

Regd. / Corporate / Share Dept. Office:
901/902 Atlanta Centre, Sonawala Road, Opp Udhyog Bhavan,
Goregaon (E), Mumbai 400 063 Tel: 91 22 4321 1800 Fax: 91 22 4321 1875
Email: clio_infotech@yahoo.com Website : www.clioinfotech.in
CIN No: L65990MH1992PLC067450



Date: 14TH AUGUST, 2024

To,
The General Manager
Listing Department
BSE Limited
PhirozeJeejeebhoy Towers, Dalal Street,
Mumbai, Maharashtra– 400001

Dear Sir/Madam,

Sub: Intimation under Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Ref: SCRIPT CODE: 530839 COMPANY SYMBOL: CLIOINFO

Respected Sir/Madam,

1. RE-CONSTITUTION OF COMMITTEE

Pursuant to Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we wish to inform you that, the Board of Directors of the Company in their meeting held on 14TH August, 2024, reconstituted the all committees of the Board with effect from 14TH August, 2024, as detailed below:

AUDIT COMMITTEE

Previous Composition

Mr. NamanBhanubhai Shah- Non-Executive - Independent Director- Chairperson

Ms. ApurvaDilipbhai Shah- Non-Executive - Independent Director-Member

Ms. AlkaRajendra Mehta- Non-Executive - Non Independent Director-Member

Changed Composition

Mr. Lokesh M Jain Non - Executive Independent Director– Chairperson

Ms. SujalAmrutbhaiKoshti-Non-Executive-Non Independent Director– Member

Ms. NayanaNiteshMadata - Non - Executive Independent Director – Member

NOMINATION AND REMUNERATION COMMITTEE

Previous Composition

Mr. NamanBhanubhai Shah- Non-Executive - Independent Director- Chairperson

Ms. ApurvaDilipbhai Shah- Non-Executive - Independent Director-Member

Ms. AlkaRajendra Mehta- Non-Executive - Non Independent Director-Member

Changed Composition

Mr. Lokesh M Jain Non - Executive Independent Director– Chairperson

Ms. SujalAmrutbhaiKoshti-Non-Executive-Non Independent Director– Member

Ms. NayanaNiteshMadata - Non - Executive Independent Director – Member

Regd. / Corporate / Share Dept. Office:
901/902 Atlanta Centre, Sonawala Road, Opp Udhog Bhavan,
Goregaon (E), Mumbai 400 063 Tel: 91 22 4321 1800 Fax: 91 22 4321 1875
Email: clio_infotech@yahoo.com Website : www.clioinfotech.in
CIN No: L65990MH1992PLC067450



STAKEHOLDERS RELATIONSHIP COMMITTEE

Previous Composition

Mr. NamanBhanubhai Shah- Non-Executive - Independent Director- Chairperson

Ms. ApurvaDilipbhai Shah- Non-Executive - Independent Director-Member

Ms. AlkaRajendra Mehta- Non-Executive - Non Independent Director-Member

Changed Composition

Mr. Lokesh M Jain Non - Executive Independent Director– Chairperson

Ms. SujalAmrutbhaiKoshti-Non-Executive-Non Independent Director– Member

Ms. NayanaNiteshMadata - Non - Executive Independent Director – Member

2. RESIGNATION OF STATUTORY AUDITOR

We wish to inform that based on the recommendation of the Audit Committee, the Board of Directors of the Company through resolution passed on 14th August, 2024 noted and accepted the resignation of M/s S. D. MEHTA & CO., Chartered Accountants (FRN: 137193W) who have tendered their resignation vide their resignation letter dated 14th August, 2024 informing their inability to continue as the Statutory Auditors of the Company. The Audit Committee considered the detailed reason provided by M/s S. D. MEHTA & CO. for resignation as the Statutory Auditors of the Company.

Pursuant to the SEBI Circular No. CIR/CFD/CMD1/114/2019 dated October 18, 2019, the members of Audit Committee have considered the circumstance of resignation and the committee is aligned with the reasons stated in the resignation letter received from the Statutory Auditor. The Audit Committee also noted that the Statutory Auditors have not raised any concern or issue.

Further, Board of Directors through circular resolution passed on 14th August, 2024 also took note of the resignation letter received from the Statutory Auditors dated 14th August, 2024. This intimation of resignation was duly disseminated to exchange on 14th August, 2024.

The Audit Committee and Board members placed on record their appreciation to M/s S. D. MEHTA & CO., Statutory Auditors for their contribution to the Company with their audit processes and standards of auditing.

Further, the details as required under SEBI Circular SEBI/HO/CFD/CFD-PoD1/P/CIR/2023/123 dated July 13, 2023, are mentioned in **Annexure - A**. Also, the resignation letter is attached herewith for your reference and record.

3. APPOINTMENT OF STATUTORY AUDITOR

The Board of Directors through resolution passed on 14th August, 2024 and based on the recommendation of the Audit Committee but subject to approval of shareholders to be obtained at the General meeting of the company, have recommended the appointment of M/s. KPSJ & ASSOCIATES LLP, Chartered Accountants (FRN: 124845W) as Statutory Auditors of the Company to fill the casual vacancy caused due to the resignation of S. D. MEHTA & CO. The said appointment is pursuant to applicable provisions of the Companies Act 2013 and the SEBI Listing Regulations, 2015. The existing/outgoing Auditors have not raised any concern or issue and there is no reason other than as mentioned in their letter. M/s KPSJ & ASSOCIATES LLP, Chartered Accountants shall hold office upto the ensuing annual general meeting of the company.

Further, the details as required under SEBI Circular SEBI/HO/CFD/CFD-PoD1/P/CIR/2023/123 dated July 13, 2023, are mentioned in **Annexure - B**. Also, the resignation letter is attached herewith for your reference and record.

4. APPOINTMENT OF INTERNAL AUDITOR

The Company would like to inform you that **M/s. MOHIT KUMAR AGARWAL & CO (Firm Registration Number 035600C)**, Internal Auditor of the Company has appointed effective today, *i.e.*, **August 14, 2024**, due to personal reasons and to explore new career opportunities. Further, on recommendation of the Audit Committee of the Company, approved the appointment of **M/s. MOHIT KUMAR AGARWAL & CO (Firm Registration Number 035600C)**, Internal Auditor to act as an Internal Auditor of the Company commencing from the Second quarter of FY 2024-25 until otherwise decided;

Further, the details as required under SEBI Circular SEBI/HO/CFD/CFD-PoD1/P/CIR/2023/123 dated July 13, 2023, are mentioned in **Annexure - C**. Also, the resignation letter is attached herewith for your reference and record.

5. APPOINTMENT OF SECRETARIAL AUDITOR

Pursuant to Regulation 30 read with Part A of Schedule III of SEBI (Listing Obligations and Disclosure requirements) Regulations 2015, ("SEBI LODR Regulations") the Board of Directors, at their meeting held on Monday, February 05, 2024, have interalia approved appointment of **Shubhangi Agarwal, Practicing Company Secretaries, Ahmedabad** as Secretarial Auditor to conduct the Secretarial Audit of the Company for FY 2023-24.

The details as required under SEBI LODR Regulations read with SEBI Circular No. SEBI/HO/CFD/CFDPoD1/P/CIR/2023/123 dated July 13, 2023 is annexed herewith as **ANNEXURE-D**.

6. APPOINTMENT OF MANAGING DIRECTOR

Pursuant to Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (SEBI Listing Regulations) and further to our intimation dated July 17, 2024, this is to inform you that on recommendation of the Nomination and Remuneration Committee, the Board of Directors of the Company at its meeting held *i.e.* on July 17, 2024, has approved the appointment of **Ms. Nikita Tiwadi** (DIN: 10646772) as an Additional Director with effect from July 17, 2024 till the ensuing Annual General Meeting of the Company or till the date of obtaining shareholders' approval whichever is earlier. She is also appointed as the Managing Director of the Company for a period of five (5) years with effect **from August 14, 2024 to August 13, 2029 (both days inclusive)** on such remuneration as approved by board, subject to the shareholders' approval.

Details with respect to Appointment of **Ms. Nikita Tiwadi** as the Managing Director of the Company, as required under Regulation 30(6) read with Para A(7) of Part A of Schedule III of the SEBI Listing Regulations and SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated 13 July 2023 is provided in **Annexure-E** to this letter.

Further, the Board has also resolved that **Ms. Nikita Tiwadi** by virtue of his appointment as the MD of the Company, shall be considered as Whole-time Key Managerial Personnel (KMP) of the Company in accordance with the Companies Act, 2013 & rules made thereunder and SEBI Listing Regulations.

Regd. / Corporate / Share Dept. Office:
901/902 Atlanta Centre, Sonawala Road, Opp Udhyog Bhavan,
Goregaon (E), Mumbai 400 063 Tel:91 22 4321 1800 Fax:91 22 4321 1875
Email: clio_infotech@yahoo.com Website :www.clioinfotech.in
CIN No:L65990MH1992PLC067450



The Company will seek approval of the Shareholders of the Company for the said appointment within the prescribed time period, as per the applicable provisions of the Companies Act, 2013 and SEBI Listing Regulations.

Ms. Nikita Tiwadi is not debarred from holding office of director by virtue of any SEBI order or any other such authority and he is not related to any director of the Company.

The board meeting of board of directors held today 14th August, 2024 at the registered office of the company (Start time: 06:00 P.M.) (End time: 6:55 P.M.)

Kindly take the same on records.

Thanking you,

Yours faithfully,

**For and on behalf of
CLIO INFOTECH LIMITED**

TIWADI
NIKITA

Digitally signed by
TIWADI NIKITA
Date: 2024.08.14
19:16:37 +05'30'

**MS NIKITA TIWADI
(MANGING DIRECTOR)
DIN: 10646772**

Regd. / Corporate / Share Dept. Office:
901/902 Atlanta Centre, Sonawala Road, Opp Udhyog Bhavan,
Goregaon (E), Mumbai 400 063 Tel:91 22 4321 1800 Fax:91 22 4321 1875
Email: clio_infotech@yahoo.com Website :www.clioinfotech.in
CIN No:L65990MH1992PLC067450



ANNEXURE-A

Details required as per Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Master Circular issued vide circular no. SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated July 11, 2023 and SEBI Circular No. SEBI/HO/CFD/CFD-PoD1/P/CIR/2023/123 dated 13th July, 2023:

Sr. no.	Particulars	M/s S. D. MEHTA & CO., Chartered Accountants (FRN:137193W)
1.	Reason for change viz. appointment, resignation, removal, death or otherwise	Resignation as Statutory Auditor, Reason for change is mentioned in the letter dated 14 th August, 2024 annexed herewith.
2.	Date of appointment & cessation and term of appointment	Effective date of Cessation: 14 th August, 2024 Term of Appointment: Not applicable.
3.	Brief Profile (in case of appointment)	Not Applicable
4.	Disclosure of relationships between directors (in case of appointment of a director)	Not Applicable

For and on behalf of
CLIO INFOTECH LIMITED

TIWADI
NIKITA

Digitally signed by
TIWADI NIKITA
Date: 2024.08.14
19:16:53 +05'30'

MS NIKITA TIWADI
(MANGING DIRECTOR)
DIN: 10646772

ANNEXURE-B

Details required as per Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Master Circular issued vide circular no. SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated July 11, 2023 and SEBI Circular No. SEBI/HO/CFD/CFD-PoD1/P/CIR/2023/123 dated 13th July, 2023:

Sr. no.	Particulars	M/s. KPSJ & ASSOCIATES LLP, Chartered Accountants (FRN: 124845W)
1.	Reason for change viz. appointment, resignation, removal, death or otherwise	Appointment as Statutory Auditor, Reason for change is To fill up the Vacancy in the Office of Statutory Auditor.
2.	Date of appointment & cessation and term of appointment	Effective date of Appointment: 07 th August, 2024 Term of Appointment: Not applicable.
3.	Brief Profile (in case of appointment)	<p>Established in 2003, KPSJ & Associates LLP is a leading Chartered Accountant firm with progressive, specialized and well-structured Professionals with an experience of more than 21 years of value added expertise. Eventually, the firm inducted young and energetic professionals like Chartered Accountants, Company Secretaries, Cost Accountants, CAIIBs, senior ex-Bankers, Information System Auditors. The prime commitment of the firm is to provide quality and efficient services to the clients.</p> <p>We at KPSJ aims to provide one stop solution to our Clients in the field of Accounting, Corporate laws and allied laws, Indirect & Direct Taxation, Financial & Management Accounting, Internal & Management Audit, Internal Finance Controls, Risk Management & Assessment, MIS, Budgets & Forecasting, Banking, Funding & Treasury Operations, Transaction Advisory, Start Up India Advisory.</p> <p>The strong family tree of KPSJ spread its branches with qualified and experienced team of professional experts extending the horizons of services into new domains of Turnaround Consultancy, Forensic Audit, Due Diligence - M&A advisory, GRC Advisory, Capital & Commodity Market Regulatory compliances services, Risk Management and Insurance advisory services, Start-up India advisory, Promoter advisory to Family run larges Business Houses.</p> <p>Consent of Statutory Auditor has been received on 07.08.2023 (copy enclosed).</p>
4.	Disclosure of relationships between directors (in case of appointment of a director)	Not Applicable

For and on behalf of
CLIO INFOTECH LIMITED
TIWADI
NIKITA
MS NIKITA TIWADI
(MANGING DIRECTOR)
DIN: 10646772

Digitally signed
by TIWADI NIKITA
Date: 2024.08.14
19:17:03 +05'30'

ANNEXURE-C

Details required as per Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Master Circular issued vide circular no. SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated July 11, 2023 and SEBI Circular No. SEBI/HO/CFD/CFD-PoD1/P/CIR/2023/123 dated 13th July, 2023:

Sr. no.	Particulars	Details
1.	Reason for change viz. appointment, resignation, removal, death or otherwise	Appointment of <i>M/s. MOHIT KUMAR AGARWAL & CO (Firm Registration Number 035600C)</i> , Chartered Accountants as an Internal Auditor of the Company
2.	Date of appointment & cessation and term of appointment	The Board has approved the appointment of <i>M/s. MOHIT KUMAR AGARWAL & CO (Firm Registration Number 035600C)</i> , Chartered Accountant to act as an Internal Auditor of the Company commencing from the Second quarter of FY2024-25 until otherwise decided. Effective date of Appointment: 14 th August, 2024 Term of Appointment: Not applicable.
3.	Brief Profile (in case of appointment)	<i>Proprietor of M/s. MOHIT KUMAR AGARWAL & CO is Mr. Mohit Kumar Agrawal</i> , a Chartered Accountant with 3+years of overall experience, providing the service of Audit & Assurance, Corporate advisory including Risk advisory and Business intelligence and Taxation consultancy. He has served many Corporates which are engaged in various sectors including Manufacturing, Confectionery, Consumer Goods, IT and ITES, Logistics, Chemicals, Energy, Hospitality, Media and communications.
4.	Disclosure of relationships between directors (in case of appointment of a director)	NA

For and on behalf of
CLIO INFOTECH LIMITED

TIWADI
NIKITA

Digitally signed
by TIWADI NIKITA
Date: 2024.08.14
19:17:14 +05'30'

MS NIKITA TIWADI
(MANGING DIRECTOR)
DIN: 10646772

ANNEXURE-D

Details required as per Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Master Circular issued vide circular no. SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated July 11, 2023 and SEBI Circular No. SEBI/HO/CFD/CFD-PoD1/P/CIR/2023/123 dated 13th July, 2023:

Sr. no.	Particulars	SHUBHANGI AGARWAL, PRACTISING COMPANY SECRETARY
1.	Reason for change viz. appointment, resignation, removal, death or otherwise	Appointed as a Secretarial Auditor of the Company w.e.f. August 14, 2024 in view of resignation of M/S PayalDhamecha & Associates, Company Secretaries, who were appointed as Secretarial Auditors of the Company for FY 2023-24.
2.	Date of appointment & cessation and term of appointment	Date of appointment: August 14, 2024. Terms of appointment: To conduct Secretarial Audit for the financial year 2023-24.
3.	Brief Profile (in case of appointment)	Name of the Secretarial Auditor: Shubhangi Agarwal, Company Secretaries Office Address: A/1310, Titanium Business Park, Makarba, Ahmedabad-380051. Mobile: 9898671863 Email: agarwal_shubhangi18@yahoo.in Field of Experience: She possesses around 4 years of experience in the fields of Accounts, Audit and handling compliances under various Corporate Laws, listing agreement; Rights Issues, Bonus Issues, Preferential Allotments, Due Diligence, Incorporation, Drafting of agreements, Appearance before Quasi-Judicial Authority, Conversion, Buyback, Trademark, Bank Audit etc. She is also associated with corporate groups Like Basant group of Companies, Jindal group of Companies, Mudra group of companies, Nagrik cooperative Bank and is also a member in board of Sadbhav Consumers Multistate Cooperative society.
4.	Disclosure of relationships between directors (in case of appointment of a director)	Not Applicable

For and on behalf of

CLIO INFOTECH LIMITED

TIWADI
NIKITA

Digitally signed by
TIWADI NIKITA
Date: 2024.08.14
19:17:24 +05'30'

MS NIKITA TIWADI
(MANGING DIRECTOR)

DIN: 10646772

ANNEXURE-E

Details required as per Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Master Circular issued vide circular no. SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated July 11, 2023 and SEBI Circular No. SEBI/HO/CFD/CFD-PoD1/P/CIR/2023/123 dated 13th July, 2023:

Sr. no.	Particulars	Appointment of MD
1.	Reason for change viz. appointment, resignation, removal, death or otherwise	The Board of Directors have at their meeting held today viz. Wednesday, August 14, 2024 basis recommendation of the Nomination and Remuneration Committee, approved the Appointment of Ms. Nikita Tiwadi (DIN: 10646772), as the Managing Director of the Company, liable to retire by rotation, for a period of 5 (five) years with effect from August 14, 2024 to August 13, 2029 (both days inclusive), subject to approval of the shareholders of the Company at the upcoming Annual General Meeting of the Company
2.	Date of appointment & cessation and term of appointment	Date of appointment: August 14, 2024 Term of appointment: from August 14, 2024 to August 13, 2029 (both days inclusive)
3.	Brief Profile (in case of appointment)	Ms. NIKITA TIWADI (DIN: 10646772) is a Graduate in Commerce and MBA in finance from Vijay Rural Engineering College Demonstrates strong problem solving skills and the ability to work effectively both independently and as a part of team.
4.	Disclosure of relationships between directors (in case of appointment of a director)	Ms. Nikita Tiwadi (DIN: 10646772) is not related inter-se to any other Director of the Company.
5.	Information as required pursuant to BSE Circular with ref. no. LIST/COMP/14/2018-19 and the National Stock Exchange of India Limited Circular with ref. no. NSE/CML/2018/ 24, both dated 20 June 2018	Ms. Nikita Tiwadi (DIN: 10646772) is not debarred from holding the office of director by virtue of any SEBI order or any other such authority.

For and on behalf of
CLIO INFOTECH LIMITED

TIWADI Digitally signed
 by TIWADI NIKITA
 Date: 2024.08.14
 19:17:41 +05'30'

NIKITA
MS NIKITA TIWADI
(MANGING DIRECTOR)
DIN: 10646772

Date: 14-08-2024

To
The Board of Directors,
Clio Infotech Ltd
(CIN : L65990MH1992PLC067450)

Subject: Resignation as Statutory Auditor of the Company

Dear Sir,

We refer to our appointment as the Statutory Auditors of Clio Infotech Limited ('the Company') pursuant to board resolution passed dated February 06, 2024 to hold office till the next AGM to be held in 2024.

This is to inform you that we would like to tender our resignation as Statutory Auditors of the company for the reason mentioned hereunder:

- We understand that there has been a change in the company's landscape owing to its status of a listed company and inclination of investor(s) to obtain synergy in audit. We also understand that consequent to this change and for other commercial reasons, there is a need for the company to have auditors with resources across geographies.

We therefore, request you to accept our resignation with immediate effect and acknowledge the same.

We further agree to provide all necessary assistance, clarification and information as may be required by the company including without limitation, the information required in accordance with the circular issued by the Securities and Exchange Board of India bearing number CIR/CFD/CMD1/114/2019 dated October 18, 2019.

We also request you to consider making applicable declarations to the Stock Exchanges as may be required under the SEBI (Listing Obligations and Disclosure Requirements Regulation) 2015.



We thank the company for the cooperation extended during our tenure as statutory auditor.

Thanking You,

Yours Sincerely,

FOR, S. D. Mehta & Co.
Chartered Accountants
FRN : 137193W



Shaishav D. Mehta
Partner
M. NO. 032891



Annexure – A

Name of the listed entity/ material subsidiary:	Clio Infotech Ltd
Details of Auditors:	
Name	M/s S. D. Mehta & Co.
Address	1601, 16 th Floor, Himalaya Business Centre Nr. RTO Circle Ahmedabad, Gujarat-380027
Phone	079-29911742
Mail	audit@sdmca.in
Details of association with the listed entity/ material subsidiary:	Statutory Auditors
Date on which the statutory auditor was appointed	06-02-2024
Date on which the term of the statutory auditor was scheduled to expire	Conclusion of the AGM to be held in 2024
Prior to resignation, the latest audit report/limited review report submitted by the auditor and date of its submission	We have issued limited review report for the period ended June 30, 2024
Detailed reasons for resignation	Refer to resignation letter dated August 14, 2024
In case of any concerns, efforts made by the auditor prior to resignation (including approaching the Audit Committee/Board of Directors along with the date of communication made to the Audit Committee/Board of Directors)	Not Applicable
In case the information requested by the auditor was not provided, then following shall be disclosed	Not Applicable
Any other facts relevant to the resignation	Not Applicable

Declaration

1. I hereby confirm that the information given in this letter and its attachments is correct and complete.
2. I hereby confirm that there is no other material reason other than those provided above for my resignation/ resignation of my firm.

FOR, S. D. Mehta & Co.
Chartered Accountants
FRN : 137193W




Shaishav D. Mehta
Partner
M. NO. 032891