



# VARDHAN CAPITAL & FINANCE LIMITED

CIN: L67120MH1995PLC084465

CERTIFIED TRUE COPY OF THE BOARD RESOLUTION PASSED AT THE MEETING OF BOARD OF DIRECTORS OF VARDHAN CAPITAL AND FINANCE LIMITED HELD ON SATURDAY, 27<sup>TH</sup> AUGUST, 2022 AT 03.45 P.M.

APPOINTMENT OF MS. SAROJ RATHOD AS NON-EXECUTIVE, INDEPENDENT DIRECTOR

"RESOLVED THAT pursuant to the provisions of Section 149, 150, 152 read with schedule IV and Section 161(1) read with Companies (Appointment and Qualification of Directors) Rules, 2014, and other applicable provisions, sections, rules of the Companies Act, 2013 (including any statutory modifications or re-enactment thereof for the time being in force), Articles of Association of the Company, and as recommended by the Nomination and Remuneration Committee Ms. Saroj Rathod, (DIN: 09718657) be and is hereby appointed as an Non Executive, Independent Additional Director on the Board of the Company to hold office up to date of the ensuing Annual General Meeting and subject to the approval of shareholders at the ensuing Annual General Meeting of the Company be appointed as the Independent Director for the period of 5 years.

RESOLVED FURTHER THAT any one of the directors of the Company be and is hereby authorized to file the necessary documents with the Registrar of Companies in relation to the appointment and do all acts, deeds and things as may be required to give effect to the above resolution".

For VARDHAN CAPITAL AND FINANCE LIMITED

RAMESH BABULAL VARDHAN

Director

DIN - 00207488

CIN: L67120MH1995PLC084465

Date: 27<sup>th</sup> August, 2022

To,  
BSE Limited,  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Mumbai - 400001

Scrip Code: 542931


**Subject: Disclosure under Regulation 30(2) Para A of Part A of Schedule III of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.**

Dear Sir/ Madam,

We hereby inform that the Board of Directors in its meeting held on 27<sup>th</sup> August, 2022 have approved:

1. Appointment of Additional Director (Non-Executive, Independent):  
Ms. Saroj Rathod (DIN: 09718657) has been appointed as an Additional Director (Non-Executive, Independent) upon the recommendation of the Nomination and Remuneration Committee on the Board of the Company with effect from 27<sup>th</sup> August, 2022, pursuant to Section 149, 150, 152 read with Schedule IV and Section 161(1) read with the Companies (Appointment and Qualification of Directors) Rules, 2014 and other applicable provisions thereof, subject to the approval of shareholders at the ensuing Annual General Meeting of the Company.

Further, in compliance with Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 please find the following disclosures pertaining to the said appointment:



1. Appointment of Additional Director (DIN: 09718657) Non Executive, Independent Director of the Company.

Sr. No	Details of events that needs to be provided	Information of such events
1.	Reasons for change (appointment)	Appointment - 'Additional Director of the Company', in the category of Non-Executive - Independent Director'
2.	Date of appointment  Tenure	27 <sup>th</sup> August, 2022  From 27 <sup>th</sup> August, 2022 to 27 <sup>th</sup> August, 2027 subject to approval of the Shareholders of the Company by means of a special resolution.
3.	Brief profile	Ms. Saroj Rathod has vast experience in the Industry. She has an experience of 10 years in Human Resource and Management Industry.
4.	Disclosure of relationships between directors	None
5.	Declaration	We confirm that Ms. Saroj Rathod is not debarred from holding the office of Director of the Company, by virtue of any SEBI order or any other such authority

The meeting of the Board of Directors of the Company commenced at 03.45 p.m. and concluded at 04:30 p.m.

Kindly take the same on record.

Thanking you,

Yours faithfully,  
For VARDHAN CAPITAL AND FINANCE LIMITED

RAMESH BABULAL VARDHAN  
Director  
DIN- 00207488