

Ref. No.: Sec/17/2023-24

May 09, 2023

<b>BSE Limited</b> Phiroze Jeejeebhoy Towers, Dalal Street, Fort, Mumbai – 400 001 Scrip Code: <b>543334</b> Scrip ID: <b>NUVOCO</b>	<b>National Stock Exchange of India Limited</b> Exchange Plaza, C – 1, Block G, Bandra Kurla Complex, Bandra East, Mumbai – 400 051 Trading Symbol: <b>NUVOCO</b> Scrip Code: <b>NVCL 23, NVCL 25, NVCL 77</b> and <b>NVCL 77A</b>
--	---

Dear Sir/Madam,

**Sub: Outcome of the Board Meeting - Disclosure under Regulations 30 and 51 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the “Listing Regulations”)**

Pursuant to Regulations 30 and 51 of the Listing Regulations read with Schedule III of the Listing Regulations, we hereby inform you that the Board of Directors of the Company at their Meeting held today i.e., Tuesday, May 09, 2023, have *inter-alia* considered and approved the following:

**1. Re-appointment of Mr. Jayakumar Krishnaswamy as the Managing Director of the Company**

Based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors of the Company have approved the re-appointment of Mr. Jayakumar Krishnaswamy (DIN: 02099219) as the Managing Director of the Company for a further period of 5 (five) years commencing from September 17, 2023 till September 16, 2028, subject to the approval of Members of the Company at the ensuing 24<sup>th</sup> Annual General Meeting.

The details as required under the Listing Regulations read with SEBI Circular No. CIR/CFD/CMD/4/2015 dated September 9, 2015 are attached as **Annexure A**.

**2. Alteration of the Memorandum of Association (“MOA”) of the Company**

The Board of Directors of the Company have approved alteration in Clause III(A) of the Main Object of the MOA, subject to the approval of Members of the Company at the ensuing 24<sup>th</sup> Annual General Meeting as under:

- i. Alteration of Clause 1 and 2 of Clause III(A) to include the building materials business and several related/allied business activities which the Company is permitted to carry on under Objects incidental or ancillary to the attainment of the Main Objects of the existing MOA of the Company and to specifically cover/include mining of coal and other mineral/materials by the Company;
- ii. Insertion of a new clause in Clause III(A) w.r.t. building/establishing/setting up and operating the Company’s own manufacturing facility for production of Construction Chemicals and allied building materials at the Company’s cement and/or RMX plants.



### 3. Alteration of the Articles of Association (“AOA”) of the Company

The Board of Directors of the Company have approved alteration of the AOA, subject to the approval of Members of the Company at the ensuing 24<sup>th</sup> Annual General Meeting as under:

- i. Consequent to the amendments to the SEBI (Issue and Listing of Non-Convertible Securities) Regulations, 2021 notified on February 2, 2023, insertion of a new Article in the AOA of the Company providing right to the Debenture Trustee to nominate a Director on the Board of the Company in terms of the SEBI (Debenture Trustees) Regulations, 1993, if the Company defaults in payment of interest or repayment of principal amount in respect of its listed debt securities;
- ii. Deletion of entire Part II and removal of its reference from the existing AOA of the Company which was inserted as per the terms of Compulsorily Convertible Debentures issued and allotted by the Company. Upon listing of the Equity Shares of the Company with effect from August 23, 2021, pursuant to the Initial Public Offering of the Company, Part II of the AOA of the Company automatically stands deleted and deemed to be removed from the AOA and the provisions of the Part I continues to be in effect and force.

We request you to take the above on record.

Thanking you,

Yours faithfully,  
For **Nuvoco Vistas Corporation Limited**

**Shruta Sanghavi**  
SVP and Company Secretary



**Annexure A**

**Re-appointment of Mr. Jayakumar Krishnaswamy as the Managing Director**

Sr. No.	Particulars	Details
1	Reason for change viz. <del>appointment/re-appointments, resignation, removal, death or otherwise</del>	<p>Re-appointment of Mr. Jayakumar Krishnaswamy as the Managing Director of the Company.</p> <p>The current tenure of Mr. Jayakumar Krishnaswamy as the Managing Director of the Company is upto September 16, 2023.</p>
2	Date and terms of re-appointment	<p>Re-appointment for a further period of 5 (five) years commencing from September 17, 2023 till September 16, 2028, subject to the approval of Members of the Company at the ensuing 24<sup>th</sup> Annual General Meeting.</p>
3	Brief profile	<p>Mr. Jayakumar Krishnaswamy is the Managing Director of the Company since September 17, 2018 and its material wholly owned subsidiary, NU Vista Limited with effect from December 2, 2020.</p> <p>He has over thirty years of experience across the Automotive, Building Materials, Engineering, and FMCG Industries. His last assignment was as Managing Director of AkzoNobel India Limited. Prior to that, he was associated with Hindustan Unilever Limited, where he worked in various positions and across manufacturing sites in the Home &amp; Personal Care, and Foods segments. He was also associated with Lafarge India, Brakes India Limited and Eicher Tractors Limited.</p> <p>He is a Mechanical Engineer and alumnus of Delhi College of Engineering. During his career, he developed expertise in integrated supply chain management, kick-starting new initiatives, and transforming organizations.</p>





4	Disclosure of relationship between Promoters and/or Directors	Mr. Jayakumar Krishnaswamy is not related to any Promoter or Director of the Company.
5	Information required pursuant to BSE Circular no. LIST/COMP/14/2018-19 and NSE Circular no. NSE/ CML/2018/24 dated June 20, 2018	Mr. Jayakumar Krishnaswamy is not debarred from holding the office of Director by virtue of any order passed by the Securities and Exchange Board of India or any other authority.

For Nuvoco Vistas Corporation Limited

Shruta Sanghavi  
SVP and Company Secretary

