

**SINGER**

Over 170 Years of Trust Worldwide

Date: 10.11.2022

To,
BSE Limited
Corporate Relationship Department
The Bombay Stock Exchange Limited
PhirozeJeebhoy Towers, Dalal Street,
Mumbai- 400001.
Email: corp.relations@bseindia.com
Scrip Code: 505729

Ref: Disclosure under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Sub: Outcome of Board Meeting of the Company

Dear Sir/Madam,

Pursuant to Regulation 30 of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with corresponding circulars and notifications issued there under by SEBI, we wish to inform you that the Board of Directors in their Meeting held today i.e. 10th November, 2022 at the registered office of the Company, has approved the following:

- i. the proposal for adoption of altered Articles of Association ("**Articles**") of the Company as per the Companies Act, 2013 subject to approval of the shareholders. The amendment is in pursuance of the recent minority investment made by the Investors (*as defined in the amended Articles*) in the Company, with a view to maintaining high standards of corporate governance of the Company.

The following are brief of changes which have been proposed in amended Articles of Association:

- a) Composition of the board being not less than 6 (six) directors. Further nomination for appointment of directors on the Board of the Company by the Promoter and the Investors;
- b) Reserved Matters requiring prior written Consent of the Investors and the Promoter;
- c) Other shareholding rights related provisions including:
- a. quorum at the board meeting of the Company to include one each nominee director of the Investors and of the Promoter;
- b. appointment of Chief Executive Officer, Manager, Company Secretary or Chief Financial Officer of the Company by unanimous consent of all members of the Board;

Kindly take note of it and the new set of Article of Association would be sent after passing the special resolution by the shareholders.

- ii. Board has reconstituted Nomination and Remuneration Committee and Audit Committee today and their composition is as under:

Nomination and Remuneration Committee

| S.No | NAME | Category | |
|------|------------------------|----------------------|----------|
| 1. | Mr. Deepak Sabharwal | Independent Director | Chairman |
| 2. | Mr. Paresh Nath Sharma | Independent Director | Member |

SINGER INDIA LIMITED

Registered & Head Office : A-26/4, 2nd Floor, Mohan Co-operative Industrial Estate, New Delhi - 110044.

Tel.: +91-11-40617777 | Fax : +91-11-40617799 | Toll Free No. 1800-103-3474

E-mail : mail@singerindia.net | Website : www.singerindia.net

CIN : L52109DL1977PLC025405



| | | | |
|----|-----------------------|------------------------|---------------|
| 3. | Mrs. Madhu Vij | Independent Director | Member |
| 4. | Mr. Gavin John Walker | Non Executive Director | Member |
| 5. | Ms. Kalliopi Tsiagka | Non Executive Director | Member |
| 6. | Mr. Maneesh Mansingka | Non Executive Director | Member |

Audit Committee

| S.No | NAME | Category | |
|------|------------------------|------------------------|-----------------|
| 1. | Mr. Paresh Nath Sharma | Independent Director | Chairman |
| 2. | Mr. Deepak Sabharwal | Independent Director | Member |
| 3. | Mrs. Madhu Vij | Independent Director | Member |
| 4. | Mr. Maneesh Mansingka | Non Executive Director | Member |

iii. Board has constituted ESOP Committee today and their composition is as under:

| S.No | NAME | Category |
|------|------------------------|-------------------------------|
| 1. | Mr. Paresh Nath Sharma | Independent Director-Chairman |
| 2. | Mr. Deepak Sabharwal | Independent Director-Member |
| 3. | Mr. Kalliopi Tsiagka | Non Executive Director-Member |
| 4. | Mr. Maneesh Mansingka | Non Executive Director-Member |

The above is for your information and record.

Thanking you,

For Singer India Limited

Priyanka Gandhi
Company Secretary



Encl: As above.