALA SRIKANTH		01678374	Non-Executive - Independent Director	Not Applicable		09-11-1956
6	Mrs	RITA CHANDRASEKHAR		03013549	Non-Executive - Independent Director	Not Applicable		19-07-1956
7	Mr	SIVATHANU PILLAI RADHAKRISHNAN		00061723	Non-Executive - Independent Director	Not Applicable		06-01-1951

8	Mr	THANJAVUR KANAKARAJ ARUN		02163427	Non-Executive - Independent Director	Not Applicable		17-10-1959
9	Mrs	JAYASHREE MURALIDHARAN		03048710	Non-Executive - Nominee Director	Not Applicable		24-01-1967
10	Mr	V JAYA CHANDRA BHANU REDDY		10057412	Non-Executive - Nominee Director	Not Applicable		14-02-1986
11	Ms	DEVAKI ASHWIN MUTHIAH		10073541	Non-Executive - Non Independent Director	Not Applicable		21-06-1995
12	Mr	E BALU		08773795	Executive Director	Not Applicable		10-06-1967
13	Mr	C SAMAYAMOORTHY		06852346	Non-Executive - Nominee Director	Not Applicable		01-10-1970

## 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
9	No				Active
10	No				Active
11	No				Active
12	No				Active
13	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) & 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)	Notes for not providing PAN	Notes for not providing DIN
1	NA		18-12-1994	16-11-2011			4	0	0	0		
2	Yes	08-08-2019	08-09-2014	08-09-2019		108.22	5	5	10	5		
3	NA		23-05-2019	23-05-2019		52.7	3	3	2	1		
4	NA		30-07-2014	30-07-2020	29-07-2023		1	0	1	0		
5	NA		08-09-2014	08-09-2019		108.22	5	5	8	4		
6	NA		14-11-2019	14-11-2019		46.16	4	4	5	2		
7	Yes	30-03-2023	07-02-2018	07-02-2023		67.23	2	2	4	0		
8	NA		11-11-2021	11-11-2021		22.19	2	2	3	1		
9	NA		03-11-2022	29-12-2022			3	0	4	1		
10	NA		29-03-2023	01-06-2023			2	0	0	0		
11	NA		24-05-2023	10-08-2023			3	0	0	0		

12	NA		30-07-2023	30-07-2023			1	0	0	0		
13	NA		11-08-2023	27-09-2023			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	01678374	SASHIKALA SRIKANTH	Non-Executive - Independent Director	Chairperson	06-11-2014		Textual Information(1)
2	01159394	NARENDRAN BHIM SINGH	Non-Executive - Independent Director	Member	27-01-2009		
3	02163427	THANJAVUR KANAKARAJ ARUN	Non-Executive - Independent Director	Member	07-02-2018		
4	00061723	SIVATHANU PILLAI RADHAKRISHNAN	Non-Executive - Independent Director	Member	01-04-2019		

**Sr Text Block**

Textual Information(1)

Ms. Sashikala Srikanth was nominated as Chairperson with effect from 6th August 2015.



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	01159394	NARENDRAN BHIM SINGH	Non-Executive - Independent Director	Chairperson	27-01-2009		Textual Information(1)
2	00061723	SIVATHANU PILLAI RADHAKRISHNAN	Non-Executive - Independent Director	Member	01-04-2019		
3	02163427	THANJAVUR KANAKARAJ ARUN	Non-Executive - Independent Director	Member	30-03-2022		

## Sr Text Block

Textual Information(1)

Mr. Narendran Bhim Singh was nominated as Chairperson with effect from 29th May 2013.

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	01159394	NARENDRAN BHIM SINGH	Non-Executive - Independent Director	Chairperson	27-01-2009		Textual Information(1)
2	00120126	SILAIPELLAYARPUTHUR RAMACHANDRAN RAMAKRISHNAN	Executive Director	Member	18-05-2017	29-07-2023	
3	00061723	SIVATHANU PILLAI RADHAKRISHNAN	Non-Executive - Independent Director	Member	30-07-2023		
4	02163427	THANJAVUR KANAKARAJ ARUN	Non-Executive - Independent Director	Member	01-04-2019		

## Sr Text Block

Textual Information(1)

Mr. Narendran Bhim Singh was nominated as Chairperson with effect from 29th May 2013

Risk Management Committee							
Whether the Risk Management 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	00061723	SIVATHANU PILLAI RADHAKRISHNAN	Non-Executive - Independent Director	Chairperson	17-05-2018		
2	02163427	THANJAVUR KANAKARAJ ARUN	Non-Executive - Independent Director	Member	07-02-2018		
3	00120126	SILAIPELLAYARPUTHUR RAMACHANDRAN RAMAKRISHNAN	Executive Director	Member	14-11-2014	29-07-2023	
4	08773795	E BALU	Executive Director	Member	30-07-2023		

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	00120126	SILAIPELLAYARPUTHUR RAMACHANDRAN RAMAKRISHNAN	Executive Director	Chairperson	08-09-2014	29-07-2023	Textual Information(1)
2	01678374	SASHIKALA SRIKANTH	Non-Executive - Independent Director	Chairperson	30-07-2023		
3	02163427	THANJAVUR KANAKARAJ ARUN	Non-Executive - Independent Director	Member	28-05-2014		
4	01159394	NARENDRAN BHIM SINGH	Non-Executive - Independent Director	Member	28-05-2014		

## Sr Text Block

Textual Information(1)

Ms. Sashikala Srikanth was nominated as Member/Chairperson with effect from 30th July 2023 in place of Mr. SR Ramakrishnan who ceased to be Member with effect from 29th July 2023

Other Committee						
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks
1				Non-Executive - Independent Director		
2				Non-Executive - Independent Director		



## Annexure 1

### Annexure 1

### III. Meeting of Board of Directors

Disclosure of notes on meeting of board of directors explanatory							Textual Information(1)	
Sr	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	28-04-2023				Yes	11	11	6
2	24-05-2023		25		Yes	11	10	6
3		07-07-2023	43		Yes	11	10	6
4		11-08-2023	33		Yes	11	11	6

## Text Block

Textual Information(1)

Ms. Devaki Ashwin Muthiah was inducted as the Director of the Company w.e.f 24th May 2023, resulting in total number of Directors as 12 as on 24th May 2023.

Mr. Mr. C Samayamoorthy, IAS was inducted as the Director of the Company w.e.f 11th August 2023, resulting in total number of Directors as 12 as on 11th August 2023.

## 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	Risk Management Committee	22-09-2023				Yes	3	3	2	0
2	Stakeholders Relationship Committee	23-05-2023				Yes	3	3	2	0
3	Stakeholders Relationship Committee	10-08-2023	78			Yes	3	2	2	0
4	Nomination and remuneration committee	22-05-2023				Yes	3	3	3	0
5	Nomination and remuneration committee	04-07-2023	42			Yes	3	3	3	0
6	Nomination and remuneration committee	01-08-2023	27			Yes	3	3	3	0

## 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	Audit Committee	07-04-2023				Yes	4	3	3	0
8	Audit Committee	24-05-2023	46			Yes	4	4	4	0
9	Audit Committee	11-08-2023	78			Yes	4	4	4	0

## Annexure 1

### V. Related Party Transactions

Sr	Subject	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Whether prior approval of audit committee obtained	Yes	
2	Whether shareholder approval obtained for material RPT	Yes	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	
Disclosure of notes of material transaction with related party			Textual Information(1)

### Text Block

Textual Information(1)

Company has obtained approval from the Shareholders for the transactions to be entered into with AM International Holdings Private Limited Singapore (AMIH), a Related Party, during the financial year 2023-24, by way of execution of Undertaking / providing Letter of Comfort by AMIH in favour of M/s. HDFC Bank Limited along with other banks / financial institutions, in connection with the Term Loan of Rs. 300 crores sanctioned by them to the Company

## Annexure 1

### VI. 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)	Yes
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	M B Ganesh
2	Designation	Company Secretary and Compliance Officer



### Annexure III

#### III. Affirmations

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website	46(2)	Yes	
2	Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes	
3	Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	Yes	
4	Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting	20(3)	Yes	
5	Disclosure of the Secretarial Audit Report of the listed entity and the material subsidiaries in the Annual Report	24A(1)	Yes	
6	Submission of Annual Secretarial Compliance Report	24A(2)	Yes	
7	Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes	
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### Annexure III

1	Name of signatory	M B Ganesh
2	Designation	Company Secretary and Compliance Officer

<b>Additional Half yearly Disclosure</b>			
Applicability of disclosure	Applicable		
Reason for Non Applicability	Textual Information(1)		
<b>I. Disclosure of Loans/ guarantees/comfort letters /securities etc.refer note below</b>			
(A)Any loan or any other form of debt advanced by the listed entity directly or indirectly to			
Entity	Aggregate amount advanced during six months	Balance outstanding at the end of six months	
Promoter or any other entity controlled by them	0	0	
Promoter Group or any other entity controlled by them	0	0	
Directors (including relatives) or any other entity controlled by them	0	0	
KMPs or any other entity controlled by them	0	0	
<b>(B) Any guarantee / comfort letter (by whatever name called) provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed By</b>			
Entity	Type (guarantee, comfort letter etc.)	Aggregate amount of issuance during six months	Balance outstanding at the end of six months(taking into account any invocation)
Promoter or any other entity controlled by them	0	0	0
Promoter Group or any other entity controlled by them	0	0	0
Directors (including relatives) or any other entity controlled by them	0	0	0
KMPs or any other entity controlled by them	0	0	0
<b>(C) Any security provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by</b>			

Entity	Type of security (cash, shares etc.)	Aggregate value of security provided during six months	Balance outstanding at the end of six months
Promoter or any other entity controlled by them	Shares	0	90865020
Promoter Group or any other entity controlled by them	0	0	0
Directors (including relatives) or any other entity controlled by them	0	0	0
KMPs or any other entity controlled by them	0	0	0
(D) Additional Information			Textual Information(2)
<b>II. Affirmations</b>			
Affirmations		Compliance Status	Company Remarks
All loans (or other form of debt), guarantees, comfort letters (by whatever name called) or securities in connection with any loan(s) (or other form of debt) given directly or indirectly by the listed entity to promoter(s), promoter group, director(s) (including their relatives), key managerial personnel (including their relatives) or any entity controlled by them are in the economic interest of the company.		Yes	Textual Information(3)
Name	K R Anandan		
Designation	CFO		
Place	Chennai		
Date	19-10-2023		

### 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

### Signatory Details

Name of signatory	M B Ganesh
Designation of person	Company Secretary and Compliance Officer
Place	Chennai
Date	19-10-2023

