

22<sup>nd</sup> May 2019

The National Stock Exchange of India Ltd  
Exchange Plaza  
Bandra-Kurla Complex  
Bandra (E), Mumbai – 400051

Dear Sir/Madam,

**Sub: Outcome of the Board Meeting as per Reg. 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

This is in continuation to the intimation pursuant to Regulation 29 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 dated 10<sup>th</sup> May, 2019 about the meeting of the Board of Directors.

We wish to inform you that following were the outcome of the Board Meeting held today, 22<sup>nd</sup> May, 2019:

**1. Approval of Financial Results:**

Audited standalone and consolidated financial results of the company for the quarter and year ended 31<sup>st</sup> March 2019 were approved.

BSR & Co. LLP, the statutory auditors of the company have issued the Audit Report with an unmodified opinion on the financial results.

**2. Recommendation of Dividend:**

Dividend of Rs. 3.30 per equity share (165% on the face value of Rs. 2/- per equity share) for the year ended 31<sup>st</sup> March 2019 was recommended.

Dividend, on its approval by the members at the ensuing Annual General Meeting scheduled to be held on 30<sup>th</sup> July 2019, will be paid on and from 27<sup>th</sup> August 2019.

**3. Book Closure & Annual General Meeting:**

Register of Members and Share Transfer Books of the Company would be closed from Wednesday, 24<sup>th</sup> July 2019 to Tuesday, 30<sup>th</sup> July 2019 for the purpose of payment of Dividend and Annual General Meeting to be held on 30<sup>th</sup> July 2019. The cut-off/Record date for the above purposes is fixed on 23<sup>rd</sup> July 2019.



**4. Reappointment of Independent directors:**

The term of office of Prof. J. Ramachandran (DIN: 00004593), Mr. V.S. Hariharan (DIN: 05352003) and Mr. Keith WF Bradley (DIN: 06564581), Independent Directors of the Company expires on 31<sup>st</sup> July 2019.

Upon the recommendations from the Nomination Remuneration Committee, appointment of aforesaid Independent Directors for second term from 1<sup>st</sup> August 2019 till 31<sup>st</sup> March 2024 was approved, subject to the approval of the members at the ensuing Annual General Meeting.

The relevant details with regard to the appointment are given under Annexure - A to this communication.

**5. Change in Whole time Director:**

The term of appointment of Mr. E.H. Kasturi Rangan (DIN: 01814089) as Whole Time Director of the Company expires on 23<sup>rd</sup> May 2019. The board recommended his appointment as Managing Director of ProConnect Supply Chain Solutions Limited, a Wholly Owned Subsidiary of the Company. To focus on the new assignment, Mr. Kasturi Rangan stepped down from Whole Time Director of the Company.

Upon the recommendation of the Nomination and Remuneration Committee, Mr. S.V. Krishnan, Chief Financial Officer of the Company is appointed as Whole-time Director for a term of 3 years with effect from 22<sup>nd</sup> May 2019, subject to the approval of the members at the ensuing Annual General Meeting.

The relevant details with regard to the above changes in the Board are given under Annexure – A to this communication.

The meeting of the Board of Directors commenced at 9.30 A.M and concluded at 3.45 P.M.

Thanking you,  
Yours truly,



M. Muthukumarasamy  
Company Secretary.

Cc : BSE Limited  
Floor 25, Phiroze Jeejeebhoy Towers,  
Dalal Street, Mumbai – 400 001

**Annexure – A**

<b>Particulars</b>	<b>Prof. J. Ramachandran</b>	<b>Mr. Keith WF Bradley</b>	<b>Mr. V.S. Hariharan</b>	<b>Mr. E. H. Kasturi Rangan</b>	<b>Mr. S. V. Krishnan</b>
Reason for Change	Re-appointment	Re-appointment	Re-appointment	Cessation	Appointment
Effective date	1 <sup>st</sup> August 2019	1 <sup>st</sup> August 2019	1 <sup>st</sup> August 2019	22 <sup>nd</sup> May 2019	22 <sup>nd</sup> May 2019
Term	Upto 31 <sup>st</sup> March 2024	Upto 31 <sup>st</sup> March 2024	Upto 31 <sup>st</sup> March 2024	NA	Upto 21 <sup>st</sup> May 2022
Brief Profile	<p>J. Ramachandran is Professor of Strategy at IIM, Bangalore. His research focusses on the strategic and organisational challenges of firms – spanning areas of genesis, growth and governance. His work has been published among others in the Harvard Business Review, Strategic Management Journal, Journal of International Business Studies, and Global Strategy Journal. His research has won multiple best paper proceedings and the IMD FDC Award from the Academy of Management, USA. His teaching cases have been</p>	<p>Mr. Keith WF Bradley, is a Chartered Accountant from the United Kingdom with Masters of Accounting from the Queen’s University of Belfast. He served as the Senior Executive Vice President and President of Ingram Micro North America and played a vital role in developing strategies for the region. Mr. Bradley was responsible for overall performance of Ingram Micro’s US and Canadian operations. Under his leadership, Ingram Micro North America had introduced several new divisions and services. Mr. Bradley started his career with M/s</p>	<p>Mr. V. S. Hariharan is a graduate of IIT-Madras and an MBA from IIM-Bangalore. He has 22+ years of Sales, Marketing, and General Management experience across Global, Regional &amp; Country level roles in the Information Technology Industry. Starting his career with Wipro in India, he relocated to Singapore and associated with Hewlett-Packard for more than 18 years. In HP, Mr. Hariharan held a number of positions as Vice President leading different businesses ranging from Worldwide laser business, Asia Pac Sales and field operations, Asia Pac Graphic Solutions Business. He is the Co-</p>	<p>Mr. E.H. Kasturi Rangan started his career as a chartered accountant in practice. He was practicing the profession for more than a decade. He joined the Company in 1999 as its Credit Consultant and was instrumental in developing the Company’s system for granting credit facilities to channel partners. In 2004, he took the responsibility of Operations including Supply Chain Management. In 2006, he was entrusted with the responsibility of spearheading the Non IT Vertical.</p>	<p>Mr. S.V. Krishnan is a Chartered Accountant, Cost Accountant and Company Secretary. He has over two decades of industry experience and joined Redington in May 1998. At present, he is the Chief Financial officer of the Company. He is the Chairman of the Board of Ensure Support Services (India) Limited and is also a director on the Board of ProConnect Supply Chain Solutions Limited.</p>

	<p>recognised with the Best Case Awards from the European Foundation for Management Development, The Association of Management Development Institutions in South Asia, The Central and East European Management Development Association, and The Association of Indian Management Schools; and the Tata Steel IIMB award. Over the years, he has won multiple best teacher awards at IIM Bangalore.</p> <p>Professor Ramachandran is the first Bain Fellow in India. He is a qualified Chartered and Cost Accountant, and a Fellow of the Indian Institute of Management Ahmedabad.</p>	<p>PricewaterhouseCoopers, UK and moved to M/s Walt Disney Consumer products before joining Ingram Micro.</p>	<p>founder and CEO of Third Wave Power Pte Ltd - a Global business based on Solar Portable Solutions based out of Singapore.</p>	<p>He is on the Board of ProConnect Supply Chain Solutions Limited and till recently was the Whole Time Director of Redington (India) Limited</p>	<p>Prior to joining Redington, he was employed with Ashok Leyland Ltd.</p>
Disclosure of relationships between directors	Nil	Nil	Nil	Nil	