

SINDU VALLEY TECHNOLOGIES LIMITED

No. 3, Dr TC M Royan Road, Opp Ayyappan Temple, Bangalore 560053

CIN: L21000KA1976PLC173212, Telephone: 080 26706716, Email: sinduvalley76@gmail.com

June 26, 2024

To
BSE Limited, 1st Floor,
New Trading Ring, Rotunda Building,
Phiroze Jeejeebhoi Towers,
Dalal Street, Fort,
Mumbai - 400 001

Ref: Scrip Code: - 505504
Scrip ID: - SINDUVA

Sub: Outcome of the Board Meeting held today on June 26, 2024 pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir/Madam,

With reference to the captioned subject, we wish to inform you that the Board of Directors of the Company, at their meeting held on Wednesday, June 26, 2024 i.e. today have approved the following matters:

1. Approve appointment of Mr. Kazim Raza Khan (DIN: 05188955) as an Additional Non-executive independent director of the Company subject to approval of members in the general meeting. Details under Regulation 30 of the Listing Regulations read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023 (**Attached in Annexure A**)

Further, in accordance with the Circulars dated June 20, 2018, issued by the BSE Limited and based on affirmation given by Mr. Kazim Raza Khan we hereby confirm that he is not debarred from holding the office of Director by virtue of any order of Securities and Exchange Board of India (SEBI) or any other such authority.

2. Approve appointment of Mr. Samrathdan Zula (DIN: 03151303) as an Additional Non-executive independent director of the Company subject to approval of members in the general meeting. Details under Regulation 30 of the Listing Regulations read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023 (**Attached in Annexure B**)

Further, in accordance with the Circulars dated June 20, 2018, issued by the BSE Limited and based on affirmation given by Mr. Samrathdan Zula we hereby confirm that he is not debarred from holding the office of Director by virtue of any order of Securities and Exchange Board of India (SEBI) or any other such authority.

3. Approve appointment of Mrs. Kavita Akshay Chhajer (DIN: 07146097) as an Additional Non-executive independent director of the Company subject to approval of members in the



general meeting. Details under Regulation 30 of the Listing Regulations read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023 **(Attached in Annexure C)**

Further, in accordance with the Circulars dated June 20, 2018, issued by the BSE Limited and based on affirmation given by Mrs. Kavita Akshay Chhajer we hereby confirm that she is not debarred from holding the office of Director by virtue of any order of Securities and Exchange Board of India (SEBI) or any other such authority.

4. Approve appointment of Mr. Reby Thomas Elsan (Din: 06505474) as Additional Director of the company subject to approval of members in the general meeting. Details under Regulation 30 of the Listing Regulations read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023**(Attached in Annexure D)**

Further, in accordance with the Circulars dated June 20, 2018, issued by the BSE Limited and based on affirmation given by Mr. Reby Thomas Elsan we hereby confirm that he is not debarred from holding the office of Director by virtue of any order of Securities and Exchange Board of India (SEBI) or any other such authority.

5. Approve appointment of Mr. Reby Thomas Elsan (Din: 06505474) as Managing Director of the company subject to approval of members in the general meeting.
6. Approve appointment of Mr. Syed Mahtab Alam as Chief Financial Officer of the company subject to approval of member in the general meeting **(Attached in Annexure E)**
7. Resignation of Mr. Lakshman Madesh (DIN: 03632724) as Managing Director of the company **(Annexure-F)**
8. Resignation of Mr. Siva Prasad Dindakurthi as Chief financial officer of the company **(Annexure-G)**
9. Mr. Doraswamy Prasad (DIN: 00832192) has tendered his resignation as an Independent Director of the Company, with effect from June 26, 2024 due to change of proposed management. The information in regard to the abovementioned in terms of Regulation 30 of the Listing Regulations read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023 **(Attached in Annexure H)**
10. Alteration in Main Object Clause in Memorandum of Association of the Company
Brief details of alteration of Object Clause in the Memorandum of Association ("MOA") of the Company as required under Regulation 30 read with Part A of the Schedule III of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and vide SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023 are annexed herewith as Annexure – **(Annexure I)**
11. Change of Registered office of the company from State of Karnataka to State of Maharashtra, Mumbai



12. The address of the company's corporate office will be Kanakia Wall Street, A-511/512, 5th Floor, Andheri Kurla Road, Chakala, Andheri (East), Mumbai 400059 with effect from July 1, 2024.

13. Re-constitution of following committees of the Board:

I Audit Committee

Name	Designation	Category
Mr. Kazim Raza Khan	Non-executive Independent Director	Chairperson
Mr. Samrathdan Zula	Non-executive Independent Director	Member
Mrs. Kavita Akshay Chhajjer	Non-executive Independent Director	Member

II Nomination and Remuneration Committee

Name	Designation	Category
Mr. Samrathdan Zula	Non-executive Independent Director	Chairperson
Mr. Kazim Raza Khan	Non-executive Independent Director	Member
Mr. Samrathdan Zula	Non-executive Independent Director	Member

III Stakeholders Relationship Committee

Name	Designation	Category
Mrs. Kavita Akshay Chhajjer	Non-executive Independent Director	Chairperson
Mrs. Sharitha Madesh	Non-executive Director	Member
Mr. Reby Thomas Elsan	Executive Director	Member

14. Approve draft Notice of Postal Ballot

The meeting commenced at 2.00 P.M. and concluded at 8.30P.M.

Thanking you,

Yours Faithfully,

For **SINDU VALLEY TECHNOLOGIES LIMITED**

Sandya
**COMPANY SECRETARY &
COMPLIANCE OFFICER**



Annexure-A

Details under Regulation 30 of the Listing Regulations read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023.

1.	Reason for change viz. appointment, re-appointment, resignation, removal, death or otherwise	Appointment
2.	Date of appointment/reappointment/cessation (as applicable) & term of appointment/re-appointment;	26th June, 2024
3.	Brief profile (in case of appointment)	<p>Mr. Khan is Masters in Business Administration with elective as Finance and International Trade Management and holds a Bachelor's degree in Civil Engineering. He has completed courses for Top Management Programme from Asian Institute of Management, Phillipines and OWP programme from Institute for Management Development, Singapore. He also holds Life Membership of Indian Road Congress. He has vast experience in Construction of Highways and Airfields with an experience of World Bank Aided projects and various projects under PPP.</p> <p>Mr. Kazim Raza Khan has an overall professional experience of more than three decades in technical field focused towards Infrastructure. He joined IL&FS group in December 2005 as Assistant Vice President in IL&FS Transportation Networks Limited (ITNL) and hold the position as Senior Vice President and Regional Head of South and West India till January 2019 when the newly appointed IL&FS Board appointed him as Business In-charge and then subsequently as CEO on May 16, 2019 in IL&FS Engineering & Construction Company Limited (IECCL). Under his leadership, IECCL has shown a complete turn-around and subsequently becoming a going concern company.</p>
4.	Disclosure of relationships between directors (in case of appointment of a director).	Not related to any of the Director/KMP of the Company.



Annexure-B

Details under Regulation 30 of the Listing Regulations read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023.

1.	Reason for change viz. appointment, re-appointment, resignation, removal, death or otherwise	Appointment
2.	Date of appointment/reappointment/cessation (as applicable) & term of appointment/re-appointment;	26 th June, 2024
3.	Brief profile (in case of appointment)	Mr. Samrathdan Zula Director of the Company. He is Diploma in Civil. He has more than 30 years of experience in the business of construction. Under his leadership, Company has achieved various milestones with focus on continuous innovation and relentless pursuit of growth and excellence, He has a strong background in Designing and Executing Civil Construction. His dedication and passion towards infrastructure saw him rise through the ranks, along with helping the company scale new heights He liaisons with government and non-government agencies, he is also responsible for financial planning, business process streamlining and is focused on business development.
4.	Disclosure of relationships between directors (in case of appointment of a director).	Not related to any of the Director/KMP of the Company.

Annexure-C

Details under Regulation 30 of the Listing Regulations read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023.

1.	Reason for change viz. appointment, re-appointment, resignation, removal, death or otherwise	Appointment
2.	Date of appointment/reappointment/cessation (as applicable) & term of appointment/re-appointment;	26 th June, 2024
3.	Brief profile (in case of appointment)	She is experience with various corporates ranging from manufacturing entities to Service business as Company Secretary and Legal advisory since 2007.



		Having immense knowledge and experience in dealing with matters relating to Company Law, Securities Laws, Legal Due Diligence Companies, Documents relating to Joint Ventures, FEMA, Merger, Demerger and Acquisitions, drafting of various Legal Agreements including share purchase agreement, shareholders' agreement, vetting of Tenders and various Business agreements, Litigation management. Handling compliances of Base Layer NBFCs
4.	Disclosure of relationships between directors (in case of appointment of a director).	Not related to any of the Director/KMP of the Company.

Annexure-D

Details under Regulation 30 of the Listing Regulations read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023.

1.	Reason for change viz. appointment, re-appointment, resignation, removal, death or otherwise	Appointment
2.	Date of appointment/reappointment/cessation (as applicable) & term of appointment/re-appointment;	26 th June, 2024
3.	Brief profile (in case of appointment)	<p>Mr. Reby Thomas is a qualified Engineering Graduate and Post Graduate in Business Administration with specialization in Finance and Marketing with Diversified experience of over 28 years working in reputed Indian conglomerates like Shapoorji Pallonji & Co., Thermax and Voltas, in the implementation of EPC, Design Build and Concessions Projects in field of Water Management, Irrigation, Industrial, Environment and Urban Infrastructure. He has handled P&L responsibility of a pan-India multi-vertical EPC business operations for over 21 years. He has experience of commencing and setting up complete operations of the Infrastructure Business enterprise and leading it. He has experience of handling broad spectrum of projects and iconic ones on Pan-India basis.</p> <p>Mr. Reby has lead conceiving and successfully implementing long & short-term strategic business plans for driving each</p>



		vertical to size and scale to grow it into a major business enterprise for a leading business group in the country. He has hands on experience of handling Project Operations, fund raising, Business Development, Contracts, Legal, Finance and Commercial matters related to BOOT and EPC projects in Municipal and Industrial sector. He is TSMG qualified Assessor of Business Systems and Processes and Ethics Counselling and he actively pursued these additional responsibilities of Business Process Audit of various Tata group Companies and Regional Ethics Counselling portfolio during his stint in Voltas.
4.	Disclosure of relationships between directors (in case of appointment of a director).	Not related to any of the Director/KMP of the Company.

Annexure-E

Details under Regulation 30 of the Listing Regulations read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023.

1.	Reason for change viz. appointment, re-appointment, resignation, removal, death or otherwise	Appointment
2.	Date of appointment/reappointment/cessation (as applicable) & term of appointment/re-appointment;	26 th June, 2024
3.	Brief profile (in case of appointment)	Mr. Syed Mahtab Alam is Chartered Accountant with 19+ years of experience in Banking, Corporate Finance & Financial Controls in Construction and Infrastructure sector, Has worked with major banks such as ICICI bank and HDFC bank in various capacities and handled large transactions as a banker and significant experience of consulting large Infrastructure companies in India and GCC on various aspects such as techno commercial audit, operational efficiency, Cost management and Financial Controls.
4.	Disclosure of relationships between directors (in case of appointment of a director).	Not related to any of the Director/KMP of the Company.



Annexure-F

Brief particulars of Mr. Lakshman Madesh

SR. NO.	PARTICULARS	DETAILS
1	Reason for change viz., appointment, resignation, removal, death or otherwise	Resignation
2	Date of Cessation	Mr. Lakshman Madesh has submitted his resignation as Managing Director effective from the close of business hours of June 26, 2024.
3	Brief Profile (applicable in case of appointment)	Not applicable
4	Disclosure of Relationship between directors (applicable in case of appointment)	Not applicable

Annexure-G

Brief particulars of Mr. Siva Prasad Dindakurthi

SR. NO.	PARTICULARS	DETAILS
1	Reason for change viz., appointment, resignation, removal, death or otherwise	Resignation
2	Date of Cessation	Mr. Siva Prasad Dindakurthi has submitted his resignation as Chief Financial Officer effective from the close of business hours of June 26, 2024.
0	Brief Profile (applicable in case of appointment)	Not applicable
4	Disclosure of Relationship between directors (applicable in case of appointment)	Not applicable

Annexure-H**Brief details of alteration of Object Clause in the Memorandum of Association ("MOA") of the Company - Annexure I**

1. To incorporate and utilize advanced technologies such as the Internet of Things (IoT), Artificial Intelligence (AI), machine learning, block chain, big data analytics, and other emerging technologies to enhance the efficiency, safety, sustainability, and intelligence of infrastructure projects. To conduct and promote research and development activities in the field of infrastructure technology, including the development of new technologies, materials, and methodologies. To provide consultancy, advisory, and technical support services related to infrastructure development and technology integration, including feasibility studies, project management, and engineering services.



2. To carry on in India or elsewhere, either alone or jointly with one or more person or other entities, government, local or other bodies, the business to construct, build, alter, acquire, convert, improve, design, erect, establish, equip, develop, dismantle, pull down, turn to account, furnish, level, decorate, fabricate, install, finish, repair, maintain, search, survey, examine, taste, inspect, locate, modify, own, operate, protect, promote, provide, participate, reconstruct, grout, dig, excavate, pour, renovate, re-model, rebuild, undertake, Contribute, assist and to act as civil engineer, architectural engineer, interior decorator, consultant, advisor, agent, broker, supervisor, administrator, contractor, subcontractor, turn-key contractor and manager of all types of constructions & developmental works in all its branches such as roads, toll roads, ways, culverts, dams, bridges, railways, tramways, water tanks, reservoirs, canals, wharves, warehouses, factories, buildings, structures, drainage and sewage works, water distribution and filtration systems, docks, harbors, piers, irrigation works, foundation works, flyovers, airports, runways, rock drilling, aqueducts, stadiums, hydraulic units, sanitary works, power supply works, power stations, hotels, hospitals, dharmshalas, multistoried, shopping malls, colonies, complexes, housing projects and other similar works and for the purpose to acquire, handover, purchase, sell, own, cut to size, develop, distribute or otherwise to deal in all sorts of lands and buildings and to carry on all or any of the foregoing activities for building materials, goods, plants, machineries, equipment's, accessories, parts, tools, fittings, articles, materials and facilities of whatsoever nature.
3. To establish and canyon in India or elsewhere the business to acquire, undertake, promote, run, manage, own, lease, convert, build, commercialize, handle, operate, renovate, construct, maintain, improve, exchange, furnish, recondition, hire, let on hire, develop, consolidate, subdivide & organize, hotels, restaurants, cafes, taverns, rest houses, tea and coffee houses, flight carriers, lodging house keepers, refreshment rooms, swimming pools, Turkish baths, lodges, apartments, housekeeper, cottage or grocers, poulterers, green grocers, licensed victuallere, discotheque, banquet halls, dressing rooms, laundries, hair dresser shops, stores, libraries, writing and newspaper rooms, places of amusement, recreations, art galleries, sports, entertainment, health clubs, traveling agencies, motor cabs, theatrical and opera box offices, cinemas and to prepare, produce, process, buy, sell, import, export, service, wholesale, retail, pack, repack or otherwise to deal in all kinds of vegetarian foods, non-vegetarian foods, beverages, waters, purveyors, cigarettes, tobaccos, soft drinks, ice creams, juices, cosmetics, clothes, provisions, spices and other allied goods, materials, substances, consumables & preparations connected thereto.

FOR SINDU VALLEY TECHNOLOGIES LIMITED

Sandhya
SANDHYA DESHPANDE
COMPANY SECRETARY &
COMPLIANCE OFFICER

