

Date: 14<sup>th</sup> May, 2019

To,  
BSE Limited  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Fort,  
Mumbai – 400 001

**Subject: Outcome of Circular resolution passed by the Board of Director – Regulation 30 of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015.**

Dear Sir/ Madam

This is to inform you that the Board of Directors of the Company has approved the following by way of Circular Resolution.

1. Appointment of Mr. Naresh Agarwal (DIN: 01772950) as an “Additional Director” (Non – Executive Independent Director) on the Board

The Board of Directors of the Company based on the recommendation of Nomination and Remuneration Committee of the Board of Directors, have appointed Mr. Naresh Agarwal (DIN: 01772950) as an “Additional Director” (Non- Executive, Independent Director) for period of 5 years i.e. from May 14, 2019 to May 13, 2024, subject to approval of the Shareholders of the Company.

Mr. Naresh Agarwal is a Chartered Accountant and is in practice since 2006. Areas of expertise- finance, auditing and taxation. Mr. Naresh Agarwal is a Certified Insolvency Professional registered with IBBI.

Mr. Naresh Agarwal is not related to any of the Promoters, Members of the Promoters Group and Directors of the Company and is not debarred from holding the office of Director by virtue of any order of Securities and Exchange Board of India (SEBI) or any other such authority.

2. Reconstitution of the Audit Committee by inducting name of Mr. Naresh Agarwal, Independent Director, as new Member of Audit Committee. Post reconstitution, the present composition of the Audit Committee is as follows:

Sr. No	Name of Director	Designation
1.	Mr. Narayan Atal	Chairman & Independent Director
2.	Mr. Deepak Kumar	Member & Managing Director
3.	Mr. Naresh Agarwal	Member & Independent Director

The scope, functions and powers of the Audit Committee shall remain the same.

3. Reconstitution of the Nomination and Remuneration Committee by inducting name of Mr. Naresh Agarwal, Independent Director, as new Member of Nomination and Remuneration Committee. Post reconstitution, the present composition of the Committee is as follows:

<b>Sr. No</b>	<b>Name of Director</b>	<b>Designation</b>
1.	Mr. Narayan Atal	Chairman & Independent Director
2.	Mr. Surbhit Dabriwala	Member & Non-Independent Director
3.	Mr. Naresh Agarwal	Member & Independent Director

The scope, functions and powers of the Nomination and Remuneration Committee shall remain the same.

The above is for your information and record, please.

Thanking You

Yours faithfully,

For Elpro International Limited

  
Binal Khosla  
Company Secretary

