

11th July, 2021

To,
Mr. Vikash Jalan
Add- C- 45, Pushanjali Enclave Near
Bal Bharti Public School, Saraswati Vihar
Pitampura- 110034, Delhi

Sub.: Your appointment as Independent Director of SPL Industries Limited

Dear Mr. Vikash Jalan,

I have the pleasure in informing you that your appointment as an 'Independent Director' of the Company, has been approved by the Board of Directors (the "Board") of our Company, upon the recommendation of the Nominations and Remuneration Committee. The terms of your appointment are mentioned here-under.

(1) Term:

In accordance with the provisions of the Companies Act, 2013 and any other laws as may be applicable, you will hold office as an independent director on the Board of the Company for a period of 5 years from the date of your appointment i.e. from 10-07-2021 till 09-07-2026

(2) Remuneration:

The remuneration shall be decided mutually with Mr. Mukesh Kumar Aggarwal, Managing Director of the Company.

(3) Disclosure of Interest:

You should give us required disclosure as prescribed under the status. The Company Secretary will co-ordinate with you for getting such disclosures from time to time. Further furnish us the annual declaration that you meet the criteria of Independence as per Companies Act, 2013 and listing agreement. Further update promptly, wherever there is change in circumstance which may affect your status of Independence.

(4) Confidentiality:

You must apply the highest standard of confidentiality and not disclose to any person or Company, whether during the course of Appointment or at any time after termination, any confidential information concerning the Company and any group Companies with which you come into contact by virtue of your position.

(5) Liability:

As an Independent Director you will be liable only in respect of such acts which had occurred with your knowledge, attributable through Board processes, and with your consent or connivance or where you had not acted diligently.



(6) Professional Conduct:

As an Independent director, you shall:

- (a) uphold ethical standards of integrity and probity;
- (b) act objectively and constructively while exercising your duties;
- (c) exercise your responsibilities in a bona fide manner in the interest of the Company;
- (d) devote sufficient time and attention to your professional obligations for informed and balanced decision-making;
- (e) not allow any extraneous considerations that may vitiate your exercise of objective independent judgement in the paramount interest of the Company as a whole, while concurring in or dissenting from the collective judgement of the Board in its decision-making
- (f) not abuse your position to the detriment of the Company or its shareholders or for the purpose of gaining direct or indirect personal advantage or advantage for any associated person.
- (g) refrain from any action that could lead to a loss of your independence;
- (h) ensure that if circumstances arise under which you may lose your independence, you will immediately inform the Board accordingly, and
- (i) assist the Company in implementing the best corporate governance practices.

(7) Termination:

(a) You may resign from your position at any time and should you wish to do so, you are requested to serve a reasonable written notice on the Board and also inform the Registrar of Companies, Mumbai in prescribed form.

(b) Continuation of your appointment is contingent on your getting re-elected by the shareholders in accordance with provisions of Companies Act, 2013 and the Articles of Association of the Company, from time to time in force. You will not be entitled to the compensation, if the shareholders do not re-elect you at any time.

(c) Your appointment may also be terminated in accordance with the provisions of Companies Act, 2013 and rules made there under and the Articles of Association of the Company from time to time in force.

(d) On behalf of the Board, I heartily congratulate and welcome you on board. I am confident your expertise and valuable advice in future will be of immense value addition to the Company and the Board.

Best Regards,
Yours Sincerely,



Mukesh Kumar Aggarwal
(Managing Director)

11th July, 2021

To,
Mr. Varun Bansal
Add- Plot No- 17, 2nd Floor, Lotus Enclave
Maulana Azad Ghs, Near Bal Bharti Public School
Pitampura- 110034, Delhi

Sub.: Your appointment as Independent Director of SPL Industries Limited

Dear Mr. Varun Bansal,

I have the pleasure in informing you that your appointment as an 'Independent Director' of the Company, has been approved by the Board of Directors (the "Board") of our Company, upon the recommendation of the Nominations and Remuneration Committee. The terms of your appointment are mentioned here-under.

(1) Term:

In accordance with the provisions of the Companies Act, 2013 and any other laws as may be applicable, you will hold office as an independent director on the Board of the Company for a period of 5 years from the date of your appointment i.e. from 10-07-2021 till 09-07-2026

(2) Remuneration:

The remuneration shall be decided mutually with Mr. Mukesh Kumar Aggarwal, Managing Director of the Company.

(3) Disclosure of Interest:

You should give us required disclosure as prescribed under the status. The Company Secretary will co-ordinate with you for getting such disclosures from time to time. Further furnish us the annual declaration that you meet the criteria of Independence as per Companies Act, 2013 and listing agreement. Further update promptly, wherever there is change in circumstance which may affect your status of Independence.

(4) Confidentiality:

You must apply the highest standard of confidentiality and not disclose to any person or Company, whether during the course of Appointment or at any time after termination, any confidential information concerning the Company and any group Companies with which you come into contact by virtue of your position.

(5) Liability:

As an Independent Director you will be liable only in respect of such acts which had occurred with your knowledge, attributable through Board processes, and with your consent or connivance or where you had not acted diligently.



(6) Professional Conduct:

As an Independent director, you shall:

- (a) uphold ethical standards of integrity and probity;
- (b) act objectively and constructively while exercising your duties;
- (c) exercise your responsibilities in a bona fide manner in the interest of the Company;
- (d) devote sufficient time and attention to your professional obligations for informed and balanced decision-making;
- (e) not allow any extraneous considerations that may vitiate your exercise of objective independent judgement in the paramount interest of the Company as a whole, while concurring in or dissenting from the collective judgement of the Board in its decision-making
- (f) not abuse your position to the detriment of the Company or its shareholders or for the purpose of gaining direct or indirect personal advantage or advantage for any associated person.
- (g) refrain from any action that could lead to a loss of your independence;
- (h) ensure that if circumstances arise under which you may lose your independence, you will immediately inform the Board accordingly, and
- (i) assist the Company in implementing the best corporate governance practices.

(7) Termination:

(e) You may resign from your position at any time and should you wish to do so, you are requested to serve a reasonable written notice on the Board and also inform the Registrar of Companies, Mumbai in prescribed form.

(f) Continuation of your appointment is contingent on your getting re-elected by the shareholders in accordance with provisions of Companies Act, 2013 and the Articles of Association of the Company, from time to time in force. You will not be entitled to the compensation, if the shareholders do not re-elect you at any time.

(g) Your appointment may also be terminated in accordance with the provisions of Companies Act, 2013 and rules made there under and the Articles of Association of the Company from time to time in force.

(h) On behalf of the Board, I heartily congratulate and welcome you on board. I am confident your expertise and valuable advice in future will be of immense value addition to the Company and the Board.

Best Regards,
Yours Sincerely,



Mukesh Kumar Aggarwal
(Managing Director)

11th July, 2021

To,
Mr. Sudeepta Ranjan Rout
Add- H. No- 7289, Street No- 2, 1st Floor,
Prem Nagar, Shakti Nagar, Delhi

Sub.: Your appointment as Independent Director of SPL Industries Limited

Dear Mr. Sudeepta Ranjan Rout,

I have the pleasure in informing you that your appointment as an 'Independent Director' of the Company, has been approved by the Board of Directors (the "Board") of our Company, upon the recommendation of the Nominations and Remuneration Committee. The terms of your appointment are mentioned here-under.

(1) Term:

In accordance with the provisions of the Companies Act, 2013 and any other laws as may be applicable, you will hold office as an independent director on the Board of the Company for a period of 5 years from the date of your appointment i.e. from 10-07-2021 till 09-07-2026

(2) Remuneration:

The remuneration shall be decided mutually with Mr. Mukesh Kumar Aggarwal, Managing Director of the Company.

(3) Disclosure of Interest:

You should give us required disclosure as prescribed under the status. The Company Secretary will co-ordinate with you for getting such disclosures from time to time. Further furnish us the annual declaration that you meet the criteria of Independence as per Companies Act, 2013 and listing agreement. Further update promptly, wherever there is change in circumstance which may affect your status of Independence.

(4) Confidentiality:

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(5) Liability:

As an Independent Director you will be liable only in respect of such acts which had occurred with your knowledge, attributable through Board processes, and with your consent or connivance or where you had not acted diligently.



(6) Professional Conduct:

As an Independent director, you shall:

- (a) uphold ethical standards of integrity and probity;
- (b) act objectively and constructively while exercising your duties;
- (c) exercise your responsibilities in a bona fide manner in the interest of the Company;
- (d) devote sufficient time and attention to your professional obligations for Informed and balanced decision-making;
- (e) not allow any extraneous considerations that may vitiate your exercise of objective independent judgement in the paramount interest of the Company as a whole, while concurring in or dissenting from the collective judgement of the Board in its decision-making
- (f) not abuse your position to the detriment of the Company or its shareholders or for the purpose of gaining direct or indirect personal advantage or advantage for any associated person.
- (g) refrain from any action that could lead to a loss of your independence;
- (h) ensure that if circumstances arise under which you may lose your Independence, you will immediately inform the Board accordingly, and
- (i) assist the Company in implementing the best corporate governance practices.

(7) Termination:

(i) You may resign from your position at any time and should you wish to do so, you are requested to serve a reasonable written notice on the Board and also inform the Registrar of Companies, Mumbai in prescribed form.

(j) Continuation of your appointment is contingent on your getting re-elected by the shareholders in accordance with provisions of Companies Act, 2013 and the Articles of Association of the Company, from time to time in force. You will not be entitled to the compensation, if the shareholders do not re-elect you at any time.

(k) Your appointment may also be terminated in accordance with the provisions of Companies Act, 2013 and rules made there under and the Articles of Association of the Company from time to time in force.

(l) On behalf of the Board, I heartily congratulate and welcome you on board. I am confident your expertise and valuable advice in future will be of immense value addition to the Company and the Board.

Best Regards,
Yours Sincerely,



Mukesh Kumar Aggarwal
(Managing Director)