

By online submission

Sec/22-23/126  
Date: 12-12-2022

To,  
The General Manager,  
Department of Corporate Services  
**BSE Ltd.**  
1st Floor, New Trading Ring,  
Rotunda Building, P. J Tower,  
Dalal Street, Fort, Mumbai-400 001  
BSE Code: 524370

To,  
The General Manager,  
**National Stock Exchange of India Ltd.**  
Exchange Plaza,  
Plot No. C/1, G Block,  
Bandra Kurla Complex,  
Bandra(E), Mumbai-400 051.  
NSE Code: BODALCHEM

Dear Sir / Madam,

**Sub: OUTCOME OF BOARD MEETING**

We wish to inform you that the meeting of the Board of Directors was held on 12<sup>th</sup> day of December 2022 as per notice of the meeting at the corporate office of the company through Audio Visual Means, to transact the following business thereat:

1. We hereby inform you that pursuant to Scheme of Amalgamation of S P S Processors Pvt. Ltd. (Subsidiary of the Company) with Bodal Chemicals Ltd. ("the Company") sanctioned by the Hon'ble National Company Law Tribunal, Ahmedabad Bench on 2<sup>nd</sup> November, 2022 (effective from 9<sup>th</sup> November, 2022), the Board of Directors of the Company by passing resolution today allotted 29,70,700 equity shares of the Company to the shareholders of S P S Processors Pvt. Ltd. (other than the Company) viz. Mr. Vijayant Mittal, Ms. Sonica Jain and Mr. Avinash Kumar Jain.

Accordingly, issued, subscribed and paid up equity share capital of the Company has increased from 12,26,52,765 equity shares of Re.2/- each to 12,56,23,465 equity shares of Re.2/- each.

2. Board of Directors have approved to diversify company's business to the different segment apart from current segment of Dyes and its intermediate and has recommended new business segment i.e. 'Synthetic Organic Chemicals' [API & its intermediates], which is falling under the Pharma products. The Board of Directors of the company has approved New Object Clause, related Pharma business, which will be added after current main Object clauses of the Company, subject to approval of members of the Company.
3. The Board of Directors has appointed Mr. Rohit Maloo (DIN: 0009806284), as an Additional Director for period of 5 years with effect from 12<sup>th</sup> December 2022, and accustomed to act as an Independent Director (non-executive) of the Company, subject to approval of members of the Company. Further, Profile of the appointee is enclosed herewith.

Further note that the Board of Directors of the Company consist 8 Directors out of which 4 Directors are Independent Directors (Non-Executive Directors) including a Women Director, after the said appointment.

**HEAD OFFICE:**

Plot No. 123-124, Phase-I,  
G.I.D.C, Vatva, Ahmedabad- 382 445.,  
Gujarat, India.

**Tel:** +91 79 2583 5437

2583 4223, 25831684

**Fax:** +91 2583 5245, 25836052

**E-mail:** bodal@bodal.com

**PLANT OFFICE:**

UNIT - 2

Plot No. 123-124, Phase-I, G.I.D.C.  
Vatva, Ahmedabad-382445.

**Tel:** 9909950855 / 856 / 857 / 858

4. The Board of Directors has reappointed Mr. Suresh J. Patel, as a Chairman and Managing Director, of the Company, for period of 3 years starting with effect from 13th May 2023, subject to approval of members of the Company.
5. The Board of Directors has reappointed Mr. Bhavin S. Patel, as an Executive Director, of the Company, for period of 3 years starting with effect from 13th May 2023, subject to approval of members of the Company.
6. The Board of Directors of the company had approved New Projects viz. Specialty Benzene downstream products and Sulphuric Acid and its derivatives, in their meeting held on 10<sup>th</sup> November 2020 and intimated to the Exchanges vide its Letter No. Sec/20-21/87 dated 10-11-2020. In this regard, we hereby inform you that considering various factors Board has decided to put hold on CAPEX of Sulphuric Acid and its derivatives for the time being. Further, Board has decided to review the said project periodically and will decide to restart the CAPEX at appropriate time.
7. Mr. Sunil K. Mehta (DIN: 01736527), Independent Director have been retired from the Board of the Company, on completion of tenure (2<sup>nd</sup> term) of his appointment with effect from 12<sup>th</sup> December 2022.
8. The board of Directors has reconstituted following Committees :

#### **I Nomination and Remuneration Committee**

Mr. Rohit Maloo, Independent Director has been inducted as a member of Nomination and Remuneration committee in place of Mr. Sunil K. Mehta. Details of Nomination and Remuneration Committee are as follows:

Sr. No	Name of Members	Designation in committee
1	Mr. Rohit Maloo	Chairman
2	Mrs. Neha Huddar	Member
3	Mr. Nalin Kumar	Member

#### **II Audit Committee**

Mr. Rohit Maloo, Independent Director have been inducted as a member of Audit Committee in place of Mr. Sunil K. Mehta. Details of Audit Committee are as follows:

Sr. No	Name of Members	Designation in committee
1	Mr. Rohit Maloo	Chairman
2	Mrs. Neha Huddar	Member
3	Mr. Bhavin S. Patel	Member
4	Mr. Nalin Kumar	Member

#### **III Stake Holder's Relationship Committee**

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Mr. Rohit Maloo, Independent Director has been inducted as a member of Stake Holders Relationship Committee in place of Mr. Sunil K. Mehta. Details of Stake Holder's Relationship Committee are as follows:

Sr. No	Name of Members	Designation in committee
1	Mr. Rohit Maloo	Chairman
2	Mr. Nalin Kumar	Member
3	Mr. Bhavin S. Patel	Member

#### **IV Corporate Social responsibility**

Mr. Rohit Maloo, Independent Director has been inducted as a member of Corporate Social Responsibility committees in place of Mr. Sunil K. Mehta. Details of Corporate Social Responsibility Committee are as follows:

Sr. No	Name of Members	Designation in committee
1	Mr. Suresh J. Patel	Chairman
2	Mr. Ankit S. Patel	Member
3	Mr. Rohit Maloo	Member

#### **V Risk Management Committee**

Mr. Rohit Maloo, Independent Director has been inducted as a member of Risk Management committees in place of Mr. Sunil K. Mehta. Details of Risk Management committees are as follows:

Sr. No.	Name of Member	Designation in committee
1	Mr. Suresh J. Patel	Chairman
2	Mr. Ankit S. Patel	Member
3	Mr. Rajarshi Gosh	member
4	Mr. Rohit Maloo	Member
5	Mr. Mayur B. Padhya	Member
6	Mr. Bansibhai M. Patel	Member

#### **VI Business Development Committee**

Mr. Rohit Maloo, Independent Director has been inducted as a member of Business Development committees in place of Mr. Sunil K. Mehta. Details of Business Development Committee are as follows:

Sr. No	Name of Members	Designation in committee
1	Mr. Bhavin S. Patel	Chairman
2	Mr. Ankit S. patel	Member
3	Mr. Mayur B. Padhya	Member
4	Mr. Rohit Maloo	Member

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The Board Meeting was started at 12.00 p.m. and concluded at 12.45 p.m.

This is for your information and record please.

Thanking You,

Yours faithfully,  
**For, BODAL CHEMICALS LTD.**

Ashutosh B. Bhatt  
Company Secretary &  
Compliance officer



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## BRIEF PROFILE OF MR. ROHIT MALOO - (DIN: 0009806284)

Mr. Rohit Maloo is a practicing Chartered Accountant. He has total 15 years of post-qualification experience and has been practicing in the field of audit and taxation since a decade now. He handles taxation of listed companies having turnover of more than 1500 crores.

He has been a merit holder in his academics. He secured 26<sup>th</sup> rank in India in CA PE-I examination. He had secured University ranks in B.Com and M.Com examinations.

He has worked as a Business Analyst with Citicorp Services India Ltd. (Investment Banking Unit of Citigroup). He is also a Registered Valuer in Shares and Financial Assets with Insolvency and Bankruptcy Board of India.

His unique skill set combines financial acumen, progressive thinking and leadership experience.

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### ACADEMIC CREDENTIALS

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- CA from Institute of Chartered Accountants of India
- MBA from International Management Institute, New Delhi
- M. Com from H.L. College of Commerce, Ahmedabad
- Level II candidate for CFA (US)

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### CERTIFICATIONS

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- Registered Valuer with Insolvency and Bankruptcy Board of India (Securities and Financial Assets)
- Certificate Course on Forensic Accounting and Fraud Detection (ICAI)
- Certificate Course on Concurrent Audit of Banks (ICAI)
- Certificate Course on International Taxation (ICAI)
- Post Qualification Course in Information Systems Audit (ICAI)



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