



SEC/SE/006/23-24
Chennai, April 11, 2023

BSE Limited,
Phiroze Jeejeebhoy Towers,
P J Towers, Dalal Street,
Mumbai – 400 001
Scrip Code: 533121

National Stock Exchange of India Limited,
Exchange Plaza, C-1, Block G,
Bandra Kurla Complex,
Bandra (East),
Mumbai - 400 051
Scrip Code: EXPLEOSOL

Sub: Outcome of the meeting of the Board of Directors held on April 11, 2023.

Dear Sir/Madam,

The Meeting of Board of Directors of Expleo Solutions Limited was held on Tuesday, April 11, 2023.

The Board of Directors of the Company has, inter-alia, considered and approved the following:

1. Fixed Monday, April 24, 2023 as the “Record Date” for the purpose of determining the members of the Transferor Company 1 to whom shares of the Company will be allotted, consequent to the approval of Scheme of Amalgamation of Expleo India Infosystems Private Limited (“**Transferor Company 1**”), Expleo Technologies India Private Limited (“**Transferor Company 2**”), Expleo Engineering India Private Limited (“**Transferor Company 3**”) and Silver Software Development Centre Private Limited (“**Transferor Company 4**”) with Expleo Solutions Limited (“**Transferee Company**”) and their respective shareholders and creditors under Sections 230-232 and other applicable provisions of the Companies Act, 2013 (“**Scheme**” or “**Scheme of Amalgamation**”). A separate disclosure pursuant to Regulation 42 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 is also being filed with stock exchanges in this regard.
2. The Board has approved the appointment of Mr. Prashant Eknath Bramhankar, Director (Non-Executive) on the Board of the Company as a Whole-time Director & Chief Operating Officer (Key Managerial Personnel).

Reason for change: Change in designation from Director (Non-Executive) to Whole-time Director & Chief Operating Officer consequent to the Scheme of Amalgamation.

Consequent to the Scheme of Amalgamation becoming effective, Mr. Prashant Eknath Bramhankar, by virtue of him being in whole time employment of Transferor Company 1, becomes an employee of Expleo Solutions Limited from the date on which the Order of NCLT approving the Scheme was filed by the Company with the Registrar of Companies, Chennai, i.e. April 1, 2023.

As per the Companies Act, 2013, any director in whole-time employment of the Company shall be construed to be a Whole-time Director. Hence, Mr. Prashant Eknath Bramhankar will be construed to be a Whole-time Director & Chief Operating Officer on the Board of the Company with effect from April 1, 2023.



Term of Appointment:

Hence the Board, as recommended by the Nomination & Remuneration Committee and subject to approval by the shareholders, has approved the appointment of Mr. Prashant Eknath Bramhankar, Director (Non-Executive) as a Whole-time Director & Chief Operating Officer (Key Managerial Personnel) of the Company with effect from April 1, 2023 for a period of 3 years, whose office shall be subject to liable to retire by rotation.

Brief profile:

A brief profile of Mr. Prashant Eknath Brahmkankar is attached herewith.

Disclosure of relationship with directors:

Mr. Prashant Eknath Bramhankar, other than being a Director (Non-executive) on the Board of the Company, does not have any relationship with the directors of the Company.

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. CIR/CFD/CMD/4/2015 dated September 09, 2015, we would like to inform that the meeting of the Board of Directors of the Company commenced at 6.45 p.m. and concluded at 8.40 p.m. You are requested to take the above on record and oblige.

You are requested to take the above on record and oblige.

Thanking you,

Yours faithfully,
For Expleo Solutions Limited

S. Sampath Kumar
Company Secretary and Compliance Officer
Membership No. FCS 3838

BRIEF PROFILE

PRASHANT BRAMHANKAR **Director (Non-Executive)**

Prashant Bramhankar is the Director (Non-Executive) of Expleo Solutions Limited. He is also the Chief Operating Officer of Expleo Group companies in India.

Prashant is a Mechanical Engineer, started his career in 1988 with Premier Automobiles, spent 10 years with Indian Automotive companies including Tata Motors. He also spent 16 years with Siemens Industry Software in multiple capacities in Software Product Development environment.

Prashant joined SQS in 2015 to head the global “Automotive and Manufacturing” business, post SQS merger with Assystem, he is focusing on running the two group subsidiaries in India focused on Software Quality and Engineering services.

He is very passionate towards the new areas in Engineering, especially in Automotive.