

August 14, 2020

To,  
The General Manager,  
Department of Corporate Services,  
BSE Limited,  
P.J. Tower, Dalal Street,  
Fort, Mumbai – 400 001

To,  
National Stock Exchange of India Limited (“NSE”),  
Exchange Plaza, C-1, Block G,  
BandraKurla Complex,  
Bandra (East),  
Mumbai, Maharashtra 400051

BSE Script Code : 511194

NSE Symbol : ICDSLTD

**Subject : Intimation of Composition of Board of Directors of the ICDS Limited (the “Company”) and Reconstitution of Audit Committee, Nomination & Remuneration Committee, and Stakeholders Relationship Committee under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”).**

Dear Sir / Madam,

In continuation of our earlier intimation made on July 28, 2020 w.r.t. the sad demise of Mr. U Harish P Shenoy, Independent Director of the Company on July 26, 2020, the composition of Board of Directors of the Company is reduced from 7 directors to 6 directors.

Further, the following present Composition of Board of Directors of the Company is in compliance with the requirement of Regulation 17 of SEBI Listing Regulations and Section 149 of the Companies Act, 2013.

| Sr. No. | Name                      | Designation                            |
|---------|---------------------------|--|
| 1       | Mr. T Mohandas Pai        | Chairman & Non-Executive Directors     |
| 2       | Mr. Airody Giridhar Pai   | Independent director                   |
| 3       | Mr. Bharath Krishna Nayak | Managing Director (Executive Director) |
| 4       | Mrs. Vimal C Kamath       | Independent Director (women Director)  |
| 5       | Mr. Sujir Prabhakar       | Independent Director                   |
| 6       | Mr. T Sachin Pai          | Non-Executive Director                 |

Further pursuant to resolution passed by the board of directors through Circular resolution passed today i.e. on August 14, 2020, the Company has reconstituted the following Committees of the Board of Directors of the Company with immediate effect:



Regd. and Admn. Offices :

Syndicate House, P.B. No. 46, Upendra Nagar, Manipal - 576 104

Phone : EPABX 0820-2701500 Fax : 0820-2571137 Website : www.icdslimited.com CIN : L65993KA1971PLC002106

- a. Reconstitution of the Audit Committee by inducting Mrs. Vimal C. Kamath, Independent Director as new Member of the Committee in place of Mr. U Harish P Shenoy. Post reconstitution, the composition of the Audit Committee shall be as under:

| Name of the Director   | Position on Committee | Nature of Directorship |
|------------------------|-----------------------|------------------------|
| Mr. Sujir Prabhakar    | Chairman              | Independent director   |
| Mr. AirodyGiridhar Pai | Member                | Independent director   |
| Mrs. Vimal C Kamath    | Member                | Independent director   |

- b. Reconstitution of the Nomination & Remuneration Committee by inducting Mr. Sujir Prabhakar, Independent Director as new member of the Committee in place of Mr. U Harish P Shenoy, Post reconstitution, the composition of the Nomination & Remuneration Committee shall be as under:

| Name of the Director   | Position on Committee | Nature of Directorship |
|------------------------|-----------------------|------------------------|
| Mr. AirodyGiridhar Pai | Chairman              | Independent director   |
| Mr. Sujir Prabhakar    | Member                | Independent director   |
| Mrs. Vimal C Kamath    | Member                | Independent director   |

- c. Reconstitution of the Stakeholder Relationship Committee by inducting Mr. Sujir Prabhakar, Independent Director as new member of the Committee in place of Mr. U Harish P Shenoy, Post reconstruction, the composition of the Stakeholder Relationship Committee shall be as under:


| Name of the Director   | Position on Committee | Nature of Directorship  |
|------------------------|-----------------------|-------------------------|
| Mr. T Mohandas Pai     | Chairman              | Non-Executive Directors |
| Mr. Sujir Prabhakar    | Member                | Independent director    |
| Mr. AirodyGiridhar Pai | Member                | Independent director    |

Kindly take the aforesaid intimation on your records and kindly acknowledge the receipt of the same.

Thanking You,

Yours Faithfully,

For ICDS Limited

  
(Bharath Krishna Nayak)  
Managing Director  
(DIN: 00776729)



Date: August 14, 2020

Place: Manipal