



7th December, 2023

The Assistant Vice-President
The National Stock Exchange of India Ltd.
Exchange Plaza, 5th Floor,
Plot No.C/1, G Block,
Bandra Kurla Complex, Bandra (East),
Mumbai – 400 051

The General Manager
BSE Ltd
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400 001

Dear Sir/ Madam,

Sub: Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”) - Change in Directorate, KMP and Joint Statutory Auditors of Sanghi Industries Limited (“the Company”)

Pursuant to Regulation 30 of the SEBI Listing Regulations, we hereby inform you of the following changes, basis the meeting of the board of directors of the Company (“**Board**”):

I. Resignation and Appointment of Directors

A. Resignation of Executive Directors:

• **Mr. Ravi Sanghi (DIN:00033594):**

Mr. Ravi Sanghi has tendered his resignation from the position of Chairman and Managing Director of the Company, which was accepted by the Board with effect from the closure of the Board meeting held today i.e. 7th December, 2023 (which was originally convened on 6th December 2023 but was adjourned to 7th December 2023), due to transfer of shareholding of certain members of the existing Promoters and Promoter Group in the Company to Ambuja Cements Limited, an Adani Group company, pursuant to the **Share Purchase Agreement** dated August 3, 2023, and the consequent cessation of control of existing promoters over the Company.

• **Mr. Aditya Sanghi (DIN:00033755)**

Mr. Aditya Sanghi, Executive Director, has tendered his resignation from the Board of the Company, which was accepted by the Board with effect from the closure of the Board meeting held today i.e. 7th December, 2023, (which was originally convened on 6th December 2023 but was adjourned to 7th December 2023), due to transfer of shareholding of certain members of the existing Promoters and Promoter Group in the Company to Ambuja Cements Limited, an Adani Group company, pursuant to the share purchase agreement dated August 3, 2023, and the consequent cessation of control of existing promoters over the Company.

Sanghi Industries Limited

Registered Office

Sanghinagar - 501511
R.R. District, Telangana, India
Ph:08415 – 242217
www.sanghicement.com

Corporate Office

Adani Corporate House
Shantigram, S. G. Highway
Khodiyar, Ahmedabad – 382421
Gujarat, India
Ph +91 79-2555 5555

CIN: L18209TG1985PLC005581

- **Mr. Alok Sanghi (DIN:00033506)**

Mr. Alok Sanghi, Executive Director, has tendered his resignation from the Board of the Company which was accepted by the Board with effect from the closure of the Board meeting held today i.e. 7th December, 2023 (which was originally convened on 6th December 2023 but was adjourned to 7th December 2023), due to transfer of shareholding of certain members of the existing Promoters and Promoter Group in the Company to Ambuja Cements Limited, an Adani Group company, pursuant to the share purchase agreement dated August 3, 2023, and the consequent cessation of control of existing promoters over the Company.

- **Mrs. Bina Mahesh Engineer (DIN:01653392)**

Mrs. Bina Engineer, Executive Director, has tendered her resignation from the Board of the Company which was accepted by the Board with effect from the closure of the Board meeting held today i.e. 7th December, 2023 (which was originally convened on 6th December 2023 but was adjourned to 7th December 2023), due to transfer of shareholding of certain members of the existing Promoters and Promoter Group in the Company to Ambuja Cements Limited, an Adani Group company, pursuant to the share purchase agreement dated August 3, 2023, and the consequent cessation of control of existing promoters over the Company.

- **Mr. Nirubha Balubha Gohil (DIN:05149953)**

Mr. Nirubha Gohil, Executive Director, has tendered his resignation from the Board of the Company which was accepted by the Board with effect from the closure of the Board meeting held today i.e. 7th December, 2023 (which was originally convened on 6th December 2023 but was adjourned to 7th December 2023), due to transfer of shareholding of certain members of the existing Promoters and Promoter Group in the Company to Ambuja Cements Limited, an Adani Group company, pursuant to the share purchase agreement dated August 3, 2023, and the consequent cessation of control of existing promoters over the Company.

The disclosures required under Regulation 30 of SEBI Listing Regulations and SEBI circular dated July 13, 2023 in respect of the resignation of executive directors are set out in **Annexure 1**. Resignation letters pursuant to Regulation 30 and Schedule III of SEBI Listing Regulations are enclosed herewith as **Annexure 2 to 6**.

B. Resignation of Independent Directors:

The following Independent Directors of the Company have tendered their resignations from the Board of the Company which were accepted by the Board with effect from the closure of the Board meeting held today i.e. 7th December, 2023 (which was originally convened on 6th December 2023 but was adjourned to 7th December 2023):

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- Mr. Sundaram Balasubramanian (DIN:02849971);
- Mrs. Raina Dilip Desai (DIN: 05113035);
- Mr. Arvind Motilal Agarwal (DIN: 00122921);
- Mr. Gurudeo M. Yadwadkar (DIN: 01432796);

The disclosures required under Regulation 30 of SEBI Listing Regulations and SEBI circular dated July 13, 2023 in respect of the resignation of independent directors are set out in **Annexure 7**. Resignation letters pursuant to Regulation 30 and Schedule III of SEBI Listing Regulations are enclosed herewith as **Annexure 8-11**.

C. Appointment of Directors:

The Board has appointed following Directors as additional directors on the Board of the Company with effect from 7th December, 2023:

i. Executive Director

Mr. Sukuru Ramarao, Whole Time Director & Chief Executive Officer & KMP (DIN: 08846591);

ii. Non-Executive Non-Independent Directors:

- Mr. Ajay Kapur, Chairman & Non-Executive Non-Independent Director (DIN: 03096416);
- Mr. Vinod Bahety, Non-Executive Non-Independent Director (DIN:09192400);

iii. Independent Directors:

- Ms. Shruti Shah, Independent Director (DIN: 08337714); and
- Mr. Ravi Kapoor, Independent Director (DIN:00003847)

The term of both the Independent Directors will be for a period of 3 years from 7th December, 2023, subject to the approval of shareholders of the Company. We hereby confirm that the above stated Independent Directors satisfy the criteria of independence prescribed under the Companies Act, 2013 and SEBI Listing Regulations.

In accordance with the circular dated June 20, 2018, issued by the Stock Exchanges, we hereby confirm that none of the Directors are debarred from holding the office of Director by virtue of any order passed by SEBI or any other such authority and none of the Directors are related to any of the Directors of the Company.

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

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The Disclosures required under Regulation 30 of SEBI Listing Regulations and SEBI circular dated July 13, 2023, for appointment of directors along with brief profiles, are enclosed herewith as “*Annexure 12*”.

II. Change in Key Managerial Personnel relating to CFO and CS of the Company:

This is to further inform that the Board of Directors of the Company at its meeting held today i.e. 7th December, 2023, based on the recommendation of necessary Committee Meetings held on the same day, inter alia, considered and approved the following:

- Resignation of Mrs. Bina Mahesh Engineer as Chief Financial Officer (CFO) and Key Managerial Personnel (KMP) with effect from close of Board Meeting held today i.e. 7th December, 2023 (which was originally convened on 6th December 2023 but was adjourned to 7th December 2023).
- Appointment of Mr. Sanjay Kumar Khajanchi as Chief Financial Officer (CFO) and Key Managerial Personnel (KMP) of the Company with effect from close of Board Meeting held today i.e. 7th December, 2023.
- Resignation of Mr. Anil Agarwal as Company Secretary (CS), Compliance Officer and Key Managerial Personnel (KMP) with effect from close of business hours of 7th December, 2023.
- Appointment of Mr. Manish Mistry as Company Secretary (CS), Compliance Officer and Key Managerial Personnel (KMP) of the Company with effect from 8th December, 2023.

The Disclosures required under Regulation 30 of SEBI Listing Regulations and SEBI circular dated July 13, 2023, for resignation and appointment CFO and CS are enclosed herewith as “*Annexure 13*”.

Resignation letters pursuant to Regulation 30 and Schedule III of SEBI Listing Regulations are enclosed herewith as *Annexure 14 and 15*.

III. Resignation of one of the Joint Statutory Auditor:

Additionally, pursuant to Regulation 30 of the SEBI Listing Regulations read with the SEBI Circular CIR/CFD/CMD1/114/2019 dated October 18, 2019, SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated July 11, 2023, and SEBI Circular SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023 (“**SEBI Circulars**”), we wish to inform that M/s. Chaturvedi & Shah, Chartered Accountants (Firm Registration number: 101720W/W100355), one of the Joint Statutory Auditors of the Company have tendered their resignation vide their letter dated 5th December, 2023 received by the Company on 6th December, 2023 informing their inability to continue as the Joint Statutory Auditors of the Company for the reasons mentioned in their letter.

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The Board of Directors at its meeting held today also noted that there are no other reasons other than mentioned in the resignation letter received from the one of the Joint Statutory Auditors

The Audit Committee and Board at their respective meetings placed on record their appreciation to Chaturvedi & Shah LLP, (FRN: 101720W/W100355), Chartered Accountants.

Details with respect to the resignation in Auditors of the Company as required under Regulation 30 read with Schedule III of the Listing Regulations and SEBI Circulars are annexed herewith as **Annexure 16**.

The copy of the resignation letter with annexure as received from Chaturvedi & Shah LLP, (FRN: 101720W/W100355), Chartered Accountants, joint Statutory Auditors in accordance with and SEBI Circular CIR/CFD/CMD1/114/2019 dated October 18, 2019 is attached herewith as **Annexure 17**.

This information will also be available on the website of the Company at www.sanghiment.com.

You are requested to take the above on record.

Thanking you,

Yours Sincerely,
For **Sanghi Industries Limited**

Anil Agrawal
Company Secretary & Compliance Officer
ACS: 14063

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Disclosures and confirmations under Regulation 30 and Clause 7 of Para A Part A of Schedule III of SEBI Listing Regulations and SEBI circular dated July 13, 2023 are as under:

➤ **Resignation of Executive Directors:**

S. no.	Particulars	Information				
		1.	Name of Director/ Nature of Directorship	Mr. Ravi Sanghi, Chairman & Managing Director (DIN:00033594)	Mr. Aditya Sanghi, Executive Director (DIN:00033755)	Mr. Alok Sanghi, Executive Director (DIN:00033506)
2.	Reasons for change	Resignation (<i>Resignation letters are attached herewith</i>).				
3.	Date of appointment/ cessation	Effective from closure of the Board Meeting held on 7th December, 2023				
4.	Term of Appointment	Not Applicable				
5.	Brief profile (in case of appointment)	Not Applicable				
6.	Disclosure of Relationship between Directors (in case of appointment)	Not Applicable				

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Resignation letters of Executive Directors as Annexure 2 to 6.

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RAVI SANGHI
6-204/31, Sanghinagar, Hayathnagar,
Ranga Reddy,
Telangana 501511

Date: 6th December 2023

To,
The Board of Directors of
SANGHI INDUSTRIES LIMITED
P.O. Sanghinagar, Hayatnagar Mandal,
R. R. District, Hyderabad.
Telangana - 501511

Sub: Resignation as a Chairman & Managing Director of the Company.

Dear Sir,

I hereby tender my resignation as a Chairman & Managing Director and also as Key Managerial Personnel (KMP) of the Company with immediate effect due to change in ownership and control of the Company and to facilitate the new management to re-constitute the Board.

Upon my resignation as a Chairman and Managing Director of the Company, I will also cease to be member from all the committees of the Board.

There are no other material reason for my resignation apart from the above stated reason.

I express my gratitude and sincere thanks to all the Board members for their kind support.

I would like to wish all the best to the Company for all its future endeavors.

Thanking you.
Yours faithfully,


RAVI SANGHI
DIN: 00033594

ADITYA SANGHI
Directors Bungalows, P.O. Sanghipuram,
Taluka - Abdasa,
Kutch - 370645, Gujarat.

Date: 6th December, 2023

To,
The Board of Directors of
SANGHI INDUSTRIES LIMITED
P.O. Sanghinagar, Hayatnagar Mandal,
R. R. District, Hyderabad,
Telangana - 501511

Sub: Resignation as an Executive Director of the Company.

Dear Sir,

I hereby tender my resignation as an Executive Director of the Company with immediate effect due to change in ownership and control of the Company and to facilitate the new management to re-constitute the Board.

Upon my resignation as an Executive Director of the Company, I will also cease to be member from all the committees of the Board.

There is no other material reason for my resignation apart from the above stated reason.

I express my gratitude and sincere thanks to the Chairman and all the other Board members for their kind support.

I would like to wish all the best to the Company for all its future endeavors.

Thanking you.
Yours faithfully,



ADITYA SANGHI
DIN: 00033755

ALOK SANGHI
1, Sanghi House, Ghelji Pura Road,
Behind Saket 1, Makarba,
Bopal, Daskroi,
Ahmedabad - 380058

Date: 6th December, 2023

To,
The Board of Directors of
SANGHI INDUSTRIES LIMITED
P.O. Sanghinagar, Hayatnagar Mandal,
R. R. District, Hyderabad,
Telangana - 501511

Sub: Resignation as an Executive Director of the Company.

Dear Sir,

I hereby tender my resignation as an Executive Director of the Company with immediate effect due to change in ownership and control of the Company and to facilitate the new management to re-constitute the Board.

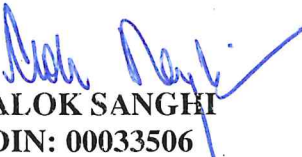
Upon my resignation as an Executive Director of the Company, I will also cease to be member from all the committees of the Board.

There is no other material reason for my resignation apart from the above stated reason.

I express my gratitude and sincere thanks to the Chairman all the other Board members for their kind support.

I would like to wish all the best to the Company for all its future endeavors.

Thanking you.
Yours faithfully,


ALOK SANGHI
DIN: 00033506

BINA ENGINEER
1101, 11th Floor, Lakshchandi, 28,
S.V. Road, Opp. Thathaibhatia Wadi,
Kandivali (W), Mumbai, 400067, Maharashtra.

Date: 6th December, 2023

To,
The Board of Directors of
SANGHI INDUSTRIES LIMITED
P.O. Sanghinagar, Hayatnagar Mandal,
R. R. District, Hyderabad,
Telangana - 501511

Sub: Resignation as an Executive Director and CFO of the Company.

Dear Sir,

I hereby tender my resignation as an Executive Director as well as Chief Financial Officer (CFO) of the Company with immediate effect due to change in ownership and control of the Company and to facilitate the new management to re-constitute the Board.

Upon my resignation as an Executive Director and CFO of the Company, I will also cease to be member from all the committees of the Board.

There is no other material reason for my resignation apart from the above stated reason.

I express my gratitude and sincere thanks to the Chairman and all the other Board members for their kind support.

I would like to wish all the best to the Company for all its future endeavors.

Thanking you.
Yours faithfully,



BINA ENGINEER
DIN: 01653392

NIRUBHA B. GOHIL
8, Palacial Bungalows, Opp. Vraj Vihar - 2,
B/h Bidiwala Park, Satellite,
Ahmedabad - 380015, Gujarat

Date: 6th December, 2023

To,
The Board of Directors of
SANGHI INDUSTRIES LIMITED
P.O. Sanghinagar, Hayatnagar Mandal,
R. R. District, Hyderabad,
Telangana - 501511

Sub: Resignation as an Executive Director of the Company.

Dear Sir,

I hereby tender my resignation as an Executive Director of the Company with immediate effect due to change in ownership and control of the Company and to facilitate the new management to re-constitute the Board.

Upon my resignation as an Executive Director of the Company, I will also cease to be member from all the committees of the Board.

There is no other material reason for my resignation apart from the above stated reason.

I express my gratitude and sincere thanks to the Chairman and all the other Board members for their kind support.

I would like to wish all the best to the Company for all its future endeavors.

Thanking you.
Yours faithfully,


NIRUBHA GOHIL
DIN: 05149953

Disclosures and confirmations under Regulation 30 and Clause 7B of Para A Part A of Schedule III of SEBI Listing Regulations and SEBI circular dated July 13, 2023 are as under:

➤ **Resignation of Independent Directors:**

S. no.	Particulars	Information			
1.	Name of Director/ Nature of Directorship	Mr. Sundaram Balasubramanian, Independent Director (DIN: 02849971).	Mrs. Raina Dilip Desai, Independent Director, (DIN: 05113035)	Mr. Arvind Motilal Agarwal, Independent Director, (DIN:00122921)	Mr. Gurudeo M.Yadwadkar, Independent Director, (DIN: 01432796)
2.	Reasons for change	Resignation (<i>Resignation letters are attached herewith</i>).			
3.	Date of appointment/ cessation	Effective from the closure of Board Meeting held on 7th December, 2023			
4.	Term of Appointment	Not Applicable			
5.	Brief profile (in case of appointment)	Not Applicable			
6.	Disclosure of Relationship between Directors (in case of appointment)	Not Applicable			
7.	Other Directorships/ memberships in listed entities (only in case of resignation of Independent Directors)	Directorship: -Emami Paper Mills Limited - TTK Healthcare Limited - UCAL Limited Committees: - Emami Paper Mills Limited: 1. Audit Committee –	Directorship: Nil Committees: Nil	Directorship: Nil Committees: Nil	Directorship: -Atul Auto Limited Committees: - Atul Auto Limited 1. Audit Committee –

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		<p>Member 2. Nomination and Remuneration Committee Meeting – Chairman</p> <p>- TTK Healthcare Limited 1. Audit Committee – Member 2. Nomination and Remuneration Committee – Member 3. Risk Management Committee – Chairman</p> <p>- UCAL Limited: 1. Audit Committee – Chairman 2. Nomination and Remuneration Committee – Member 3. Stakeholders Relationship Committee – Chairman 4. Corporate Social Responsibility Committee - Chairman</p>			<p>Member 2. Nomination and Remuneration Committee – Member 3. Stakeholders Relationship Committee – Chairman</p>
8.	The independent director shall, along with the detailed reasons, also provide a confirmation that there is no other material reasons other than those provided.	Confirmed.	Confirmed.	Confirmed.	Confirmed.

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Resignation letters of Independent Directors as Annexure 8 to 11.

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S. BALASUBRAMANIAN
Former Chairman, Company Law Board

Dated: 6th December,2023

To,
The Board of Directors,
Sanghi Industries Limited,
P.O. Sanghinagar,
Hayatnagar Mandal,
R.R. District,
Telangana- 501 511

Sub: Resignation from directorship of Sanghi Industries Limited (“the Company”)

Dear Sir/Ma’am,

In view of my other professional commitments, I am unable to devote time to the affairs of the Company and hence I tender my resignation from the position of Non-Executive Independent Director of the Company and from the Membership of all Committees of the Board, with effect from the conclusion of the Board meeting on 6th December, 2023.

There are no other material reasons for my resignation. I would like to thank the Management and the Board of the Company for extending their support during my tenure.

I wish the Company all success.

Yours faithfully,



Sundaram Balasubramanian
DIN: 02849971

Date: 6 December, 2023

To,
The Board of Directors,
Sanghi Industries Limited,
P.O. Sanghinagar,
Hayatnagar Mandal,
R.R. District,
Telangana- 501 511

Sub: Resignation from directorship of Sanghi Industries Limited ("the Company")

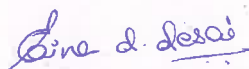
Dear Sir/Ma'am,

Pursuant to my pre-occupation, I would like to tender my resignation from the position of Non-Executive Independent Director of the Company and from the Membership of all Committees of the Board, with effect from close of business hours on 6 December, 2023.

There are no other material reasons for my resignation.

I would like to thank the Management of the Company for their support and wish the Company all success.

Yours sincerely



Mrs. Raina Dilip Desai
Non-Executive Independent Director
DIN: 05113035


Date: 6th December, 2023

To,
The Board of Directors,
Sanghi Industries Limited,
P.O. Sanghinagar,
Hayatnagar Mandal,
R.R. District,
Telangana- 501 511

Sub: Resignation from directorship of Sanghi Industries Limited ("the Company")

Dear Sir/Ma'am,

My association with Sanghi Industries Limited as an Independent Director has been with effect from 12th August, 2021. It has been a privilege to serve on the board of the Company.

Pursuant to my other professional commitments, I am unable to devote my time to the Company and hereby tender my resignation from the position of Non-Executive Independent Director of the Company and from the Membership of all Committees of the Board, with effect from close of business hours on 6th December, 2023.

There are no other material reasons for my resignation. I would like to thank the Board Members and the Management of the Company for extending their support over years.

I wish the Company all success.

Yours sincerely



Arvind Motilal Agarwal
Non-Executive Independent Director
DIN: 00122921



Date: December 6, 2023

To,
The Board of Directors,
Sanghi Industries Limited,
P.O. Sanghinagar,
Hayatnagar Mandal,
R.R. District,
Telangana- 501 511

Sub: Resignation from directorship of Sanghi Industries Limited (“the Company”)

Dear Sir/Ma’am,

I joined the board of the Company with effect from 23rd June, 2022 as a Non-Executive Independent Director. Owing to my pre-occupation with other commitments, I would like to tender my resignation from the position of Non-Executive Independent Director of the Company and from the Membership of all Committees of the Board, with effect from close of business hours on December 6, 2023.

There are no other material reasons for my resignation. I would like to thank the Board Members and the Management of the Company for extending their support over years and I wish the Company all the success in the coming years for its future endeavours.

Yours sincerely,



Mr. Gurudeo M. Yadwadkar
Non-Executive Independent Director
DIN: 01432796

Disclosures and confirmations under Regulation 30 and Clause 7 of Para A Part A of Schedule III of SEBI Listing Regulations and SEBI circular dated July 13, 2023 are as under:

➤ **Appointment of Directors:**

S. no.	Particulars	Information				
1.	Name of Director/ Nature of Directorship	Mr. Sukuru Ramarao, Chief Executive Officer and Whole Time Director (DIN: 08846591)	Mr. Ajay Kapur, Chairman & Non-Executive Non-Independent Director (DIN: 03096416)	Mr. Vinod Bahety, Non-Executive Non-Independent Director (DIN:09192400)	Ms. Shruti Shah, Independent Director, (DIN: 08337714)	Mr. Ravi Kapoor, Independent Director, (DIN: 00003847)
2.	Reasons for change	Appointment	Appointment	Appointment	Appointment	Appointment
3.	Date of appointment/ cessation	7th December, 2023	7th December, 2023	7th December, 2023	7th December, 2023	7th December, 2023
4.	Term of Appointment	- Retirement by Rotation - Without remuneration - Three years	- Retirement by Rotation	- Retirement by Rotation	- Three years -Independent non retire by rotation	- Three years -Independent non retire by rotation
5.	Brief profile (in case of appointment)	As per Annexure 12A	As per Annexure 12A	As per Annexure 12A	As per Annexure 12A	As per Annexure 12A
6.	Disclosure of Relationship between Directors (in case of appointment)	Mr. Sukuru Ramarao is not related to any Director of the Company.	Mr. Ajay Kapur is not related to any Director of the Company.	Mr. Vinod Bahety, is not related to any Director of the Company.	Ms. Shruti Shah, is not related to any Director of the Company.	Mr. Ravi Kapoor is not related to any Director of the Company.

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Annexure - 12A

BRIEF PROFILE OF APPOINTED DIRECTORS

<u>Name of Director</u>	<u>Brief Profile</u>
Mr. Sukuru Ramarao, Whole Time Director & Chief Executive Officer & KMP (DIN: 08846591);	<p>Mr. Sukuru Ramarao has close to thirty seven years of strong professional experience in building material space. Ramarao is a Chemical engineer from SV University Tirupati.</p> <p>In February 2023 he was appointed as the Chief Operating Officer, Cement Business of Adani Group. Mr S. Ramarao joined Ambuja Cement in 1996 and in his close to twenty seven years of manufacturing experience in Ambuja Cement he successfully managed multiple roles of increasing significance in entire spectrum of manufacturing such as production, quality control, efficiency/productivity improvement, Capex projects, plant operations etc.</p> <p>Mr. S. Ramarao is responsible for leading plant teams towards higher productivity through combination of capex / Opex initiatives / adapting latest manufacturing practices and aim towards maximizing productivity through process re-design / optimized resource deployment. He is also responsible for defining strategy and lead Clusters/Plant teams in execution of all plant performance parameters to achieve manufacturing excellence.</p> <p>He has played a key role in executing and delivering manufacturing excellence and cost savings through ICAN at Ambuja Cement.</p>

Sanghi Industries Limited

Registered Office

Sanghinagar - 501511
R.R. District, Telangana, India
Ph:08415 – 242217
www.sanghicement.com

CIN: L18209TG1985PLC005581

Corporate Office

Adani Corporate House
Shantigram, S. G. Highway
Khodiyar, Ahmedabad – 382421
Gujarat, India
Ph +91 79-2555 5555

<u>Name of Director</u>	<u>Brief Profile</u>
Mr. Ajay Kapur, Chairman & Non-Executive Non-Independent Director (DIN: 03096416);	<p>Mr. Ajay Kapur has 25+ years of experience in the cement and construction, power and heavy metals sector. He joined Ambuja Cement in 1993 as an Executive Assistant to the then Managing Director. He held various strategic positions over the last 2 decades and from 2014 to 2019, he served as the CEO and Managing Director of the Company. Prior to joining the Adani Group in June 2022, Mr. Ajay Kapur was CEO- Aluminium and Power and MD – Commercial at Vedanta Ltd. Most recently he served as CEO of Special Projects at Adani Ports and Special Economic Zone Ltd.</p> <p>Mr. Kapur is an economics graduate from St. Xavier’s University, Mumbai and an MBA from K.J. Somaiya Institute of Management. He has also attended the Advanced Management Programme at The Wharton School of the University of Pennsylvania. Mr. Kapur has been actively involved in various industry forums including CII, FICCI and ASSOCHAM.</p>

<u>Name of Director</u>	<u>Brief Profile</u>
Mr. Vinod Bahety, Non-Executive Non-Independent Director (DIN:09192400)	<p>Mr. Vinod Bahety has more than 20 years of corporate life at various leadership positions in manufacturing and finance industry. Prior to joining as CFO of Ambuja Cements Limited, he has been Group Head – Merger & Acquisition & Corporate Finance for Adani Group.</p> <p>He has been instrumental in some of major M&A mandates for the Group. Earlier, in his stint in banking industry, Mr. Bahety has successfully led some of the largest mandates in infrastructure projects financing and contributed in nation building. He is a CA & CWA by qualification.</p>

<u>Name of Director</u>	<u>Brief Profile</u>
Ms. Shruti Shah, Independent Director (DIN: 08337714)	<p>Ms. Shruti Shah is a Chartered Accountant by profession. She is a partner of Pravin P. Shah & Company since August 2006. Earlier she worked as a manager with Haribhakti & Company and prior to that with Aneja Associates. She is engaged in providing Tax Advisory and Estate Planning Services. Shruti has over 15 years of rich and diverse experience in a various fields. Shruti has a degree in commerce from the NM College and a degree in law from JCCL, both under the University of Mumbai.</p>

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<i>Name of Director</i>	<i>Brief Profile</i>
Mr. Ravi Kapoor, Independent Director (DIN:00003847)	<p>Mr. Ravi Kapoor is a post graduate in commerce, a Fellow Member of ICSI, Post graduate diploma on Intellectual property from National Law School of India, Bangalore, an Insolvency Professional and has also cleared CAIIB examinations. With initial exposure as bank employee he shifted to private job as Company Secretary in 1989. After working with corporate for seven years started his independent practice in 1996. In his professional career he has been involved in handled various corporate level assignments, restructuring, mergers, including cross border merger and is also a Trade mark agent and advises his clients on IPR. Widely travelled has visited Frankfurt, Korea, London, Hong Kong, Dubai, Singapore, Indonesia on professional assignments. Has not only handled assignments as IRP/RP and Liquidator but has also submitted resolution plans for the clients.</p> <p>He has been involved in institute activities since 1989 and had been Chairman of Ahmedabad Chapter of ICSI and also Chairman of Western India Regional Council.</p>

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Disclosures and confirmations under Regulation 30 and Clause 7 of Para A Part A of Schedule III of SEBI Listing Regulations and SEBI Circular SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023:

S. no.	Particulars	Information			
1.	Name	Mr. Sanjay Kumar Khajanchi, Chief Financial Officer.	Mr. Manish Mistry, Company Secretary	Mrs. Bina Mahesh Engineer, Chief Financial Officer	Mr. Anil Agarwal, Company Secretary
2.	Reasons for change	Appointment	Appointment	Cessation (Reasons disclosed in the resignation letter which is attached herewith as Annexure 13B)	Cessation (Reasons disclosed in the resignation letter which is attached herewith as Annexure 13B)
3.	Date of appointment/cessation	Effective from closure of Board Meeting held today i.e. 7th December, 2023	8th December, 2023	Effective from closure of Board Meeting held today i.e. 7th December, 2023	Effective from closure of business hours on 7th December, 2023
4.	Term of Appointment	As recommended by the Nomination & Remuneration Committee and approved by Audit Committee and the Board of Directors	As recommended by the Nomination & Remuneration Committee and approved by the Board of Directors	NA	NA
5.	Brief profile (in case of appointment)	As per Annexure 13A	As per Annexure 13A	N.A	N.A.

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Brief Profile of Appointment of CFO and CS.

<u>Name</u>	<u>Brief Profile</u>
Mr. Sanjay Kumar Khajanchi, Chief Financial Officer.	<p>Mr. Sanjay Kumar Khajanchi has over 3 decades of experience with more than 22 years in Ambuja/ACC/Adani. He worked across various verticals in Finance – Treasury, Business Planning, Accounting & Reporting, Internal Control System, Business Controlling etc. He has handled various integration projects – Holcim, Adani, mergers, optimisation initiatives.</p> <p>He is CA, CWA, CS and CFA by qualification. He has done his Bachelor of Commerce from St. Xavier’s College, Kolkata and also did Management & Leadership courses from IMD, Lausanne, Switzerland.</p> <p>Presently he is Finance Controller of Ambuja Cements Limited and ACC Limited looking after Business Controlling, Financial Planning & Analysis, Financial Reporting and also holding Directorship in many subsidiary companies / Trustee in Trusts running schools.</p>

<u>Name</u>	<u>Brief Profile</u>
Mr. Manish Mistry, Company Secretary	<p>Mr. Manish Mistry is a Fellow Member of the Institute of Company Secretaries of India (ICSI), New Delhi, a Graduate in Commerce and Law from the M S University of Vadodara and Cost & Management Accountant (CMA).</p> <p>Mr. Mistry possesses over 18 years of experience in areas of corporate laws compliances, secretarial and legal. Before joining Adani Group in 2022, he worked with various reputed corporates like Bell Ceramics, Alembic Group, Cadila Group, GACL etc. He has diversified experience of handling assignments like Mergers and Amalgamations (M&A), Corporate Restructuring, Acquisitions and Takeovers, Joint Ventures, Inspections and Investigations, due diligence and fund raising programs like FPOs, QIPs and debt securities etc.</p>

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Resignation letter of CS and CFO as Annexure 14 & 15.

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ANIL AGRAWAL
13, Annapurna Society,
Anil Starch Mills Road,
Bapunagar,
Ahmedabad – 380 024

Date: 6th December, 2023

To,
The Board of Directors of
SANGHI INDUSTRIES LIMITED
P.O. Sanghinagar, Hayatnagar Mandal,
R. R. District, Hyderabad,
Telangana - 501511

Sub: Resignation as a Company Secretary & Compliance Officer (Key Managerial Personnel) of the Company.

Dear Sir,

I hereby tender my resignation as a Company Secretary & Compliance Officer (Key Managerial Personnel) of the Company with effect from closing of business hours on 7th December, 2023 due to my other professional commitments.

There is no other material reason for my resignation apart from the above stated reason.

I express my gratitude and sincere thanks to the Chairman and all the other Board members for their kind support during my tenure as a Company Secretary and Compliance Officer of the Company.

I wish all the best to the Company for all its future endeavors.

Thanking you.
Yours faithfully,



Anil Agrawal
Company Secretary & Compliance Officer (KMP)

BINA ENGINEER
1101, 11th Floor, Lakshchandi, 28,
S.V. Road, Opp. Thathaibhatia Wadi,
Kandivali (W), Mumbai, 400067, Maharashtra.

Date: 6th December, 2023

To,
The Board of Directors of
SANGHI INDUSTRIES LIMITED
P.O. Sanghinagar, Hayatnagar Mandal,
R. R. District, Hyderabad,
Telangana - 501511

Sub: Resignation as an Executive Director and CFO of the Company.

Dear Sir,

I hereby tender my resignation as an Executive Director as well as Chief Financial Officer (CFO) of the Company with immediate effect due to change in ownership and control of the Company and to facilitate the new management to re-constitute the Board.

Upon my resignation as an Executive Director and CFO of the Company, I will also cease to be member from all the committees of the Board.

There is no other material reason for my resignation apart from the above stated reason.

I express my gratitude and sincere thanks to the Chairman and all the other Board members for their kind support.

I would like to wish all the best to the Company for all its future endeavors.

Thanking you.
Yours faithfully,



BINA ENGINEER
DIN: 01653392

Disclosures and confirmations under Regulation 30 and Clause 7 of Para A Part A of Schedule III of SEBI Listing Regulations and SEBI Circular SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023:

Resignation of Auditor:

S. no.	Particulars	Information
1.	Name of Company	Sanghi Industries Limited
2.	Name of the Auditor	Chaturvedi & Shah LLP
3.	Reasons for change viz., Appointment, Resignation, Removal, Death or otherwise	Resignation.
4.	Effective date of Resignation	5th December, 2023, <i>vide</i> resignation letter received by the Company on 6 th December, 2023.
5.	Brief Profile	Not Applicable
6.	Disclosure of relationship between director (In case of appointment of director)	Not Applicable

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Annexure – 17

Resignation letter of the auditor along with the Annexure in compliance with SEBI Circular CIR/CFD/CMD1/114/2019 dated October 18, 2019

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December 05, 2023

To,
The Board of Directors,
Sanghi Industries Limited
Sanghinagar P.O
Hatyanagar Mandal, R R District,
Telangana 501 511

Subject: Letter of Resignation as Statutory Auditors

Kind attention – Mr. Ravi Sanghi, Chairman & Managing Director

Dear Sir,

We refer to our discussion on the subject matter.

Company had made our appointment as the Joint Statutory Auditor of Sanghi Industries Limited ("the Company") at the 35th Annual General Meeting held on September 17, 2022 for a period of 5 years.

We would like to bring to your attention, the recent development involving the acquisition of equity shares of the Company by Ambuja Cements Limited and the resulting change in control of the company's management, we were required to review our eligibility to continue as the Statutory Auditors of the Company. Our evaluation encompassed the eligibility criteria stipulated in Section 141 of the Companies Act, 2013, as well as the independence criteria outlined in the Code of Conduct issued by the Institute of Chartered Accountants of India, along with our firm's Client Continuation Policy.

After thorough evaluation, it has become apparent that the changes in the company's management and control would impact our eligibility to continue as Statutory Auditors in compliance with the eligibility criteria stipulated in Section 141 of the Companies Act, 2013, as well as the independence criteria outlined in the Code of Conduct issued by the Institute of Chartered Accountants of India. Consequently, we have concluded that it is appropriate for us to tender our resignation from the position of Joint Statutory Auditors, effective immediately.

We take this opportunity to express our appreciation for the co-operation extended to our team during our tenure as Statutory Auditors.

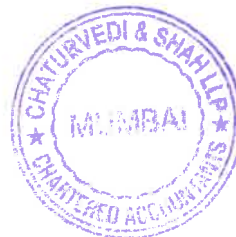
We attach herewith Annexure A to the SEBI circular CIR/CFD/CMD1/114/2019 dated October 18, 2019, duly filled in and signed for your convenience.

Yours faithfully,

For Chaturvedi & Shah LLP
Chartered Accountants
Firm Registration No. 10720W/W100355

Gaurav Jain

Gaurav Jain
Partner

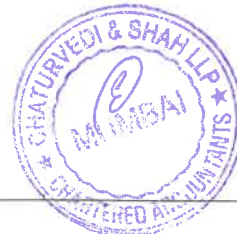


cc: The Chairman, Audit committee of Sanghi Industries Limited

Annexure A to SEBI circular number CIR/CFD/CMD1/114/2019 dated October 18, 2019

Format of Information to be obtained from the statutory auditor upon resignation

1. Name of the listed entity:	Sanghi Industries Limited
2. Details of the statutory auditor:	
a. Name:	Chaturvedi & Shah LLP
b. Address:	912 Tulsiani Chambers , 212 Nariman , Point Free Press Journal Marg Mumbai – 400 021
c. Phone number:	+ 91 22 4163 8583
d. Email:	cas@cas.ind.in
3. Details of association with the listed entity	
a. Date on which the statutory auditor was appointed:	35 th Annual General Meeting held on September 17, 2022
b. Date on which the term of the statutory auditor was scheduled to expire:	Conclusion of the Company's 40 th Annual General Meeting
c. Prior to resignation, the latest audit report/limited review report submitted by the auditor and date of its submission.	Audit report for financial year 2022-23 dated May 17, 2023 and Limited review of unaudited financial results for September 2023, dated October 21, 2023.
4. Detailed reasons for resignation:	<p>The recent development involving the acquisition of equity shares of the Company by Ambuja Cements Limited and the resulting change in control of the company's management, the criteria for eligibility to continue as the Statutory Auditors of the Company was reviewed.</p> <p>The evaluation encompassed the eligibility criteria stipulated in Section 141 of the Companies Act, 2013, as well as the independence criteria outlined in the Code of Conduct issued by the Institute of Chartered Accountants of India, along with our firm's Client Continuation Policy.</p> <p>After thorough evaluation, it has become apparent that the changes in the company's management and control would impact eligibility to continue as Statutory Auditors in compliance with the relevant regulations and criteria.</p>
5. In case of any concerns, efforts made by the auditor prior to resignation (including approaching the Audit Committee/Board of Directors along with the date of communication made to the Audit Committee/Board of Directors)	Not Applicable



6. In case the information requested by the auditor was not provided, then following shall be disclosed:	Not Applicable
a. Whether the inability to obtain sufficient appropriate audit evidence was due to a management-imposed limitation or circumstances beyond the control of the management.	
b. Whether the lack of information would have significant impact on the financial statements/results.	
c. Whether the auditor has performed alternative procedures to obtain appropriate evidence for the purposes of audit/limited review as laid down in SA 705 (Revised)	
d. Whether the lack of information was prevalent in the previous reported financial statements/results. If yes, on what basis the previous audit/limited review reports were issued.	
7. Any other facts relevant to the resignation:	None

Declaration:

1. We hereby confirm that the information given in this letter and its attachments is correct and complete.
2. We hereby confirm that there is no other material reason other than those provided above for resignation of my firm.

For Chaturvedi & Shah LLP
 Chartered Accountants
 Firm Registration No. 10720W/W100355

Gaurav Jain

Gaurav Jain
 Partner

Date: December 05, 2023

