



NALIN LEASE FINANCE LTD.
CIN : L65910GJ1990PLC014516

Date:12-03-2025

To,
BSE Ltd.
Phiroze Jeejeebhoy Towers
25th Floor
Dalal Street
Mumbai - 400 001

Company Code 531212

Sub: **Outcome of Board Meeting held on 12th March, 2025**

Dear Sir,

Pursuant to **Regulation 30** of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, this is to inform you that the Board of Directors of the Company, at its meeting held on **Wednesday, 12th March, 2025**, approved the following items of business:

1. Appointment of Independent Director:

The Board of Directors, based on the recommendation of the **Nomination & Remuneration Committee**, has recommended the appointment of **Shri Samsad Alam Khan (DIN: 10591431)** with effect from **12th March, 2025**, **Additional Director** to hold office upto next **Annual General Meeting** and as **Non-Executive Independent Director** of the Company for a term of **5 years from 12th March, 2025 to 11th March, 2030**, subject to the approval of the members of the Company.

Shri Samsad Alam Khan satisfies the criteria of independence prescribed under the **Companies Act, 2013** and **SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**. In accordance with the circular dated **June 20, 2018**, issued by the Stock Exchanges, we hereby confirm that **Shri Samsad Alam Khan**, is **not debarred** from holding the office of Director by virtue of any order passed by **SEBI or any other such authority**.





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The details required under **Regulation 30** of the **SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015** read with **Schedule III** thereof and **SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123** dated **13th July 2023**, in respect of his appointment is enclosed as **Annexure- A** to this letter.

2. Change in Designation and Re-appointment of Shri Dilipkumar Nalinkant Gandhi (DIN: 00339595) as Whole-Time Director and Chairman:

The Board of Directors, based on the recommendation of the **Nomination & Remuneration Committee**, has approved the **change in designation and re-appointment of Shri Dilipkumar Nalinkant Gandhi (DIN: 00339595)** as **Whole-Time Director & Chairman** of the Company for a term of **5 years with effect from 01st August, 2025**, subject to the approval of the Members.

The details as required under the **SEBI (LODR) Regulations, 2015** and the **SEBI Circular CIR/CFD/CMD/4/2015** dated **9 September, 2015** are enclosed as **Annexure - B** to this letter.

3. Change in Designation and Re-appointment of Shri Harsh Dilipkumar Gandhi (DIN: 03120638) as Managing Director:

The Board of Directors, based on the recommendation of the **Nomination & Remuneration Committee**, has approved the **change in designation and re-appointment of Shri Harsh Dilipkumar Gandhi (DIN: 03120638)** as **Managing Director** of the Company for a term of **5 years with effect from 01st August, 2025**, subject to the approval of the Members.

The details as required under the **SEBI (LODR) Regulations, 2015** and the **SEBI Circular CIR/CFD/CMD/4/2015** dated **9 September, 2015** are enclosed as **Annexure - C** to this letter.

4. Seeking approval of Shareholders through Postal Ballot:

It is proposed to obtain **approval of shareholders** for the appointment of aforesaid **Directors** through **Postal Ballot**. The **Postal Ballot Notice** shall





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be sent to the shareholders in due course and the same shall be filed with the Stock Exchange.

5. Appointment of Scrutinizer for Postal Ballot:

The Board has appointed **Mr. Amrish Gandhi, Practicing Company Secretary (CP:5656)**, as the **Scrutinizer** to conduct the **Postal Ballot process and e-voting** in a fair and transparent manner.

The meeting commenced at **11:00 a.m.** and concluded at **12:00 p.m.**

Please acknowledge and take it on record.

Thanking you,
Yours faithfully,
For, **Nalin Lease Finance Limited**

P. D. Gandhi



Pallaviben Dilipkumar Gandhi
Whole-time Director
(DIN: 00339639)

Enclosure: As above



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Annexure -A

Disclosures as required under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

The details of Samsad Alam Khan (DIN: 10591431) are as under:

Sr. No.	Details of events that needs to be provided	Information of such event(s)
1	Reason for change viz. appointment, resignation, removal, death or otherwise;	Appointment of Shri Samsad Alam Khan (DIN: 10591431) as an Additional Director of the Company to hold office as Non-Executive Independent Director on the Board of the Company for a term of 5 (five) consecutive years w.e.f. 12 th March, 2025, subject to approval of members.
2	Date of appointment/ re-appointment/cessation (as applicable)	12 th March, 2025 5 (five) consecutive years with effect from 12 th March, 2025.
3	Brief profile (in case of appointment);	Mr. Samsad Alam Khan is a Practicing Company Secretary from ICSI, India, with over 10 years of experience in Corporate Law Advisory, Compliance under FEMA, Secretarial Audit, Intellectual Property matters, and Corporate Governance. He has also served as a Scrutinizer in various General Meetings and Court-convened Meetings.
4	Disclosure of relationships between directors (In case of appointment of a director).	Shri Samsad Alam Khan is not related to any other directors of the Company.





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Annexure-B

Disclosures as required under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

The details of Shri Dilipkumar Nalinkant Gandhi (DIN: 00339595) are as under:

Sr No	Details of events that needs to be provided	Information of such event(s)
1	Reason for change viz. appointment, resignation, removal, death or otherwise;	Change in designation and Re-appointment of Shri Dilipkumar Nalinkant Gandhi (DIN: 00339595) as Chairman and Whole-Time Director of the Company for a term of 5 (five) consecutive years w.e.f. 1 st August, 2025, subject to approval of shareholders.
2	Date of appointment/ re-appointment/ cessation (as applicable)	1 st August, 2025 5 (Five) consecutive years with effect from 1 st August, 2025.
3	Brief profile (in case of appointment);	Shri Dilipkumar N. Gandhi has more than 45 Years of experience in the field of Finance & Leasing Activities.
4	Disclosure of relationships between directors (In case of appointment of a director).	Shri Dilipkumar N. Gandhi is father of Mr. Harsh D. Gandhi and husband of Smt. Pallaviben D. Gandhi.
5	Information as required under BSE circular no. LIST/ COMP /14/ 2018-19, dated June 20, 2018	It is hereby affirmed that Shri Dilipkumar N. Gandhi is not debarred from and holding the office of Director by virtue of any order of SEBI or any other such authority.





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Annexure-C

Disclosures as required under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

The details of Shri Harsh Dilipkumar Gandhi (DIN: 03120638) are as under:

Sr No	Details of events that needs to be provided	Information of such event(s)
1	Reason for change viz. appointment, resignation, removal, death or otherwise;	Change in designation and Re-appointment of Shri Harsh Dilipkumar Gandhi (DIN: 03120638) as Managing Director of the Company for a term of 5 (five) consecutive years w.e.f. 1 st August, 2025, subject to approval of shareholders.
2	Date of appointment/ re-appointment/ cessation (as applicable)	1 st August, 2025 5 (Five) consecutive years with effect from 1 st August, 2025.
3	Brief profile (in case of appointment);	Shri Harsh D. Gandhi is having 15 Years of experience in the field of Marketing, Finance & Administration.
4	Disclosure of relationships between directors (In case of appointment of a director).	Shri Harsh D. Gandhi is son of Mr. Dilipkumar N. Gandhi and Smt. Pallaviben D. Gandhi.
5	Information as required under BSE circular no. LIST/ COMP /14/ 2018-19, dated June 20, 2018	It is hereby affirmed that Shri Harsh D. Gandhi is not debarred from and holding the office of Director by virtue of any order of SEBI or any other such authority.

