

Date : 1<sup>st</sup> March, 2024

To,  
BSE Limited,  
Corporate Relationship Department,  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai – 532370.  
**Scrip Code : 509048**

Dear Sirs,

**Sub : Board Meeting Outcome pursuant to 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

Pursuant to the provisions of Regulation 30 of the SEBI (LODR) Regulation, 2015, we would like to inform you the Board of Directors of the Company at its meeting held on 1<sup>st</sup> March, 2024 has transacted the following business:

**1. Approved the issue of upto 1.44 crores equity shares on preferential basis, subject to approval of members of the Company.**

The Board at its meeting held on 1<sup>st</sup> March, 2024 has approved the issue of upto 1.44crores equity shares on preferential basis subject to the approval of members of the Company. The relevant date is fixed as on 26<sup>th</sup> February, 2024.

Disclosures of information required under Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023, is enclosed as **Annexure – A**.

Type of securities proposed to be issued	Equity Shares having face value of Rs.2/-each.
Type of issuance	Preferential Issue in accordance with Chapter V of the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 (ICDR Regulations), as amended

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Total number of securities proposed to be issued or the total amount for which the securities will be issued	Up to 1.44crores (One croes & Forty Four lacs Only) equity shares having face value of Rs. 2/- each, for issue price of Rs.45.30/- (Rupees Forty Five & thirty paise Only) per equity share for a total consideration of up to Rs.65.232 crore (Rupees Sixty Five Crores twenty three lacs twenty thousand Only).
Any cancellation or termination of proposal for issuance of securities including reasons thereof	Not Applicable
<b>Details to be furnished in case of preferential issue</b>	
(a) Name of the investors	As per <b>Annexure-A1</b>
(b) Issue Price	The issue price is Rs.45.30 /- per equity share (Floor price determined as per the ICDR Regulations is Rs.45.26 /- per equity share)
(c) Post allotment of securities, outcome of the subscription, issue price / allotted price (in case of convertibles), number of investors	Convertibles not involved
(d) In case of convertibles - intimation on conversion of securities or on lapse of the tenure of the instrument	Not Applicable

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**Annexure A1**

**LIST OF INVESTORS**

<b>SL.NO</b>	<b>NAME</b>	<b>Category</b>
1	ANUJ SAMIR SHAH	NON - PROMOTER
2	AARCHI BINAKIYA	NON - PROMOTER
3	BALAJI	NON - PROMOTER
4	BHAVINBHAI SURESHBHAI GANATRA	NON - PROMOTER
5	ELANKUMARAN PERIAKARUPPAN	NON - PROMOTER
6	MOUSUMI PAHARI	NON - PROMOTER
7	NILAY RAMESHBHAI PATEL	NON - PROMOTER
8	PRABHAT TYAGI	NON - PROMOTER
9	DIVYASHRI RAVICHANDRAN	NON - PROMOTER
10	AENUGU SRAVANTHI	NON - PROMOTER
11	SURESHBABU CHELLAPPAN PILLAI	NON - PROMOTER
12	MUNUSAMY VINAYAGAM	NON - PROMOTER
13	KUNAL BATRA	NON - PROMOTER
14	KALPANA GOLECHA	NON - PROMOTER
15	SHANTA SOMESHWAR JOGI	NON - PROMOTER
16	SUNEEL PADAVALA HUF	NON - PROMOTER
17	LENIN KRISHNAMOORTHY BALAMANIKANDAN	NON - PROMOTER
18	ANJAN VANSH BANTIA	NON - PROMOTER
19	RAJU RAMESHCHAND LUNAWATH	NON - PROMOTER
20	KHUSHBU SONI	NON - PROMOTER
21	VIKAS BOHRA	NON - PROMOTER
22	AVINASH	NON - PROMOTER
23	PANNALAL RATHORE	NON - PROMOTER

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24	KAVITA JAIN	NON - PROMOTER
25	BINNY MALAV SHAH	NON - PROMOTER
26	MANJU DEVI BAID	NON - PROMOTER
27	PRIYA INDERKUMAR NATHANI	NON - PROMOTER
28	BALKRISHAN PODDAR	NON - PROMOTER
29	DIVYA MAHENDRA KANKARIYA	NON - PROMOTER
30	ZOYEV KHAN MOHAMMAD	NON - PROMOTER
31	ABHISHEK MANHARLAL MEHTA	NON - PROMOTER
32	DINESH BABU MOHANA	NON - PROMOTER
33	RAJESH AMBIKAPRATAPSINGH THAKUR	NON - PROMOTER
34	SHANMUGANATHAN KARUPPIAH	NON - PROMOTER
35	M. GOWRISHANKAR	NON - PROMOTER
36	LUMOS ADVISORS LLP	NON - PROMOTER
37	POONAM SINGH	NON - PROMOTER
38	NAVARATAN SATISH KUMAR	NON - PROMOTER
39	SAMEER PRANUBHAI JOSHI HUF	NON - PROMOTER
40	ATUL KINI R	NON - PROMOTER
41	PREETI GUPTA	NON - PROMOTER
42	VIDYA BABAN SHINDE	NON - PROMOTER
43	GOTHAMCHAND A HUF	NON - PROMOTER
44	NAVEEN MENEZES	NON - PROMOTER
45	GUNAVANTH KUMAR HUF	NON - PROMOTER
46	NAV RATAN BHAIYA HUF	NON - PROMOTER
47	DEEPAK SINGH	NON - PROMOTER
48	JATIN SACHDEV	NON - PROMOTER

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49	VENKATA NAGARAJU PADALA	NON - PROMOTER
50	PRADEEP KUMAR SETHIA	NON - PROMOTER
51	DHEERAJ SHAH (HUF)	NON - PROMOTER
52	ADITYA AGGARWAL	NON - PROMOTER
53	NEHA MANISH SHAH	NON - PROMOTER
54	KHUSHI MANISH SHAH	NON - PROMOTER
55	MEGHA KAMLESH SHAH	NON - PROMOTER
56	DHIRAL CHETAN CHHEDA	NON - PROMOTER
57	JIGNESH VASANT KENIA HUF	NON - PROMOTER
58	BHAVIKA NIRAV GHELANI	NON - PROMOTER
59	NIRAV ANANTRAY GHELANI HUF	NON - PROMOTER
60	RAHUL VISHANJI MEHTA	NON - PROMOTER
61	CHANDRAKANT SOBHAGYCHAND SHETH	NON - PROMOTER
62	NITYAM KESHAVCHANDER KHOSLA	NON - PROMOTER
63	RAJESH S KATARIA	NON - PROMOTER
64	PANNA GUNCHANDRA MEHTA	NON - PROMOTER
65	NILABEN MANHARBHAI SHAH	NON - PROMOTER
66	NIKULKUMAR H PATEL	NON - PROMOTER
67	CAPACIOUS WEALTH MANAGEMENT LLP	NON - PROMOTER
68	RENJIT AMBIKA GOPALAKRISHNAN	NON - PROMOTER
69	PANKAJAKSHAN K K	NON - PROMOTER
70	SUBRAMONI J	NON - PROMOTER
71	KESAVAN SRINIVASAN	NON - PROMOTER
72	H RAJAN	NON - PROMOTER
73	D. PRAKASH DEVI	NON - PROMOTER

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74	RAMESHKUMAR JAIN	NON - PROMOTER
75	VM FINSERVE AND ASSET MANAGEMENT	NON - PROMOTER
76	CHAMPALAL MAHAVEERCHAND	NON - PROMOTER
77	SINGHI AYUSHI	NON - PROMOTER
78	K TARUN VOTAVAT	NON - PROMOTER
79	PRITHVI EXCHANGE INDIA LIMITED	NON - PROMOTER
80	KISHORE KUMAR YASHRAJ BAFNA	NON - PROMOTER
81	CHITRESH KUMAR LUNAWAT	NON - PROMOTER
82	ANANTHAKRISHNAN PARAMESWARAN	NON - PROMOTER
83	ANANT JAIN	NON - PROMOTER
84	K B MANI	NON - PROMOTER
85	VICKY HEMCHAND GALA	NON - PROMOTER
86	NIRAV HARESH MARU (HUF)	NON - PROMOTER
87	RAJNIKANT MEGHJI SHAH (HUF)	NON - PROMOTER
88	BHARAT KUMAR	NON - PROMOTER
89	USHA RAVISHANKAR	NON - PROMOTER
90	MURTAZA HASAN DARIWALA	NON - PROMOTER
91	SHRUTI AGRAWAL	NON - PROMOTER
92	AKHIL SANGHVI	NON - PROMOTER
93	PRIYA N	NON - PROMOTER
94	SUNDARESAN SUBRAMANIAN	NON - PROMOTER
95	RASU RAJENDAR	NON - PROMOTER
96	RAKESH LAROA	NON - PROMOTER
97	E.R. KUMAAR	NON - PROMOTER
98	MITUL KANUBHAI VORA HUF	NON - PROMOTER

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99	SAKET AGARWAL	NON - PROMOTER
100	CAPRIZE INVESTMENT MANAGERS PRIVATE LTD	NON - PROMOTER
101	BLUE LOTUS CAPITAL MULTI BAGGER FUND II	NON - PROMOTER
102	INDIA EMERGING GIANTS FUND LIMITED	NON - PROMOTER
103	VIKASA INDIA EIF I FUND	NON - PROMOTER
104	DHARMA RAMAKRISHNA RAJU MOHANA	NON - PROMOTER
105	GOPALASWAMI RAVICHANDRAN	NON - PROMOTER
106	L. SRIRAM	NON - PROMOTER
107	S.R. SOORYAKUMAR	NON - PROMOTER
108	JAYASHANKAR RAVISHANKAR	NON - PROMOTER
109	KUNAL KUMAR NAHAR	NON - PROMOTER
110	NALINI GOPALAN GANESAN	NON - PROMOTER
111	SHARAD GOEL	NON - PROMOTER
112	AATISH SHARMA	NON - PROMOTER
113	COMERCINATE ENTERPRISES P LTD	NON - PROMOTER
114	RATANBEN RAMESHKUMAR JAIN	NON - PROMOTER
115	SWAPNIL JATINBHAI SHAH & HEMANT ISHWARLAL MODI	NON - PROMOTER
116	KATARIA SHWETA	NON - PROMOTER
117	NIDHI KEDIA	NON - PROMOTER
118	NAMITA KEDIA	NON - PROMOTER
119	VAISHALI PARIN SHAH	NON - PROMOTER
120	ARTHY V	NON - PROMOTER
121	VAIDYANATHAN RAMANI	NON - PROMOTER
122	UNEQTY TECHNOLOGIES PRIVATE LIMITED	NON - PROMOTER
123	NAVARATHANMAL ANIL KUMAR	NON - PROMOTER

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124	SUNIL KUMAR SAMDARIA	NON - PROMOTER
125	SHUBHAM JAIN	NON - PROMOTER
126	PRAVEEN KUMAR RATHI	NON - PROMOTER
127	VIJAY POKHARANA	NON - PROMOTER
128	SANJAY JAIN	NON - PROMOTER
129	MIHIR VASANT KENIA	NON - PROMOTER
130	AMAR CHAND KOTHARI	NON - PROMOTER
131	TAMANNA S. SHAH	NON - PROMOTER
132	TARA S. SHAH	NON - PROMOTER
133	ANIKET MOHAN GORE	NON - PROMOTER
134	YOG DIVAKAR & SONS	NON - PROMOTER
135	MAHESH VISHNUPANT MULAY	NON - PROMOTER
136	PARESH ASHRA (HUF)	NON - PROMOTER
137	MEGHNA RUPESH MEHTA	NON - PROMOTER
138	PINKI PARESH KHATRI	NON - PROMOTER
139	VIDHI ANISH BAGADIA	NON - PROMOTER
140	M.K. ANAND	NON - PROMOTER
141	MANISH KAYAL HUF	NON - PROMOTER
142	P.S. RAMAN	NON - PROMOTER
143	G. ARUMUGAM	NON - PROMOTER
144	RANI S	NON - PROMOTER
145	PARESH SHETH	NON - PROMOTER
146	VIRTI MULEN SHAH	NON - PROMOTER
147	MAHESH RADHESHYAM GOYAL	NON - PROMOTER
148	CHIRAG KAMLESH PITHDIA	NON - PROMOTER

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149	KUNAL J SHAH	NON - PROMOTER
150	SANTOSH KUMAR CHORARIA	NON - PROMOTER
151	JANKEE JAYMIN DESAI	NON - PROMOTER
152	VIVEK KUMAR BHAUKA	NON - PROMOTER
153	KISAN KUMAR G	NON - PROMOTER
154	RAJESH VINODKUMAR NANAVATI	NON - PROMOTER
155	ANKIT MITTAL	NON - PROMOTER
156	TULSIRAM KAYAL	NON - PROMOTER
157	PRASHANT MISHRA	NON - PROMOTER
158	NIRANJAN KESAVAN	NON - PROMOTER
159	ANMOL SINGH JAGGI	NON - PROMOTER
160	SAURABH GUPTA	NON - PROMOTER
161	PAWAN KUMAR GARG	NON - PROMOTER
162	NAMRATA NATINKUMAR SHAH	NON - PROMOTER
163	PRATIK SHUBHKARAN SANGHI HUF	NON - PROMOTER
164	NIKHIL TYAGI	NON - PROMOTER
165	ANJALI SANGTANI	NON - PROMOTER
166	SHILPA SHAH	NON - PROMOTER
167	VISHNUPRIYA M.S.	NON - PROMOTER
168	VINEET ARORA	NON - PROMOTER
169	SUNIL KUMAR GUPTA HUF	NON - PROMOTER
170	THAKRAR INFOTRENDZ PRIVATE LTD	NON - PROMOTER
171	THAKRAR INFODEALZ LLP	NON - PROMOTER

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## 2. Approval of the draft scheme of amalgamation

The Board has approved the draft scheme of amalgamation between Lancor Maintenance & Services Limited, a wholly owned subsidiary (transferor company) with Lancor Holdings Limited (transferee company) pursuant to provisions under Section(s) 230 to 232 of the Companies Act, 2013 read with the rules made thereunder. The Scheme is subject to the receipt of necessary approvals, permissions and sanctions of regulatory and other statutory or governmental authorities / quasi-judicial authorities, as may be necessary, as per applicable laws.

In connection with the above, we furnish Disclosures of information required under Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023, is enclosed **as Annexure – B**

S. No.	Particulars	Response
1	Name of the entities forming part of the amalgamation/ merger, details in brief such as size, turnover, etc.	<p><b>Transferee Company:</b> Lancor Holdings Limited (LHL) Paid up capital : Rs. 1215 Lakhs Revenue from operations as on 31.03.2023: Rs. 11421.15 Lakhs.</p> <p><b>Transferor Company:</b> Lancor Maintenance &amp; Services Limited (LMSL). Paid up capital : Rs. 25.17 lakh Revenue from operations as on 31.03.2023: Rs. 1.73 lakhs</p>
2	Whether the transactions would fall within the related party transactions? If yes, whether the same is done at arm's length?	<p>LMSL is a wholly owned subsidiary of LHL and accordingly are related parties. However, the transaction shall not attract the requirements of Section 188 of the Companies Act, 2013 pursuant to the clarifications provided in General Circular No. 30/2014 dated July 17, 2014, issued by the Ministry of Corporate Affairs.</p> <p>Further, pursuant to Regulation 23(5)(b) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended, the provisions of related party transactions are not applicable to the Scheme, as the same is between the holding company and its wholly owned subsidiary</p>

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3	Area of business of the entities	<p>LHL : Construction and Development of Properties</p> <p>LMSL: Maintenance of Commercial Service (Housekeeping &amp; Maintenance)</p>
4	Rationale of amalgamation/ merger	<p>The rationale of the scheme is as under:</p> <p>The proposed corporate restructuring mechanism by way of a scheme of amalgamation is beneficial, advantageous and not prejudicial to the interest of the shareholders, creditors and other stakeholders. The proposed amalgamation of LMSL into LHL is in consonance with the global corporate restructuring practices which intends and seeks to achieve flexibility and integration of size, scale and financial strength. The transferor company and the transferee company believes that the financial, managerial resources, personnel capabilities, skills, expertise and technologies of the transferor company and the transferee company pooled in the merged entity, will lead to increased competitive strength, cost reduction and efficiencies, and productivity gains, thereby significantly contributing to future growth. Therefore, the management of the transferor company and the transferee company believes that this scheme shall benefit the respective companies and other stakeholders of respective companies, inter alia, on account of the following reasons:</p> <ul style="list-style-type: none"> <li>a) Enable transferee company to use the resources of transferor company and generate synergy in operations.</li> <li>b) Consolidation of entities thereby achieving consolidation of the assets and a large asset base.</li> <li>c) Reduction in the operational, financial and administrative costs.</li> <li>d) Increase in networth of transferee company, which will facilitate effective and fast mobilisation of financial resources for meeting increased capital expenditure.</li> <li>e) Reduction of overheads and other</li> </ul>

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		expenses, facilitate administrative convenience and ensure optimum utilisation of available services and resources and f) Efficient and focused management control and system.
5	Incase of cash consideration amount or otherwise share exchange ratio	LMSL being a wholly owned subsidiary of LHL, upon the Scheme coming into effect, the entire paid-up share capital of LMSL shall stand cancelled in its entirety without being required to comply with the provisions of Section 66 of the Companies Act, 2013. It is clarified that no new shares of the LHL shall be issued, nor payment shall be made in cash whatsoever by the Company in lieu of cancellation of such shares of LMSL.
6	Brief details of change in shareholding pattern, if any of the listed entity	No change in the shareholding pattern of the listed entity upon the Scheme coming into effect

**3. Re-Appointment of Mr. R V Shekar (DIN - 00259129) as Chairman and Managing Director**

The Board of Directors, at its meeting held today, on 1<sup>st</sup> March, 2024, has approved the Re-Appointment of Mr. R V Shekar (DIN - 00259129) as Chairman & Managing Director for a term of three years with effect from 31<sup>st</sup> March, 2024 to 30<sup>th</sup> March, 2027 (both days inclusive) as per the recommendation of Nomination and Remuneration Committee subject to the approval of shareholders. As per the provisions of the Companies Act, 2013 and the Listing Regulations, Mr. R. V Shekar is not debarred from holding the office of director by virtue of any SEBI order or any other such authority. The relevant details as per the requirements of Regulation 30 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 read with SEBI circular no SEBI/HO/CFD/CFD-PoD-I/P/ CIR/2023/123 dated July 13, 2023 are given in below:-

Si. No.	Particulars	Details
	Name of Director	Mr. R V Shekar (DIN: 00259129)
1.	Reason for change viz. appointment, reappointment, resignation,—removal,—death—or otherwise	Re-appointment as Chairman & Managing Director
2.	date of appointment/re-appointment/cessation (as applicable) & term of appointment/re-	Re-appointment with effect from 31 <sup>st</sup> March 2024 for a term of 3 (three)

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	appointment	consecutive years subject to approval of the shareholders
3.	Brief Profile (in case of appointment)	Mr. R.V.Shekar (74) has more than 3 decades of rich experience in real estate sector. He is a Chartered Accountant and Company Secretary. He is part of the company's Board from 1994 & Chairman cum Managing Director for last three years.
4.	Disclosure of relationships between Directors (in case of appointment of a director).	Mr. R V Shekar is not related to any of the Director or Key Managerial Personnel of the company

4. **Re-Appointment of Dr. Gowri Ramachandran (DIN: 08217157) as Independent Director**

Based on the recommendation of Nomination and Remuneration Committee, the Board of Directors at its meeting held today (ie) 1<sup>st</sup> March, 2024 have approved the re-appointment of Dr. Gowri Ramachandran (DIN: 08217157) as an Independent Director of the company for second term which commences from 5<sup>th</sup> June, 2024 for five consecutive years, subject to approval of shareholders of the company.

Disclosure pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-I/P/CIR/2023/123 dated July 13, 2023.  
Re-appointment of DR. Gowri Ramachandran (DIN: 08217157).

S. No.	Disclosure Requirement	Details
1.	Reason for Change viz. appointment, resignation, removal, death or otherwise	Re-Appointment
2,	Date of Appointment/ Cessation (as applicable) & term of Appointment	Effective from 5 <sup>th</sup> June, 2024 for a period of Five years.
3.	Brief profile	Dr. Gowri Ramachandran is basically an Economist, Chartered Wealth Manager and is a leading corporate trainer for many corporates, she is also a Director of M/s Hindustan Chamber of Commerce &

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		Independent Director for last five years on the Board of Lancor Holdings Limited.
4.	Disclosure of relationships between directors	Dr. Gowri Ramachandran is not related to any of the Director or Key Managerial Personnel of the company.

**5. Re-Appointment of Mr. K. Harishankar (DIN08453883) as Independent Director Designated**

Based on the recommendation of Nomination and Remuneration Committee, the Board of Directors at its meeting held today (ie) 1<sup>st</sup> March, 2024 have approved the re-appointment of Mr. K. Harishankar (DIN: 08453883) as an Independent Director of the company for second term which commences from from 5<sup>th</sup> June, 2024 for five consecutive years, subject to approval of shareholders of the company.

The details required under Reg. 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with SEBI Circular No. CIR/CFD/CMD/4/2015 dated 09<sup>th</sup> September, 2015 are given below.

<b>S. No.</b>	<b>Disclosure Requirement</b>	<b>Details</b>
1.	Reason for Change viz. appointment, resignation, removal, death or otherwise	Re-Appointment
2.	Date of Appointment/ Cessation (as applicable) & term of Appointment	5 <sup>th</sup> June, 2024 & Five consecutive years
3.	Brief profile	Mr. Harishankar, Advocate is the founding Partner of HSB Partners, advocates & Solicitors Chennai. He possesses an experience more than two decades in the legal profession with specialization in the field of Corporate, Civil and Arbitration Laws etc. He is Independent Director for last five years on the Board of Lancor Holdings Limited.
4.	Disclosure of relationships between directors	Mr. K Harishankar is not related to any of the Director or Key Managerial Personnel of the company.

**6. Approval of convening EGM and Notice thereof.**

The Board of Directors decided to convene an Extraordinary General Meeting (EGM) of the Company on Wednesday, 27<sup>th</sup> March, 2024 through Video Conference (VC)/ Other Audio Visual Means (OAVM) inter-alia for

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seeking shareholders' approval for preferential issue of equity shares and other items as specified above. The notice of EGM will be sent separately.

**7. Re - Constitution of the Committees of the Board**

In order to effectively obtain and avail the expertise and experience of Mrs. Sendhil Manian Vinodhini (DIN: 08719578 ) Independent Director, is inducted to Nomination and Remuneration Committee and the Committee is reconstituted with immediate effect.

The table displayed below enumerates the composition of the above said committee:  
**Nomination and Remuneration Committee**

<b>S.No</b>	<b>Name</b>	<b>Category</b>	<b>Designation</b>
1	Dr.Gowri Ramachandran	Non - Executive Independent Director	Chairperson
2	Mr. S. Vasudevan	Non - Executive Independent Director	Member
3	Mr.K.Harishankar	Non – Executive Independent Director	Member
4	Mrs_Sendhil Manian Vinodhini	Non – Executive Independent Director	Member

The aforesaid meeting commenced at 3.15PM. and concluded at 7.35PM

Kindly take on record the above.  
Thanking You,

Yours Faithfully,

For **LANCOR HOLDINGS LIMITED**

**KAUSHANI CHATTERJEE**  
**COMPANY SECRETARY & COMPLIANCE OFFICER**

**Lancor Holdings Limited**

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