

30<sup>th</sup> June, 2023

To,  
**The Manager-DCS**  
**BSE Limited**  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Fort,  
Mumbai- 400 001  
**Scrip Code: 509635**

**The Manager - Listing**  
**National Stock Exchange of India Ltd.**  
Exchange Plaza, 5<sup>th</sup> Floor, 'G' Block  
Bandra Kurla Complex,  
Bandra (East), Mumbai - 400 051  
**SYMBOL: HINDCOMPOS**

Dear Sir/Madam,

**Sub: Outcome of Board Meeting held on 30<sup>th</sup> June, 2023**

Pursuant to the provisions of Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), we wish to inform you that the Board of Directors of the Company at its meeting held today, i.e., 30<sup>th</sup> June, 2023, *inter alia*, considered the following matters:

- 1) Recommended reappointment of Mr. Raghu Mody (DIN: 00053329) as Non Executive Director of the Company with effect from 1<sup>st</sup> October, 2023, subject to the approval of the Members of the Company.
- 2) Appointed Mr. Vinay Sarin (DIN: 00090757), as an Additional Director of the Company (Non-Executive Non-Independent) with effect from 1<sup>st</sup> July, 2023, who shall hold office upto the date of ensuing Annual General Meeting of the Company.

It is hereby affirmed that Mr. Vinay Sarin is not debarred from holding the office of director by virtue of any SEBI order or any other such authority.

- 3) Appointed Mr. Ravi Vaishnav as Company Secretary and Compliance Officer of the Company with effect from 30<sup>th</sup> June, 2023, pursuant to the provisions of Section 203 of the Companies Act, 2013 read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and Regulation 6 of the Listing Regulations.
- 4) Pursuant to the provisions of Regulation 30(5) of the Listing Regulations, also authorized Mr. Ravi Vaishnav as Company Secretary and Compliance Officer of the Company for the purpose of determining materiality of an event or information and making disclosures to stock exchanges under Regulation 30 of the Listing Regulations. Accordingly, the updated details of the KMP authorised in this regard are as follow:

- 1) Mr. Pawan Kumar Choudhary, Managing Director  
Phone No.: (022) 6688 0100;  
Email id: [pkc@hindcompo.com](mailto:pkc@hindcompo.com)

- 2) Mr. Ravi Vaishnav, Company Secretary and Compliance Officer  
Phone No.: (022) 6688 0100;  
Email id: [secretarial@hindcompo.com](mailto:secretarial@hindcompo.com)

Further, this is to inform you that the dividend recommended by the Board of Directors of the Company in its Board meeting held on 26<sup>th</sup> May, 2023, if approved at the ensuing Annual General Meeting of the Company, shall be paid / dispatched between 6<sup>th</sup> October, 2023 to 20<sup>th</sup>, October, 2023.

The detailed disclosure as required under Regulation 30 of the Listing Regulations read with the SEBI Circular No. CIR/CFD/CMD/4/2015 dated 9<sup>th</sup> September, 2015 is enclosed as **Annexure-A**.

The meeting of the Board of Directors commenced at 03.30 p.m. and concluded at 04.35 p.m.

Kindly take the above on your records.

Thanking you,

Yours faithfully,

*For* **Hindustan Composites Limited**

**P. K. Choudhary**  
**Managing Director**  
**(DIN.: 00535670)**

Encl.: A/a

### Annexure A

Details under Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with the SEBI Circular CIR/CFD/CMD/4/2015 dated 9<sup>th</sup> September, 2015:

Sr. No.	Particulars	Mr. Raghu Mody	Mr. Vinay Sarin	Mr. Ravi Vaishnav
1.	Reason for change viz. appointment, resignation, removal, death or otherwise	Reappointment of Mr. Raghu Mody (DIN: 00053329), as Non Executive Director of the Company.	Appointment of Mr. Vinay Sarin (DIN: 00090757), as an Additional Director of the Company (Non-Executive Non-Independent).	Appointment of Mr. Ravi Vaishnav as Company Secretary & Compliance Officer of the Company.
2.	Date of appointment / cessation (as applicable) & term of appointment	W.e.f. 1 <sup>st</sup> October, 2023, subject to members' approval.	W.e.f. 1 <sup>st</sup> July, 2023, who shall hold office up to the date of ensuing Annual General Meeting of the Company.	W.e.f. 30 <sup>th</sup> June, 2023 as per the provisions of the Companies Act, 2013 read with Rules made thereunder and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
3.	Brief profile (in case of appointment);	As per Annexure 1	As per Annexure 1	Mr. Ravi Vaishnav is a B. Com, LLB and an associate member of the Institute of Company Secretaries of India. He has more than 9 years of experience in managing Company Secretarial and Corporate legal matters.
4.	Disclosure of relationships between directors (in case of appointment of a director)	He is not related to any of the directors of the Company.	He is not related to any of the directors of the Company.	Not applicable

**BRIEF PROFILE OF MR. RAGHU MODY**

Mr. Raghu Mody is a leading industrialist with several decades of extensive and varied experience in setting up/running businesses in different kinds of products. He is associated with the Company since 1987. He is Chairman and Non Executive Director of the Company. He supervises overall management of the Company. Taking into consideration his expertise, he is best suited for the responsibilities currently assigned to him by the Board of Directors of the Company.

Mr. Mody was re-appointed as Chairman & Whole-time Director of the Company for a period of 3 years w.e.f. 1<sup>st</sup> October, 2020 till 30<sup>th</sup> September, 2023 at 56<sup>th</sup> Annual General Meeting held on 29<sup>th</sup> September, 2020; however, due to his personal reasons, he stepped down from the executive post (Whole Time Directorship) of the Company with effect from closing hours of 22<sup>nd</sup> October, 2022 and he was re-categorized as Non-Executive Director of the Company. Therefore, his current term of appointment is upto 30<sup>th</sup> September, 2023, hence, the Board of Directors of the Company has recommended his reappointment as Non Executive Director of the Company with effect from 1<sup>st</sup> October, 2023, subject to the approval of the members at the ensuing Annual General Meeting of the Company. Mr. Raghu Mody is part of the promoter group of the Company.

**BRIEF PROFILE OF MR. VINAY SARIN**

Mr. Vinay Sarin is a Senior Management Professional with about 55 years of diversified experience in both the Consumer, Engineering & the Automobile Industry.

He is a Postgraduate with a Masters in Marketing Management and has held senior positions in Sales & Marketing and Business Development during his career during which he has travelled extensively both in India and overseas.

He has many years of experience in negotiating with Joint Venture partners and has a successful track record in facilitating overseas JV partnerships and technical collaborations.

He is very familiar with the friction materials manufacturing Industry both in India & Overseas and has visited and studied “best in class” manufacturing practices followed in nearly all the large reputable friction material companies worldwide. He has been associated with the Company since many years and has served the Company in many capacities from time to time.

Presently, Mr. Sarin is a director of Compo Advics (India) Pvt. Ltd. and works closely with the Company’s Japanese partners, Advics India Pvt. Ltd., the Indian subsidiary of ADVICS Company Ltd., Japan, the world’s third largest brake company and which is owned by Toyota, Aisin Seiki, Denso Corporation & Sumitomo Electric Industries.