



John Cockerill

Ref. : JCIL/BSE/2024
Date : February 7, 2024

To
The Secretary,
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai - 400 001

Dear Sir,

Scrip Code: 500147

Ref: Intimation under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 – Change in Directors.

Pursuant to Regulation 30 read with Schedule III Part A Para A (7) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Regulations"), we hereby inform the decisions taken at the Company's Board Meeting held today i.e February 7, 2024 :

Expiry of term of Mr. N. Sundararajan (DIN : 00051040), Independent Director effective from March 31, 2024.

The term of Mr. N. Sundararajan (DIN : 00051040) as an Independent Director of the Company will cease to expire effective from the close of working hours of March 31, 2024.

The Board of Directors at its meeting held today i.e February 7, 2024 have noted the above expiry of term and placed on record its sincere appreciation for Mr. N. Sundararajan's valuable service and contribution to the Company during his tenure as the Independent Director of the Company.

Appointment of Additional Directors (Non-Executive and Independent) - Ms. Anupama Vaidya (DIN : 02713517) and Ms. Anjali Gupte (DIN : 00104884)

Based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors of the Company at its meeting held today i.e on February 7, 2024 have approved the appointment of Ms. Anupama Vaidya (DIN : 02713517) and Ms. Anjali Gupte (DIN : 00104884) as Additional Directors (Non-Executive and Independent) on the Board of the Company w.e.f. April 1, 2024 subject to the approval of the members to be obtained within a period of three months from the date of appointment, for appointment as Non-Executive and Independent Directors for a term upto 5 (five) consecutive years from April 1, 2024, not liable to retire by rotation.

Ms. Anupama Vaidya (DIN : 02713517) and Ms. Anjali Gupte (DIN : 00104884) will be Non-Executive and Independent Directors and they are not related to the Promoter or Promoter Group and fulfils the criteria of independence as required under the

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provisions of the Companies Act, 2013 and the Rules framed thereunder and the SEBI Regulations.

Re-appointment of Independent Director - Mr. Nandkumar Dhekne (DIN : 02189370)
Based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors of the Company at its meeting held today i.e on February 7, 2024 and subject to the approval of the members, have approved the re-appointment of Mr. Nandkumar Dhekne (DIN : 02189370) as Non-Executive and Independent Director for a second term of 5 (five) consecutive years on the Board of the Company from February 7, 2025 up-to February 6, 2030.

Mr. Nandkumar Dhekne (DIN : 02189370) will be a Non-Executive and Independent Director and he is not related to the Promoter or Promoter Group and fulfils the criteria of independence as required under the provisions of the Companies Act, 2013 and the Rules framed thereunder and the SEBI Regulations.

The relevant details as per the requirements of Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with SEBI Circular CIR/CFD/CMD/4/2015 dated September 9, 2015 are given in the enclosed **Annexure-I**.

In accordance with the circular dated June 20, 2018 issued by BSE Limited and based on the affirmation given by Ms. Anupama Vaidya, Ms. Anjali Gupte and Mr. Nandkumar Dhekne, we hereby confirm that they are not debarred from holding the office of Director by virtue of any order passed by SEBI or any other such authority.

The composition of the Board of Directors of the Company is in compliance with the requirements prescribed under the Companies Act, 2013 and SEBI Regulations.

Kindly take the same on record.

Thanking you,

Yours faithfully,
For John Cockerill India Limited

Haresh Vala
Company Secretary



Encl: as above

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ANNEXURE - I

Disclosures as per SEBI Regulations and SEBI Circular no. CIR/CFD/CMD/4/2015 dated September 9, 2015 :

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	<p><u>Expiry of term of Independent Director - Mr. N. Sundararajan, (DIN : 00051040)</u> Mr. N. Sundararajan was re-appointed as an Independent Director of the Company for a second term of 5 (five) years which will expire effective from the close of working hours of March 31, 2024.</p> <p><u>Appointment of Additional Directors (Non-Executive and Independent) - Ms. Anupama Vaidya (DIN : 02713517) and Ms. Anjali Gupte (DIN : 00104884)</u></p> <p>i. Ms. Anupama Vaidya (DIN : 02713517) Based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors of the Company, Ms. Anupama Vaidya has been appointed as the Non-Executive and Independent Director, subject to the approval of the members of the Company, for a first term of 5 (five) consecutive years to be effective from April 1, 2024, not liable to retire by rotation.</p> <p>ii. Ms. Anjali Gupte (DIN : 00104884) Based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors of the Company, Ms. Anjali Gupte has been appointed as the Non-Executive and Independent Director, subject to the approval of the members of the Company, for a first term of 5 (five) consecutive years to be effective from April 1, 2024, not liable to retire by rotation.</p>



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		<p><u>Re-appointment of Independent Director - Mr. Nandkumar Dhekne (DIN : 02189370)</u></p> <p>Based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors of the Company, Mr. Nandkumar Dhekne (DIN : 02189370) has been the re-appointment as the Non-Executive and Independent Director, subject to the approval of the members of the Company, for a second term of 5 (five) consecutive years from February 7, 2025 up-to February 6, 2030, not liable to retire by rotation.</p>
2.	<p>Date of appointment / cessation (as applicable)</p> <p>Terms of appointment</p>	<p><u>Expiry of term of Independent Director - Mr. N. Sundararajan, (DIN : 00051040)</u></p> <p>Date of expiry of term - from close of business hours of March 31, 2024.</p> <p><u>Appointment of Additional Directors (Non-Executive and Independent) - Ms. Anupama Vaidya (DIN : 02713517) and Ms. Anjali Gupte (DIN : 00104884)</u></p> <p>Date of approval of the Board for appointment - February 7, 2024.</p> <p>Appointment of Ms. Anupama Vaidya (DIN : 02713517) and Ms. Anjali Gupte (DIN : 00104884) as the Non-Executive and Independent Directors to be effective from April 1, 2024, for a term of five years i.e. from April 1, 2024 to March 31, 2029, not liable to retire by rotation.</p> <p><u>Re-appointment of Independent Director - Mr. Nandkumar Dhekne (DIN : 02189370)</u></p> <p>Mr. Nandkumar Dhekne (DIN : 02189370) has been re-appointed as the Non-Executive and Independent Director, subject to the approval of the members of the Company, for a second term of 5 (five) consecutive years effective from February 7, 2025 up-to February 6, 2030, not liable to retire by rotation.</p>
3.	Brief profile in case of appointment	As per Appendix - 1A.



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4.	Disclosure of relationship between Directors (in case of appointment of a Director)	Ms. Anupama Vaidya, Ms. Anjali Gupte and Mr. Nandkumar Dhekne are not related to any Director of the Company.
5.	Other Directorship /Membership (in listed entities in case of resignation of the Independent Director)	Not Applicable.



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Brief Profile of Ms. Anupama Vaidya

Ms. Anupama Vaidya is equipped with a Bachelor's in Computer Science from University of Pune and Master's in Business Administration (MBA) with specialization in Human Resource Development from Symbiosis Institute of Business Management, Pune. Ms. Anupama Vaidya has evolved as a seasoned business management professional with more than 30 years of rich and diverse experience across industries including Conglomerates, Manufacturing / Engineering, Construction, Information Technology & Services and various organizational functions. She was awarded the "Super Women Achiever - 2021", "100 TOP Coaching Minds - 2020", "TOP HR Minds - 2018" by World HRD Congress.

Her work experience includes working with Saint-Gobain India Ltd. (Grindwell Norton & HPM Sector, Group Interventions), Lodha Group, Colgate Palmolive, Hinduja Group, Geometric Software, Mafatlal Industries and as a Free-lance Business Strategist Partner and Founder Entrepreneur.

Her core strength lies in impactful contributions in the area of Business strategies, roadmaps and handholding to translate these into business models, processes and organization design to drive the people strategies and interventions. Extensive contributions in General Management, HR Management, Corporate Marketing & Communications; Project & Event Management; Corporate Social Responsibility initiatives and she has been a part of the top management teams to drive the business objectives.

Brief Profile of Ms. Anjali Gupte

Ms. Anjali Gupte, aged 54 years, is a B. Com. Graduate, Chartered Accountant & Cost Accountant with over 25 years of experience across a varied range of industries from media to financial information, to manufacturing and real estate. She was the Head of Finance, South Asia & Director for Thomson Reuters India Private Limited from April 2008 to May 2014. She also held the position of Finance Manager, South Asia & Director at Thomson Reuters India Private Limited from November 1997 to March 2008. Ms. Gupte has worked as a Finance Manager in Godrej Properties & Investment Limited from April 1995 to October 1997. She has formerly worked as a Finance Executive in Gujarat Godrej Innovative Chemicals Limited from September 1993 to March 1995.

She was working as Chief Financial Officer, South Asia & Director of Grey Worldwide (India) Private Limited since August 2016 till mid of June 2021. She has worked with Havas Group as the Group CFO.



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Brief Profile of Mr. Nandkumar Dhekne

Mr. Nandkumar Dhekne, aged 67 years, has rich experience in diverse areas including Field services, Operations Management, Sales & Marketing & General Management. He was Managing Director, India & South Asia of GE Water during 2001-2004, and was President & CEO of GE Energy India during 2004-2007. During 2007-2009, he was the Managing Director - Asia, Aqualon Division of Hercules Inc. based in Shanghai. From 2009-2014, he was Vice President - Asia at Ashland based in Shanghai. In his last assignment, Mr. Dhekne was the Vice President - Asia Pacific for Solenis LLC, USA, a global leader of paper making and industrial water treatment chemicals. He was responsible for the business growth and performance in over 10 countries including China, Korea, Japan, Australia, New Zealand, Indonesia, Thailand, Malaysia and South Asia including India. He is a recognized growth leader with outstanding team building skills and has delivered consistent profitable growth in a broader geography for these MNCs.

Mr. Nandkumar is a Chemical Engineer graduate and a distinguished Alumnus of University Department of Chemical Technology, Mumbai and an Alumnus of Harvard Business School (AMP).

Mr. Dhekne was the Chairman of American Chambers of Commerce, Bangalore, 2005, Chairman of Energy Committee - Bangalore, Chamber of Industry and Commerce and an active CII Committee Member CII - Delhi, 2006. He has served on the Board of AICM and ENACTUS in China, a non-profit organisation.



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