

To

The General Manager, Listing Department, BSE Limited, 1st Floor, New Trading Wing, Rotunda Building, P.J. Towers, Dalal Street Fort, Mumbai-400001	The Manager, Listing Department, National Stock Exchange of India Ltd, Exchange Plaza, Bandra Kurla Complex, Bandra (East), Mumbai – 400051
Scrip Code: 519602	Scrip Code: KELLTONTEC

Subject: Outcome of the Board Meeting

Dear Sir/Madam,

Pursuant to Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (hereinafter referred as the “Listing Regulations”), we wish to inform that the Board of Directors of the Company at their meeting held today, has considered and approved the following matters:

1. Appointment of Mr. Abhaya Shankar (DIN:00008378) as Non-Executive Independent Director of the Company. The brief profile of Mr. Abhaya Shankar along with other necessary disclosures required under Regulation 30 of Listing Regulations is attached as **Annexure – I**.

We would like to further clarify that, in accordance with the requirements of Circular No. **LIST/COMP/14/2018-19 dated June 20, 2018**, concerning the Enforcement of SEBI Orders regarding the Appointment of Directors by Listed Companies, the Board of Directors and the Nomination and Remuneration Committee, while considering the appointment of Mr. Abhaya Shankar as a Non-Executive Independent Director, have duly verified and confirmed with him that he is not disqualified from holding the office of Director under any SEBI order or any other regulatory authority.

2. Noting of Completion of Tenure of Mr. Brijmohan Venkata Mandala (DIN: 00295323) from the office of Non-executive Independent Director.
3. Re-constitution of all the Committees of the Board with effect from December 27, 2024, as detailed below:

Audit Committee Composition			
S. No	Name	Member/ Chairperson	Category
1.	Satya Prasad Sayala	Chairperson	Non- Executive Independent Director
2.	Srinivasa Vijay Kumar Appana	Member	Non- Executive Independent Director
3.	Niranjan Reddy	Member	Executive Director

Nomination and Remuneration Committee Composition			
S. No	Name	Member/ Chairperson	Category
1.	Srinivasa Vijay Kumar Appana	Chairperson	Non- Executive Independent Director
2.	Abhaya Shankar	Member	Non- Executive Independent Director
3.	Satya Prasad Sayala	Member	Non- Executive Independent Director
4.	Niranjan Reddy	Member	Executive Director

CSR Committee Composition			
S. No	Name	Member/ Chairperson	Category
1.	Srinivasa Vijay Kumar Appana	Chairperson	Non- Executive Independent Director
2.	Satya Prasad Sayala	Member	Non- Executive Independent Director
3.	Krishna Reddy	Member	Executive Director

Risk Management Committee Composition			
S. No	Name	Member/ Chairperson	Category
1.	Satya Prasad Sayala	Chairperson	Non- Executive Independent Director
2.	Srinivasa Vijay Kumar Appana	Member	Non- Executive Independent Director
3.	Niranjan Reddy	Member	Executive Director

Stakeholder Relationship Committee Composition			
S. No	Name	Member/ Chairperson	Category
1.	Satya Prasad Sayala	Chairperson	Non- Executive Independent Director
2.	Srinivasa Vijay Kumar Appana	Member	Non- Executive Independent Director
3.	Krishna Reddy	Member	Executive Director

The Board Meeting commenced at **03:00 P.M.** (IST) and concluded at **03:30 P.M.**(IST). The above information is also available on the website of the Company at <https://www.kellton.com/>

This is for your information and record.

Thanking You,

*For and on behalf of
Kellton Tech Solutions Limited*

Rahul Jain
Company Secretary & Compliance Officer
ICSI M. No: ACS62949
Date: December 27, 2024
Place: Hyderabad

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.

Name of the Director	Abhaya Shankar
Reason for change	Mr. Abhaya Shankar has been appointed as an Independent Director on the Board of the Company.
Brief Profile	Attached as an enclosure
Date of Appointment and Term of Appointment	December 27, 2024 Five Consecutive years
Disclosure of relationships between directors	Mr. Abhaya Shankar is not related inter-se to any Director of the Company.
Information as required pursuant to BSE Circular with to BSE Circular with ref. no. LIST/COMP/14/2018-19 and the National Stock Exchange of India Ltd with ref. no. NSE/CML/2018/24, dated June 20, 2018.	Mr. Abhaya Shankar is not debarred from holding the office of Director by virtue of any SEBI Order or any other such authority.
Names of listed entities in which the appointing director holds directorships, indicating the category of directorship and membership of Board Committees, If any.	Mr. Abhaya Shankar is appointed as Non-Executive Independent Director on the Board of Sri Havisha Hospitality and Infrastructure Limited, he is also a part of the following Committees; 1. Chairperson of Audit Committee 2. Member of Stakeholder Relationship Committee 3. Member of the Nomination and Remuneration Committee

BRIEF PROFILE OF MR. ABHAYA SHANKAR

- Start-up Advisor & Mentor
- Independent & Non-Independent Director on Boards
- Management Consultant & Executive Coach for Promoters/CXO's

Qualifications:

- MBA from IIM-Calcutta (1981);
- B.Tech. (Mechanical Eng.) from IIT-Kanpur (1979);
- Certified Marshall Goldsmith Executive Leadership Coach
- Registered Independent Director

Experience:

- 40 Years of experience, 22 as CEO/MD, successful track record
- Served several Boards of Directors, in India and Japan
- Served as CEO/Managing Director/Country Head for last 22 years

Current:

- Currently Non-Executive Director at UCAL and
- Independent Director at Aparna Enterprises Ltd., Sri Havisha Hospitality and Infrastructure Ltd. and SmartBike Mobility Pvt. Ltd.

Recent:

- CEO and Whole time Direct at UCAL LTD. (an automotive components company)
- CEO of and Aerospace, Defence, Nuclear Power Plants
- Group Advisory (Strategy, Governance, Mentoring Start Ups and New Businesses) in education management,

Kellton Tech Solutions Ltd., CIN: L72200TG1993PLC016819

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Plot No. 404-405, 6th Floor, iLABS Centre, Udyog Vihar, Phase III, Gurugram-122016, Haryana, India Tel: +91-124-4698900

- Ed-Tech and school supplies business group

Previously:

- Headed companies as CEO/Managing Director for over 18 years, (a US based Automotive Component Fortune 500 Co. and a CK Birla Group), in Industries such as Automotive Components and Green Building Materials, Advanced Polymers (Pipes & Fittings).
- Coached Top Leaders and provides Management Consulting in Strategy and Execution, Business Transformation/Professionalisation, Performance Improvement, Marketing & Sales, Branding, Supply Chain, HR/OD, Cost Compression.
- Expertise in leading multi-location manufacturing, multi-product, complex Pan-India organisations.
- As Managing Director at HIL Ltd., a listed company with revenues in range of USD 200mn; in six and a half years, more than doubled revenues, quadrupled profits. Grew Market Share, set up new plants, became Industry Leader.
- Managing Director/CEO (10 years) with Tenneco Automotive, a Fortune 500 USA based automotive component firm, delivered aggressive growth, acquired significant Market share, acquired a company through BIFR, and set up new plants. Handled business development with automotive giants, both Indian as well as global.

Awards & Recognitions:

- Received prestigious Gold Award for Green Company from CII-IGBC from Mr. Abdul J Kalam
- Udyog Ratna from IEC
- Featured in Business India 2014

Annexure – II

Name of the Director	Brijmohan Venkata Mandala
Reason for change	Completion of Tenure
Brief Profile	Not Applicable
Date of Cessation	With effect from close of business hours on December 21, 2024
Disclosure of relationships between directors	Mr. Brijmohan Venkata Mandala is not related inter-se to any Director of the Company.
Information as required pursuant to BSE Circular with to BSE Circular with ref. no. LIST/COMP/14/2018-19 and the National Stock Exchange of India Ltd with ref. no. NSE/CML/2018/24, dated June 20, 2018.	Not Applicable
Names of listed entities in which the appointing director holds directorships, indicating the category of directorship and membership of Board Committees, If any.	Not Applicable