

September 9, 2019

BSE Limited

Corporate Relationship Department,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400 001.

SCRIP CODE: 503960

National Stock Exchange of India Limited

Listing Department,
Exchange Plaza,
Bandra Kurla Complex, Bandra (E),
Mumbai – 400 051

SCRIP CODE: BBL

Dear Sir / Madam,

Ref: Intimation pursuant to Regulation 30(6) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 ('Listing Regulations') read with Clause 7 of SEBI Circular No. CIR/CFD/CMD/4/2015 dated September 9, 2015

Sub: Appointment / Re-appointment of Independent Directors

With reference to captioned subject and in furtherance to our intimation letter titled "Outcome of Board Meeting" dated July 25, 2019, this is to inform you that, on the recommendation of Nomination and Remuneration Committee, the Board of Directors of the Company at their Meeting held on Thursday, July 25, 2019, approved the Re-appointment of following Directors, as Independent Directors (Non-Executive) of the Company, for a second term of five (5) consecutive years, effective from September 9, 2019 upto September 8, 2024, not liable to retire by rotation, subject to approval of Shareholders at the 72nd Annual General Meeting:

- (a) Mr. Prakash V. Mehta (DIN: 00001366), Chairman,
- (b) Mr. Sanjiv N. Shah (DIN 00007211),
- (c) Mr. Jairaj C. Thacker (DIN 00108552), and
- (d) Mr. Rajeshwar D. Bajaaj (DIN 00087845)

AND approved the appointment of Mrs. Mahnaz A. Curmally (DIN 06907271), Non-Executive Director of the Company, as an Independent Director (Woman), for a term of five (5) consecutive years, effective from September 9, 2019 upto September 8, 2024, not liable to retire by rotation, subject to the approval of Shareholders at the 72nd Annual General Meeting.





The Shareholders of the Company at their 72nd Annual General Meeting held on Monday, September 9, 2019, have approved the re-appointment of Mr. Prakash V. Mehta, Mr. Sanjiv N. Shah, Mr. Jairaj C. Thacker, Mr. Rajeshwar D. Bajaan and the appointment of Mrs. Mahnaz A. Curmally, effective from September 9, 2019 upto September 8, 2024.

All the aforementioned Directors meet the criteria of "independence" under Section 149 of the Companies Act, 2013 and Regulation 16 of Listing Regulations.

In compliance with Regulation 30(6) of the Listing Regulations read with Clause 7 of SEBI Circular No. CIR/CFD/CMD/4/2015 dated September 9, 2015, enclosed herewith the details pertaining to the re-appointment / appointment of the aforementioned Directors of the Company.

The above information will also be made available on the Company's website, www.bharatbijlee.com.

You are requested to take the same on your record.

Thanking you,

Yours sincerely,
For Bharat Bijlee Limited

Durgesh N. Nagarkar
Company Secretary & Senior General Manager,
Legal



Details under Regulation 30(6) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 read with Clause 7 of SEBI Circular No. CIR/CFD/CMD/4/2015 dated September 9, 2015

(I) Re-appointment of Mr. Prakash V. Mehta (DIN 00001366), Chairman, as an Independent Director of the Company, for a second term of five (5) consecutive years, as approved by the Shareholders of the Company at the 72nd Annual General Meeting.		
Sr. No.	Particulars	Details
1	Reason for change, viz., appointment, resignation, removal, death or otherwise	On the recommendation of the Nomination and Remuneration Committee and Board, the Shareholders of the Company at 72 nd Annual General Meeting held on September 9, 2019, have approved the Re-appointment of Mr. Prakash V. Mehta, Chairman, as an Independent Director of the Company, for a second term of five (5) consecutive years, effective from September 9, 2019 upto September 8, 2024, not liable to retire by rotation.
2	Date of appointment / cessation (as approvable) & term of appointment	Re-appointed at the 72 nd Annual General Meeting held on September 9, 2019, for a second term of five (5) years, effective from September 9, 2019 upto September 8, 2024.
3	Brief profile (in case of appointment)	Mr. Prakash V. Mehta has been a Director on the Board of the Company since August 7, 1990. Mr. Mehta has been practicing as a Solicitor since 1966. He is a partner of M/s. Malvi Ranchoddas & Co., a renowned firm of Solicitors. He has considerable experience in the field of Law and is also an expert in Corporate Law, Acquisitions, Joint Ventures and Foreign Collaborations.
4	Disclosure of relationships between directors (in case of appointment of a Director)	Mr. Mehta is not related to any Director and / or Key Managerial Personnel of the Company.
5	Information as required pursuant to BSE Limited Circular with Ref. No. LIST/COMP/14/2018-19 and National Stock Exchange of India Limited with Ref. No. NSE/ CMLI 2018/24, dated June 20, 2018	Mr. Mehta is not debarred from holding the Office of Director by virtue of any SEBI order or any other such authority.



(II) Re-appointment of Mr. Sanjiv N. Shah (DIN 00007211), as an Independent Director of the Company, for a second term of five (5) consecutive years, as approved by the Shareholders of the Company at the 72nd Annual General Meeting.		
Sr. No.	Particulars	Details
1	Reason for change, viz., appointment, resignation, removal, death or otherwise	On the recommendation of the Nomination and Remuneration Committee and Board, the Shareholders of the Company at 72 nd Annual General Meeting held on September 9, 2019, have approved the Re-appointment of Mr. Sanjiv N. Shah, as an Independent Director of the Company, for a second term of five (5) consecutive years, effective from September 9, 2019 upto September 8, 2024, not liable to retire by rotation.
2	Date of appointment / cessation (as approvable) & term of appointment	Re-appointed at the 72 nd Annual General Meeting held on September 9, 2019, for a second term of five (5) years, effective from September 9, 2019 upto September 8, 2024.
3	Brief profile (in case of appointment)	Mr. Shah was a partner of M/s. S.B. Billimoria & Company, a renowned firm of Chartered Accountants and is presently a partner in M/s. Sanjiv N. Shah & Co., Chartered Accountants. He has specialized in the Financial Services Industry
4	Disclosure of relationships between directors (in case of appointment of a Director)	Mr. Shah is not related to any Director and / or Key Managerial Personnel of the Company.
5	Information as required pursuant to BSE Limited Circular with Ref. No. LIST/COMP/14/2018-19 and National Stock Exchange of India Limited with Ref. No. NSE/ CMLI 2018/24, dated June 20, 2018	Mr. Shah is not debarred from holding the Office of Director by virtue of any SEBI order or any other such authority.



(III) Re-appointment of Mr. Jairaj C. Thacker (DIN 00108552), as an Independent Director of the Company, for a second term of five (5) consecutive years, as approved by the Shareholders of the Company at the 72nd Annual General Meeting.		
Sr. No.	Particulars	Details
1	Reason for change, viz., appointment, resignation, removal, death or otherwise	On the recommendation of the Nomination and Remuneration Committee and Board, the Shareholders of the Company at 72 nd Annual General Meeting held on September 9, 2019, have approved the Re-appointment of Mr. Jairaj C. Thacker, as an Independent Director of the Company, for a second term of five (5) consecutive years, effective from September 9, 2019 upto September 8, 2024, not liable to retire by rotation.
2	Date of appointment / cessation (as approvable) & term of appointment	Re-appointed at the 72 nd Annual General Meeting held on September 9, 2019, for a second term of five (5) years, effective from September 9, 2019 upto September 8, 2024.
3	Brief profile (in case of appointment)	Mr. Thacker is also the Managing Trustee of the prestigious Shri Narsee Monjee Euctional Trust and Jamnabhai Narsee Public Charitable Trust, Executive and Governing Council Member of Dr. Balabhai Nanavati Hospital, Vile Parle and Executive Committee Member of Vile Parle Kelavani Mandal.
4	Disclosure of relationships between directors (in case of appointment of a Director)	Mr. Thacker is not related to any Director and / or Key Managerial Personnel of the Company.
5	Information as required pursuant to BSE Limited Circular with Ref. No. LIST/COMP/14/2018-19 and National Stock Exchange of India Limited with Ref. No. NSE/ CMLI 2018/24, dated June 20, 2018	Mr. Thacker is not debarred from holding the Office of Director by virtue of any SEBI order or any other such authority.



Bharat Bijlee

(IV) Re-appointment of Mr. Rajeshwar D. Bajaaj (DIN 00087845), as an Independent Director of the Company, for a second term of five (5) consecutive years, as approved by the Shareholders of the Company at the 72 nd Annual General Meeting.		
Sr. No.	Particulars	Details
1	Reason for change, viz., appointment, resignation, removal, death or otherwise	On the recommendation of the Nomination and Remuneration Committee and Board, the Shareholders of the Company at 72 nd Annual General Meeting held on September 9, 2019, have approved the Re-appointment of Mr. Rajeshwar D. Bajaaj, as an Independent Director of the Company, for a second term of five (5) consecutive years, effective from September 9, 2019 upto September 8, 2024, not liable to retire by rotation.
2	Date of appointment / cessation (as approvable) & term of appointment	Re-appointed at the 72 nd Annual General Meeting held on September 9, 2019, for a second term of five (5) years, effective from September 9, 2019 upto September 8, 2024.
3	Brief profile (in case of appointment)	Mr. Bajaaj was the Chairman of the Board of Directors and Managing Director of Otis Elevators India. He also held the position of Vice President, South and Southeast Asia based in Singapore wherein the Otis country heads from India, Singapore, Thailand, Malaysia, Indonesia, Philippines and Vietnam reported to him. He has nearly four decades of experience in the elevator industry. Thereafter, for a period of three years, he joined Special Olympics Inc. as Managing Director, Asia Pacific, a nonprofit organization created by the Joseph P. Kennedy Jr. Foundation, Washington for the benefit of people with Intellectual Disabilities. He was also a Director on Board of APW President Systems for a period of two years and also served as the President of Bombay Gymkhana Limited for a period of two years.
4	Disclosure of relationships between directors (in case of appointment of a Director)	Mr. Bajaaj is not related to any Director and / or Key Managerial Personnel of the Company.
5	Information as required pursuant to BSE Limited Circular with Ref. No. LIST/COMP/14/2018-19 and National Stock Exchange of India Limited with Ref. No. NSE/ CMLI 2018/24, dated June 20, 2018	Mr. Bajaaj is not debarred from holding the Office of Director by virtue of any SEBI order or any other such authority.



(V) Appointment of Mrs. Mahnaz A. Curmally (DIN 06907271), Non-Executive Director of the Company, as an Independent Director, for a term of five (5) consecutive years, as approved by the Shareholders of the Company at the 72nd Annual General Meeting.		
Sr. No.	Particulars	Details
1	Reason for change, viz., appointment, resignation, removal, death or otherwise	On the recommendation of the Nomination and Remuneration Committee and Board, the Shareholders of the Company at 72 nd Annual General Meeting held on September 9, 2019, have approved the Appointment of Mrs. Mahnaz C. Curmally, Non-Executive Director of the Company, as an Independent Director, for a term of five (5) consecutive years, effective from September 9, 2019 upto September 8, 2024, not liable to retire by rotation.
2	Date of appointment / cessation (as approvable) & term of appointment	Appointed at the 72 nd Annual General Meeting held on September 9, 2019, for a term of five (5) years, effective from September 9, 2019 upto September 8, 2024.
3	Brief profile (in case of appointment)	<p>Mrs. Curmally started her career with J Walter Thompson (JWT) as a copywriter and reached the position of President, South Asia and retired from Ogilvy PR as Chairman South Asia in December 2003. Post her departure from Ogilvy Mrs. Curmally continued to work as part time PR consultant with pharmaceutical, consumer, finance, engineering and NGO organizations and also taught communication and PR courses in three leading communication management institutes in Mumbai.</p> <p>Mrs. Curmally, with over 40 years of work experience is considered one of the pioneers of corporate and marketing communications in India. She has through the course of her working life gathered considerable understanding of industries such as infrastructure (power, realty and health); pharmaceutical (MNC and local); FMCG (food, personal care, cosmetics, apparel, household goods); and Travel and Tourism..</p>



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4	Disclosure of relationships between directors (in case of appointment of a Director)	Mrs. Curmally is not related to any Director and / or Key Managerial Personnel of the Company.
5	Information as required pursuant to BSE Limited Circular with Ref. No. LIST/COMP/14/2018-19 and National Stock Exchange of India Limited with Ref. No. NSE/ CMLI 2018/24, dated June 20, 2018	Mrs. Curmally is not debarred from holding the Office of Director by virtue of any SEBI order or any other such authority.

