

SURAT TRADE AND MERCANTILE LIMITED

(Formerly known as Surat Textile Mills Limited)

Date: 27th June, 2024

**BSE Limited,
Corporate Relationship Department,
P J towers,
Dalal Street, Fort,
Mumbai 400001
Scrip Code: 530185**

Sub.: Outcome of the Board meeting held on 27th June, 2024

Dear Sir,

Pursuant to Regulation 30 & 42 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), this is to inform you that the Board of Directors at their Meeting held today have approved the following:

- I. **Date of Annual General Meeting ("AGM"):** The 78th Annual General Meeting ("AGM") of the Company will be held on Tuesday, 6th August, 2024 at 3.30 P.M. (IST) through Video Conferencing/ Other Audio-Visual Means in accordance with the relevant circulars issued by Ministry of Corporate Affairs and Securities and Exchange Board of India.
- II. The Notice convening 78th Annual General Meeting on Tuesday, 6th August, 2024 at 3.30 P.M. (IST).
- III. Appointment of Scrutinizer for remote e-voting and voting at the AGM.
- IV. **Book Closure Dates:** The Register of Members and Share Transfer Books of the Company will remain closed from Friday, 2nd August, 2024 till Tuesday, 6th August, 2024 (both days inclusive) for the purpose of AGM.
- V. Board's Report as per Section 134 of the Companies Act, 2013, for the financial year ended 31st March, 2024.
- VI. Corporate Governance Report for the year 2023-24 in compliance to Regulation 34(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- VII. **Appointment / re-appointment of Directors:** Appointment of Mr. Manish Gandhi as an Additional Director in the capacity as an Independent Director of the Company for a period of 5 (five) consecutive years w.e.f. 27th June, 2024.
- VIII. Re-appointment of Ms. Kruti Kothari as an Independent Director of the Company for the second term of 5 (five) years w.e.f. 9th July, 2024.
- IX. Appointment of Mr. Paresh V. Chothani, a director who retires by rotation and offers himself for re-appointment.
- X. Re-appointment of Mr. Paresh V. Chothani as Wholetime Director of the Company for a period of 5 (five) years w.e.f. 26th November, 2024

The information in regard to the abovementioned appointments in terms of Regulation 30 of Listing Regulations, 2015 read with SEBI Master Circular dated 13th July, 2023 is enclosed herewith.

This intimation is also being uploaded on the Company's website at <https://www.stml.in>



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The Meeting of the Board of Directors of the Company on 27th June, 2024 commenced at 11.00 A.M. and concluded at 12.06 P.M.

You are requested to take the above information on your record.

Thanking you,

Yours faithfully,

For Surat Trade and Mercantile Limited

Mahek Gaurav Jaju

Company Secretary and Compliance Officer



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Annexure A

Details under amended Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read along with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023

Sr. No.	Particulars	Details
1.	Reason for change viz. Appointment, re-appointment, resignation, removal, death or otherwise	Appointment of Mr. Manish Gandhi as an Additional Director in the capacity as Independent Director of the Company for a period of 5 years w.e.f. 27th June, 2024, subject to approval of Board of Directors and the shareholders of the Company.
2.	Date of appointment/re-appointment/ cessation (as applicable) & term of appointment/re-appointment	On the recommendation of the Nomination & Remuneration Committee, the Board at its meeting held today, i.e. 27th June, 2024, appointed Mr. Manish Gandhi as an Additional Director in the capacity as Independent Director of the Company for a period of five (5) years with effect from 27th June, 2024, subject to the approval of the Shareholders at the forthcoming Annual General Meeting of the Company.
3.	Brief profile (in case of appointment)	Mr. Manish Gandhi, aged about 56 years, is a senior advocate having vast experience of about 30 years in practicing on legal Services in respect of Civil Litigations, Property matters and other allied matters in various courts. Mr. Manish Gandhi is a member of Bar Council of Gujarat.
4.	Disclosure of relationships between directors (in case of appointment of a director)	None of the Directors of the Company are related to Mr. Manish Gandhi.



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5.	Shareholding, if any in the Company	Mr. Manish Gandhi is not holding any equity shares of the Company as on date.
6.	Information as required under BSE circular number LIST/COM/14/2018-19 dated June 20, 2018	Mr. Manish Gandhi is not debarred from holding the office of Director pursuant to any SEBI Order or Order of any such authority.



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Details under amended Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read along with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023

Sr. No.	Particulars	Details
1.	Reason for change viz. Appointment, re-appointment, resignation, removal, death or otherwise	Re-appointment of Ms. Kruti Kothari as an Independent Director for a second term of 5 (five) years w.e.f. 9th July, 2024, subject to approval of shareholders of the Company.
2.	Date of appointment/re-appointment/ cessation (as applicable) & term of appointment/re-appointment	On the recommendation of the Nomination & Remuneration Committee, the Board at its meeting held today, i.e. 27th June, 2024, re-appointed Ms. Kruti Kothari as an Independent Director for a second term of 5 (five) years w.e.f. 9th July, 2024, subject to the approval of the Shareholders at the forthcoming Annual General Meeting of the Company.
3.	Brief profile (in case of appointment)	Ms. Kruti Kothari holds membership of The Institute of Chartered Accountants of India (ICAI). She has work experience in service industry and consulting field. She also holds Diploma in IFRS from ACCA, UK and also has post qualification experience of about 6 years in Auditing, Taxation, Accounting and Management Consulting.
4.	Disclosure of relationships between directors (in case of appointment of a director)	None of the Directors of the Company are related to Ms. Kruti Kothari
5.	Shareholding, if any in the Company	Ms. Kruti Kothari is not holding any equity shares of the Company as on date.
6.	Information as required under BSE circular number LIST/COM/14/2018-19 dated June 20, 2018	Ms. Kruti Kothari is not debarred from holding the office of Director pursuant to any SEBI Order or Order of any such authority.



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Sr. No.	Particulars	Details
1.	Reason for change viz. Appointment, re-appointment, resignation, removal, death or otherwise	Re-appointment of Mr. Paresh V. Chothani as Wholetime director of the Company for a further period of 3 years with effect from 27th June, 2024, subject to approval of shareholders of the Company.
2.	Date of appointment/re-appointment/ cessation (as applicable) & term of appointment/re-appointment	On the recommendation of the Nomination & Remuneration Committee, the Board at its meeting held today, i.e. 27th June, 2024, re-appointed Mr. Paresh V. Chothani as Wholetime director of the Company for a further period of 3 years with effect from 27th June, 2024, subject to the approval of the Shareholders at the forthcoming Annual General Meeting of the Company.
3.	Brief profile (in case of appointment)	Mr. Paresh Chothani aged 64 years, has graduated in Textile engineering (B.Text.) from VJTI Mumbai. He has working experience of more than 3 decades in the field of Manmade textile industry, more particularly in fabrics marketing. He also excels in the field of business management and administration skills.
4.	Disclosure of relationships between directors (in case of appointment of a director)	None of the Directors of the Company are related to Mr. Paresh Chothani.
5.	Shareholding, if any in the Company	Mr. Paresh Chothani is not holding any equity shares of the Company as on date.
6.	Information as required under BSE circular number LIST/COM/14/2018-19 dated June 20, 2018	Mr. Paresh Chothani is not debarred from holding the office of Director pursuant to any SEBI Order or Order of any such authority.

