



Divgi TorqTransfer Systems

Divgi TorqTransfer Systems Limited

CIN: U32201MH1964PLC013085

75, General Block, MIDC, Bhosari,

Pune 411 026, India

Tel: (+91-20) 63110100

Web: www.divgi-tts.com

Ref.: DTTS/Sec/23-24/34

June 29, 2023

To, BSE Limited, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400001 BSE Scrip Code – 543812	To, National Stock Exchange of India Limited, "Exchange Plaza" 5th Floor, Plot No. C-1, G Block, Bandra Kurla Complex, Bandra (East), Mumbai – 400051 NSE Scrip Code - DIVGIITTS
---	--

Sub: Outcome of Board Meeting

Ref.: Regulations 30 of the LODR Regulations

Dear Sir / Madam,

Pursuant to Regulations 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby inform you that Board of Directors of the Company at their meeting held on **June 29, 2023**, inter-alia other matters, have approved:

1. Postponement of Annual General Meeting

- This is in reference to our letter dated May 18, 2023 ref. No. DTTS/Sec/23-24/23, wherein it was informed that the 58th Annual General Meeting of the members of the Company will be held on Friday, July 28, 2023.
- However, due to some unavoidable circumstances, **it has been decided to postpone the 58th Annual General Meeting to Monday, July 31, 2023.**

2. Appointment of Scrutinizer

- CS Mrunmayee Sathaye (ACS: 51169 CP: 19264), Partner, KANJ & Co. LLP, Company Secretaries, Pune has been appointed as the Scrutinizer for the e-voting process for the ensuing Annual General Meeting under Regulation 44 of the SEBI (Listing obligation and Disclosure Requirements) Regulation, 2015 and Rule 20 of the Companies (Management and Administration) Rules, 2014.

3. Record Date and Cut Off:

- Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, the Board has fixed **Monday, July 24, 2023** as the cut-off date to record entitlement of the members who are entitled to receive final dividend of ₹ 3.35/- per equity share for FY 2022-23 and to cast their vote electronically for the



Divgi TorqTransfer Systems

Divgi TorqTransfer Systems Limited

CIN: U32201MH1964PLC013085

75, General Block, MIDC, Bhosari,

Pune 411 026, India

Tel: (+91-20) 63110100

Web: www.divgi-tts.com

business to be transacted at the ensuing Annual General Meeting of the Company.

4. Book Closure:

- Pursuant to the provisions of the Companies Act, 2013 and Regulation 42 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Register of Members and Share Transfer Books of the Company will remain closed from **Tuesday, July 25, 2023 to Monday, July 31, 2023** (both days inclusive) for the purpose of 58th AGM to be held on **Monday, July 31, 2023**. [Security Code: BSE- 543812; NSE: DIVGIITTS Type of Security: Equity Shares].

5. E-voting:

- Members of the Company holding shares as on the cut-off date of Monday, July 24, 2023 may cast their vote by remote e-Voting. The remote e-Voting period commences on **Friday, July 28, 2023 at 9.00 a.m.** (IST) and ends on **Sunday, July 30, 2023 at 5.00 p.m.**

6. Noting of Resignation of Company Secretary and Compliance Officer:

- The Board has accepted and noted the resignation of Mr. Satish Chandrashekhar Kadrolli (ACS 43677) from the post of Company Secretary and Compliance Officer of the Company. Mr. Satish Chandrashekhar Kadrolli ceases to be Company Secretary & Compliance Officer of the Company effective from closing of working hours of **Friday, June 30, 2023**.

The details as required under Regulation 30 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 and SEBI Circular CIR/CFD/CMD/4/2015 dated 09th September, 2015, as amended from time to time are given in **Annexure A**

7. Appointment of Company Secretary and Compliance Officer:

- Board has further considered and approved the recommendation of Nomination and Remuneration Committee towards the appointment of Ms. Sanika Surendra Nirgude, as Company Secretary and Compliance Officer of the Company. As per the provisions of Section 203 of the Companies Act, 2013 read with relevant applicable Rules, Ms. Sanika Nirgude will be the Whole Time Key Managerial Personnel of the Company which shall be effective from **Saturday, July 01, 2023**.

The detailed profile of Ms Sanika Nirgude as per the requirement of Regulation 30 of the Listing Regulations read with SEBI circular CIR/CFD/CMD/4/2015 dated 09th September, 2015 is annexed to this intimation as **Annexure B**



Divgi TorqTransfer Systems

Divgi TorqTransfer Systems Limited

CIN: U32201MH1964PLC013085

75, General Block, MIDC, Bhosari,

Pune 411 026, India

Tel: (+91-20) 63110100

Web: www.divgi-tts.com

The said meeting commenced at 11.30 a.m. and concluded at 12.50 p.m on **June 29, 2023**.

Kindly take the same on your record and acknowledge.

Thanking you,

For **Divgi TorqTransfer Systems Limited**

Hirendra Bhaskar Divgi
Whole Time Director
DIN: 01634431

Enclosure: As above



Divgi TorqTransfer Systems

Divgi TorqTransfer Systems Limited
CIN: U32201MH1964PLC013085
75, General Block, MIDC, Bhosari,
Pune 411 026, India
Tel: (+91-20) 63110100
Web: www.divgi-tts.com

Annexure A

Sr No	Requirement	Disclosure
1.	Reason for change viz., appointment, resignation, removal, death or otherwise.	Resignation as Company Secretary and Compliance Officer of the Company.
2.	Date of appointment / cessation (as applicable) and Term of appointment	Close of working hours of June 30, 2023
3.	Brief Profile (in case of appointment)	Not Applicable
4.	Disclosure of relationships between directors (in case of appointment of a director)	Not Applicable



Divgi TorqTransfer Systems

Divgi TorqTransfer Systems Limited

CIN: U32201MH1964PLC013085

75, General Block, MIDC, Bhosari,

Pune 411 026, India

Tel: (+91-20) 63110100

Web: www.divgi-tts.com

Annexure B

Sr No	Requirement	Disclosure
1.	Reason for change viz., appointment, resignation, removal, death or otherwise.	The Board of Directors has appointed Ms. Sanika Surendra Nirgude as a Company Secretary and Compliance Officer of the Company pursuant to resignation of Mr. Satish Kadrolli from the post of Company Secretary and Compliance Officer
2.	Date of appointment / cessation (as applicable) and Term of appointment	July 01, 2023
3.	Brief Profile (in case of appointment)	<p>Ms. Sanika Nirgude, is an Associate Member of Institute of Company Secretaries of India (M No. A71466) and holds bachelor's degree in commerce from Pune University who possesses sufficient knowledge of Corporate Laws, SEBI-related compliances and Corporate Governance</p> <p>Previously, she has worked as the Asst. Company Secretary of the Company and played an active role in IPO of Divgi-TTS and is associated with the Company since October 2021.</p>
4.	Disclosure of relationships between directors (in case of appointment of a director)	Not Applicable