

Sr. No. DMR/SE/22-23/69

Date: 25.07.2023

The Manager,
BSE SME Platform
Corporate Relationship Department
25th Floor, Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai- 400001
Email: bsesme.info@bseindia.com
BSE Scrip Code:543410

Subject: Disclosure under regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir/ Madam,

Pursuant to the Regulation 30 of the 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 Tuesday, July 25, 2023 have considered and approved *inter alia* the following matters:

1. Appointment of Ms. Anita Goyal (DIN: 10249700) as an additional director in the capacity of Independent Director of the Company with immediate effect i.e., Tuesday, July 25, 2023. Further, Ms. Goyal has also been appointed as the Independent Director of the Company for a period of 5 years with immediate effect subject to the approval of shareholders;
2. Appointment of Mr. Shyam Lal Kapil (DIN: 10249705) as an additional director in the capacity of Whole-time Director with immediate effect i.e. Tuesday, July 25, 2023. Further, Mr. Kapil has also been appointed as the Whole-time Director of the Company for a term of 3 years with immediate effect, subject to the approval of shareholders;
3. Appointment of Mr. Krishan Kumar Gupta (DIN: 10249694) as an additional director in the capacity of Whole-time Director with immediate effect i.e. Tuesday, July 25, 2023. Further, Mr. Gupta has also been appointed as the Whole-time Director of the Company for a term of 3 years with immediate effect subject to the approval of shareholders;
4. Re-appointment of Mr. Bangam Prasad Rao (DIN: 09335571) as the Non-executive Director of the Company who retires by rotation at the conclusion of the upcoming Annual General Meeting and being eligible, offers himself for re-appointment, subject to approval of the shareholders in the upcoming Annual General Meeting of the Company;
5. Adoption of a new set of Articles of Association of the Company.

The Board meeting commenced at 2.45 p.m. and concluded at 6.50 p.m.

Kindly take the above information on your records.

Yours Faithfully
For **DMR Hydroengineering & Infrastructures Limited**

Ravinder Kumar Bhatia
Company Secretary & Compliance Officer



Encl: as above

Annexure-I

Details as required under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular dated July 13, 2023

Sr. No.	Particulars	Details
1.	Reason for change viz. Appointment resignation, removal, death or otherwise;	Appointment of Ms. Anita Goyal (DIN: 10249700) as an additional director in the capacity of Independent Director of the Company, and Independent Director of the Company for a period of 5 years subject to the approval of shareholders.
2.	Date of appointment/ re-appointment/cessation (as applicable) & term of appointment/ re-appointment	July 25, 2023 for a term of 5 years
3.	Brief profile (in case of appointment);	<p>Mrs. Anita Goyal is presently a Full-time Professor of Marketing at the Indian Institute of Management Lucknow, India. She holds degrees of Bachelor of Science, Master in Business Administration in Marketing Management, and Doctor of Philosophy in Marketing. With a span of 28 years in academics, she currently teaches Masters and Doctorate courses, and conducts sessions in short-term academic as well as training programs for industry executives.</p> <p>She co-coordinates a number of management development programs for industry executives and also chairs the academic administrative positions. She has delivered invited lectures in industry and academic institutions in India and abroad [ESCP Europe, France and Institut d'Administration des Entreprises (Institute of Business Administration), Aix-en-Provence, France].</p> <p>She has been Guest Faculty for marketing courses in Master of Business Administration and Master of Philosophy programs in Europe (EDHEC, Lille, France) and Nepal (Kathmandu University School of Management) respectively. She has supervised a number of BBA and MBA dissertations with Thames Valley University, London, and an ongoing doctoral thesis advisor for marketing scholars.</p>
4.	Disclosure of relationships	Ms. Anita Goyal does not have any relationship

	between directors (in case of appointment of a director).	with any of the existing Directors of the Company.
5.	Information as required under circular No. LIST/COMP/14/2018-19 and NSE/CML/2018/24 dated June 20, 2018 issued by BSE and NSE respectively.	Ms. Anita Goyal is not debarred from holding the office of director by virtue of any SEBI order or any other such authority.

Annexure-II

Details as required under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular dated July 13, 2023

Sr. No.	Particulars	Details
1.	Reason for change viz. Appointment resignation, removal, death or otherwise;	Appointment of Mr. Shyam Lal Kapil (DIN: 10249705) as an additional director in the capacity of Whole-time Director with immediate effect i.e., Tuesday, July 25, 2023. Further, Mr. Kapil has also been appointed as the Whole-time Director of the Company for a term of 3 years with immediate effect, subject to the approval of shareholders;
2.	Date of appointment/ re-appointment/cessation (as applicable) & term of appointment/ re-appointment	July 25, 2023 for a term of 3 years
3.	Brief profile (in case of appointment);	<p>Mr. Shyam Lal Kapil holds the degree in M. Tech from IIT Roorkee and PGDM in finance from IMT -CDL. Before joining the DMR, he was employed with NHPC as Executive Director Engineer. In NHPC he headed several divisions and worked for construction of several projects. He also worked for preparation of DPR of more than 40 projects covering Hydro, Pumped Storage, Solar, Wind, Geothermal and Green Hydrogen in India. Also worked on hydro projects in Myanmar, Bhutan and Nepal.</p> <p>He introduced several advanced geophysical techniques for investigation for faster investigation and these helped in minimising the geological uncertainties during construction. He developed a Real Time Seismic Data centre in NHPC for seismic monitoring of all NHPC projects one of its kind in India He has been actively involved with projects of NTPC, THDC, PPA and Several State Govts. and resolved some of the critical issues related to dams/ TBM & DBM tunnelling.</p> <p>He also worked extensively for statutory clearances of the hydro projects from Govt. authorities. He also headed R&D division and worked with more than 24 R&D projects with</p>

		<p>IITs, NITs and other reputed Institutes. He is a member of Dam Safety Review Panel of several State Govts. and inspected more than 25 dams. Member of several IS code committees related to hydro power, investigation and on seismic aspects. Published more than 40 papers in Journals and conferences. Authored more than 250 technical reports.</p> <p>He also worked on several International assignments in Myanmar, Bhutan, USA and Finland and visited several countries for official works, transfer of technology and seminars/conferences. He is also President of ISEG and Vice President of ISRM (India). He is also a member of Editorial Board of Journal of Engineering Geology. He successfully organized several International Conferences on hydro power and infrastructures related issues.</p>
4.	Disclosure of relationships between directors (in case of appointment of a director).	Mr. Kapil does not have any relationship with any of the existing Directors of the Company.
5.	Information as required under circular No. LIST/COMP/14/2018-19 and NSE/CML/2018/24 dated June 20, 2018 issued by BSE and NSE respectively.	Mr. Kapil is not debarred from holding the office of director by virtue of any SEBI order or any other such authority.

Annexure-III

Details as required under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular dated July 13, 2023

Sr. No.	Particulars	Details
1.	Reason for change viz. Appointment resignation, removal, death or otherwise;	Appointment of Mr. Krishan Kumar Gupta (DIN: 10249694) as an additional director in the capacity of Whole-time Director with immediate effect i.e. Tuesday, July 25, 2023. Further, Mr. Gupta has also been appointed as the Whole-time Director of the Company for a term of 3 years with immediate effect subject to the approval of shareholders;
2.	Date of appointment/ re-appointment/cessation (as applicable) & term of appointment/ re-appointment	July 25, 2023 for a term of 3 years
3.	Brief profile (in case of appointment);	<p>Mr. Krishan Kumar Gupta holds a degree in Bachelor of Engineering in Civil from Thapar Institute of Engineering and Technology, Patiala, Punjab, India. He also holds degree in MBA and LLB. He has more than 42 years of experience in the field of construction & project management with specialization in hydroelectric projects both in the government & private sectors in India & abroad.</p> <p>He has also worked in the Central Water Commission in the Government of India & also with Larsen & Toubro Limited. He has been associated in the implementation of a number of land mark hydroelectric projects which among others include 520 MW Parbati Stage III HEP in Himachal Pradesh, 99 MW Singoli Bhatwari HEP in Uttarakhand, 1020 MW Tala HEP in Bhutan & 1200 MW Punatsangchhu-I HEP also in Bhutan.</p> <p>He is Fellow member of The Institution of Engineers (India), Fellow member of Indian Institution of Technical Arbitrators, Member of Indian Road Congress and Individual Life Member, Renewable Energy Promotion Association, also awarded the Certificate of Hon. Global Fellowship in Renewable Energy (GFRE).</p>

4.	Disclosure of relationships between directors (in case of appointment of a director).	Mr. Gupta does not have any relationship with any of the existing Directors of the Company.
5.	Information as required under circular No. LIST/COMP/14/2018-19 and NSE/CML/2018/24 dated June 20, 2018 issued by BSE and NSE respectively.	Mr. Gupta is not debarred from holding the office of director by virtue of any SEBI order or any other such authority.

Annexure-IV

Details as required under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular dated July 13, 2023

Sr. No.	Particulars	Details
1.	Reason for change viz. Appointment resignation, removal, death or otherwise;	Re-appointment of Mr. Bangam Prasad Rao (DIN: 09335571) as the Non-executive Director of the Company who retires by rotation at the conclusion of the upcoming Annual General Meeting, subject to approval of the shareholders in the upcoming Annual General Meeting of the Company
2.	Date of appointment/re- appointment/cessation (as applicable) & term of appointment/re-appointment	July 25, 2023
3.	Brief profile (in case of appointment);	Mr. Rao holds degree in B. Sc (Engineering) Civil from Regional Engineering College Rourkela, India 1984. Prior to working with our Company, he was working with NHPC Limited as General Manager. He has more than 35 years of experience in the field of infrastructure management.
4.	Disclosure of relationships between directors (in case of appointment of a director).	Mr. Rao does not have any relationship with any of the existing Directors of the Company.
5.	Information as required under circular No. LIST/COMP/14/2018-19 and NSE/CML/2018/24 dated June 20, 2018 issued by BSE and NSE respectively.	Mr. Rao is not debarred from holding the office of director by virtue of any SEBI order or any other such authority.