



DCM SHRIRAM

BSE Limited Phiroze JeeJeeBhoj Towers, Dalal Street, <u>Mumbai – 400 001</u>	National Stock Exchange of India Ltd., “Exchange Plaza”, 5 th Floor, Plot No. C-1, G Block, Bandra-Kurla Complex, Bandra (E) <u>Mumbai: 400 051</u>
SCRIP CODE: 523367	SCRIP CODE: DCM SHRIRAM

Kind Attn: Department of Corporate Communications / Head Listing Department

Sub: Disclosure under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir,

Pursuant to the provisions of Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations), we inform you that the Board of Directors at its Meeting held on January 18, 2025, has, inter alia:

(a) Based on recommendation of the Nomination and Remuneration and Compensation Committee, approved the appointment of:

- i. Mr. Tejpreet Singh Chopra (DIN: 00317683) as additional Independent Director for a term of five consecutive years w.e.f. January 18, 2025, subject to necessary approvals of Members of the Company.

He is not related to any Director of the Company and is not debarred from holding the office of a director by virtue of any SEBI order or any other such authority.

- ii. Mr. Deepak Gupta (F4615) as Company Secretary & Compliance Officer of the Company, w.e.f. January 18, 2025.
Consequently, Ms. Swati Patil Lahiri (F7221), Acting Company Secretary & Compliance Officer, has ceased to be the Acting Company Secretary & Compliance Officer of the Company, effective from the said date.
- iii. Mr. Anoop Singh, President-Special Projects, as Senior Management Personnel of the Company, w.e.f. January 18, 2025.

Relevant details of the aforesaid appointments as per SEBI Circular No. SEBI/HO/CFD/CFD-PoD1/P/CIR/2023/123 dated July 13, 2023, are enclosed herewith as **Annexure A, B and C**, respectively.

(b) Consequent to change in the Company Secretary & Compliance Officer, authorised the following Key Managerial Personnel for the purpose of determining the materiality of an event or information and for making disclosures to the stock exchanges, pursuant to Regulation 30(5) of Listing Regulations read with the Company’s Policy on Determination of Materiality:

Mr. Amit Agarwal Executive Director & Group CFO DCM Shriram Ltd. 2nd Floor (West Wing) World Mark 1 Aerocity New Delhi – 110037 Email id: amitagarwal@dcmsriram.com Contact No : +91 11 42100200	Mr. Deepak Gupta Company Secretary & Compliance Officer DCM Shriram Ltd. 2nd Floor (West Wing) World Mark 1 Aerocity New Delhi – 110037 Email id: deepakgupta2@dcmsriram.com Contact No : +91 11 42100200
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DCM SHRIRAM LTD.

Registered and Corporate Office: 2nd Floor (West Wing), Worldmark 1, Aerocity, New Delhi - 110037, India
Tel: +91 11 42100200 e-mail: response@dcmsriram.com website: www.dcmsriram.com
CIN No. L74899DL1989PLC034923



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- (c) Approved Amendment in the “Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information” (the “Code”) to reflect changes in the authorised officials of the Company, in compliance with the requirements of Regulation 8(2) of the SEBI (Prohibition of Insider Trading) Regulations, 2015, a copy of the updated Code is enclosed herewith, as **Annexure D**.
- (d) Approved Raising of funds through issue of Non-Convertible Debentures (‘NCDs’), in one or more tranches, up to Rs. 1,000 crores, by way of Private Placement.

Further, the Board of Directors of the Company has delegated powers to the Board Finance Committee to determine, inter alia, to approve quantum, timing and other terms and conditions of issue of NCDs.

- (e) Granted In-Principal Approval to invest upto Rs. 65 crore for acquiring one or more entities engaged in hardware manufacturing business and/or buyout manufacturing assets of hardware business adjacent to Fenesta Building Systems business of the Company. The details required 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, of the said proposal will be provided separately in due course, once details and other terms are finalised.

Further, the Board of Directors of the Company has authorised the Board Finance Committee, inter alia, to finalise the entity(ies), number and % of share capital, assets to be bought, consideration and other terms and conditions of acquisition.

The meeting of the Board of Directors of the Company commenced at 2:15 P.M. and concluded at 4:35 P.M.

Kindly take the above information on record.

This information is also being hosted on the Company’s website at <https://www.dcmshriram.com/investors/notice>

Thanking you,

Yours faithfully,

For DCM Shriram Ltd.

(Amit Agarwal)
Chief Financial Officer

Dated: January 18, 2025

Encl.: As above

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Annexure A

Mr. Tejpreet Singh Chopra (DIN: 00317683)

Sl. no.	Particulars	Details
1	Reason for change viz. appointment, re-appointment, resignation, removal, death or otherwise	Appointment as Additional Independent Director of the Company, w.e.f. January 18, 2025, for a period of 5 years, subject to approval of Members of the Company.
2	Date of appointment/re-appointment/cessation & term of appointment/re-appointment	
3	Brief profile (in case of appointment)	<p>Mr. Tejpreet Singh Chopra is a Graduate from The Lawrence School, Sanawar, MBA from Cornell University, B.A. (Hons.) from St. Stephen's College, Delhi University and has attended executive program at Harvard Kennedy School. He is the Founder & CEO of Bharat Light & Power Group (BLP), one of the leading clean energy generation (IPP) and technology companies in India. He has rich experience of 22 years in global management and finance.</p> <p>Until 2010, Mr. Tejpreet Singh Chopra was the President & CEO of General Electric in India, Sri Lanka & Bangladesh.</p> <p>Presently, he is Independent Director on the Board of Indian Energy Exchange, Tube Investments of India (Murugappa Group), and Eicher Group. Tejpreet is a member of the Anand Group supervisory Board as a Senior Advisor. He is also on the Board of the World Economic Forum Foundation (WEF) for Young Global Leaders and the Clean Air Fund, London based global philanthropic organization. Mr. Chopra was earlier on the Board of Governors of the Lawrence School, Sanawar and the National Skill Development (Govt. of India and Indian Industry initiative) Nominee Director of the Power Sector Skill Council.</p> <p>Mr. Tejpreet is also involved in various industry associations. He is member of the National Council of the Confederation of Indian Industry (CII), Council of Management of All India Management Association (AIMA) and WEFs CEO group on Advanced Manufacturing. He is participant of the Young Presidents Organization (YPO) and the Cornell University Council, and an Aspen Institute Fellow, a part of the Aspen Global Leadership Network.</p>
4	Disclosure of relationships between directors (in case of appointment of a director).	He is not related to any other Director/KMP.

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Mr. Deepak Gupta (F4615)

Sl. no.	Particulars	Details
1	Reason for change viz. appointment, re-appointment, resignation, removal, death or otherwise	Appointment as the Company Secretary & Compliance Officer of the Company, w.e.f. January 18, 2025.
2	Date of appointment/re-appointment/cessation & term of appointment/re-appointment	
3	Brief profile (in case of appointment)	<p>Mr. Deepak Gupta is a Fellow member of The Institute of Company Secretaries of India with more than 26 years of extensive experience in corporate laws, Corporate Restructuring and Secretarial matters.</p> <p>During the course of his career, he has been associated with various reputed organizations and has also been active participant in trade & industry associations on matters relating to Corporate Laws.</p>
4	Disclosure of relationships between directors (in case of appointment of a director).	He is not related to any other Director/KMP.

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Annexure C

Mr. Anoop Singh

Sl. no.	Particulars	Details
1	Reason for change viz. appointment, re-appointment, resignation, removal, death or otherwise	Designated as Senior Management Personnel
2	Date of appointment/re-appointment/cessation & term of appointment/re-appointment	Mr. Anoop Singh, currently serving as the President – Special Projects in the Company, has been designated as Senior Management Personnel of the Company, w.e.f. January 18, 2025.
3	Brief profile (in case of appointment)	<p>Mr. Anoop Singh has over 33 years of experience and has worked across different organizations. He started his career with CIMMCO Birla India Limited and thereafter worked for other companies, including DCM Shriram Limited, wherein he spent over 18 years. In DCM Shriram, he was working in the Sugar SBU, with extensive experience of overseeing Projects, Commercial and Purchase, putting up several key projects like sugar factories expansion, ethanol plants, potassium sulphate plant etc. He was instrumental in driving innovations in those aspects of the business, with focus on quality delivery and execution of projects. He has lastly worked for Rai Group- Sugar, Kenya & Tanzania, as Chief Executive Officer.</p> <p>Mr. Singh's terms of appointment have been finalized in the grade of President and accordingly the basic salary, allowances, benefits and perquisites are in line with the applicable grade structure and industry/market practices.</p> <p>In his current role, he will drive New Special Projects, working closely with the senior leadership team.</p>
4	Disclosure of relationships between directors (in case of appointment of a director).	He is not related to any other Director/KMP.

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DCM SHRIRAM LIMITED: NEW DELHI

**CODE OF PRACTICES AND PROCEDURES FOR FAIR DISCLOSURE OF UNPUBLISHED
PRICE SENSITIVE INFORMATION**

(Pursuant to Regulation 8(1) of the SEBI (Prohibition of Insider Trading) Regulations, 2015)

The Company shall adhere to the following principles:

A. Prompt disclosure of Unpublished Price Sensitive Information

- The term "Unpublished Price Sensitive Information" (UPSI) means any information, as defined in SEBI (Prohibition of Insider Trading) Regulations, 2015 or any amendments thereto, relating to a company or its securities, directly or indirectly, that is not generally available which upon becoming generally available, is likely to materially affect the price of the securities and shall, ordinarily including but not restricted to, information relating to the following: –

- (i) financial results;
- (ii) dividends;
- (iii) change in capital structure;
- (iv) mergers, de-mergers, acquisitions, delisting, disposals and expansion of business and such other transactions;
- (v) changes in key managerial personnel

- The Company shall make prompt public disclosures of UPSI that would impact price discovery no sooner than credible and concrete information comes into being in order to make such information generally available.
- The Company shall develop best practices to make transcripts or records of proceedings of meetings with analysts and other investor relations conferences on the official website to ensure official confirmation and documentation of disclosures made.
- The Company shall handle all UPSI on a need-to-know basis.

B. Responding to market rumours:

- The Company shall appropriately and fairly respond to queries on news reports and requests for verification of market rumours by regulatory authorities.

C. Medium of disclosure/dissemination:

- The Company has designated Mr. Amit Agarwal, as the Chief Investor Relations Officer to deal with dissemination of information and disclosure of UPSI, to the extent desired. His contact details are as follows:

E.mail ID : amitagarwal@dcmshriram.com

Contact No. : 011-42100200

- The Company shall promptly disseminate UPSI that gets disclosed selectively, inadvertently or otherwise to make such information generally available.

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- The Company shall uniformly and universally disseminate UPSI to avoid selective disclosure.
- The Company shall ensure that information shared with analysts and research personnel is not UPSI.

D. Inquiries From Third Parties

- Inquiries from third parties, such as industry analysts or members of the media, about the Company shall be directed to the Chief Investor Relations Officer or such other appropriate person designated by the Company from time to time.
- During the period notified by the Compliance Officer when Trading is prohibited on account of UPSI not having become public, responding to inquiries from such third parties shall be avoided.

E. Determination of Legitimate Purposes

- The term “Legitimate Purpose” shall include sharing of Unpublished Price Sensitive Information in the ordinary course of business by an insider with partners, collaborators, lenders, customers, suppliers, merchant bankers, legal advisors, auditors, insolvency professionals or other advisors or consultants, provided that such sharing has not been carried out to evade or circumvent the prohibitions of SEBI (Prohibition of Insider Trading) Regulations, 2015 or any amendments thereto.
- The Company has designated Chief Financial Officer and Company Secretary & Compliance Officer to determine legitimate purpose for communication of any UPSI to any person for in furtherance of performance of duties or discharge of legal obligations.
- Any person in receipt of UPSI pursuant to a “Legitimate Purpose” shall be considered an “insider” for purposes of SEBI (Prohibition of Insider Trading) Regulations, 2015 or any amendments thereto and such person shall maintain confidentiality of such UPSI in compliance with legal obligations.

F. Amendments

Any statutory amendment in SEBI (Prohibition of Insider Trading) Regulations, 2015/ other applicable Regulations, if any, shall be deemed to be included in the Code and the participants shall be governed by it. Pursuant to such amendment, the Compliance Officer may carry out the necessary changes to this Code, as may be required.

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