

# BN HOLDINGS LIMITED

(FORMERLY ARIHANT Tournesol Limited)

CIN No: L15315MH1991PLC326590

REGD. OFFICE: 217, ADANI, INSPIRE-BKC, SITUATED G BLOCK, BKC MAIN ROAD, BANDRA KURLA COMPLEX,  
BANDRA EAST, MUMBAI, MAHARASHTRA, 400051

CORPORATE ADDRESS: - 1ST FLOOR, B.N. CORPORATE PARK, PLOT NO. 18, NOIDA -135, GAUTAM BUDDHA  
NAGAR, UTTAR PRADESH-201304.

Ph: 022-69123200; Mb.: +91 9958822310 | W:-[www.bn-holdings.com](http://www.bn-holdings.com)|E:corporate@bn-holdings.com

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October 27, 2023

To,  
BSE Limited.  
Corporate Relation Department,  
PhirozeJeejeebhoy Towers, Dalal Street,  
Mumbai - 400001. Maharashtra, India.

Scrip Code: 526125

ISIN: INE00HZ01011

Dear Sir/Madam,

**Sub: Outcome of Board Meeting**

**Ref: Disclosure under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”)**

Dear Sir,

Pursuant to Regulation 30 of SEBI (Listing Obligation and Disclosure Requirement) Regulations 2015, as amended (“SEBI Listing Regulations”), October 27, 2023 through video conferencing and the Board has, inter-alia consider and approved the following decisions:-

**1) Resignation of Non-executive Director of the Company.**

Mrs. Ashima Agarwal, Non-executive director of the company has resigned from her position from the company w.e.f November 1, 2023. The company has received her resignation letter today.

Details required under Regulation 30 of SEBI LODR Regulations read with SEBI circular No. CIR/CFD/CMD/4/2015 dated September 09, 2015 is annexed as **Annexure-I.**

**2) Appointment of Additional Director in the capacity of Non-executive**

The Board consider the appointment of Shri Ashutosh Sharma as Additional director in the company in non-executive category w.e.f November 1, 2023.

Details required under Regulation 30 of SEBI LODR Regulations read with SEBI circular No. CIR/CFD/CMD/4/2015 dated September 09, 2015 is annexed as **Annexure-II.**

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### 3) Appointment of Internal Auditor

The Board appointed M/s Garg & Gul Co. as the Internal Auditor of the Company for the financial year 2023-24.

Details required under Regulation 30 of SEBI LODR Regulations read with SEBI circular No. CIR/CFD/CMD/4/2015 dated September 09, 2015 is annexed as Annexure-III.

### 4) Appointment of Secretarial Auditor

The Board appointed M/s Mehta & Mehta as the Secretarial Auditor of the Company for the financial year 2023-24.

Details required under Regulation 30 of SEBI LODR Regulations read with SEBI circular No. CIR/CFD/CMD/4/2015 dated September 09, 2015 is annexed as Annexure-IV.

### 5) Re-constitution of Committee

The Nomination and Remuneration and Stakeholder Relationship committee of the company has been reconstituted and attached as Annexure -V

The meeting of the board of directors commenced on 2:00 PM and concluded at 3:30 PM.

We request you to take the above documents on record.

**Thanking You**

**Yours faithfully**

**For BN HOLDINGS LIMITED**

**REETIKA MAHENDRA**  
**COMPANY SECRETARY AND COMPLIANCE OFFICER**  
**[M.NO. A48493]**

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## Annexure I

Details required under Regulation 30 of SEBI LODR Regulations read with SEBI circular No. CIR/CFD/CMD/4/2015 dated September 09, 2015.

S.No.	Details of Events that need to be provided	Details of Change
1.	Name of Director	Mrs. Ashima Agarwal
2.	Reason for Change viz appointment, resignation, removal, death or otherwise	Resignation
3.	Date of cessation	01.11.2023
4.	Brief profile(in case of appointment)	NA
5.	Disclosure of relationship between directors(in case of appointment of a director)	NA

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## Annexure II

Details required under Regulation 30 of SEBI LODR Regulations read with SEBI circular No. CIR/CFD/CMD/4/2015 dated September 09, 2015.

S.No.	Details of Events that need to be provided	Details of Change
1.	Name of Director	Mr. Ashutosh Sharma
2.	Reason for Change viz appointment, resignation, removal, death or otherwise	Appointment
3.	Date of appointment & term of appointment	01.11.2023; Appointed as additional director to hold the office upto the date of next annual general meeting
4.	Brief profile(in case of appointment)	<p>Mr. Ashutosh Sharma is a seasoned professional with more than 16 years of experience in entire gamut of Human Resources, encompassing industries like Insurance, Cement, FMCG, Infrastructural Development, and Finance. He has headed the HR Function for IL&amp;FS Transportation Networks Limited, and has worked in Patanjali, and Ambuja Cements Ltd. (Holcim Group company) in various roles and capacity. His leadership in driving the OD interventions, such as Cultural change, Cross-functional collaboration, Commercial transformation, Diversity &amp; Inclusion and Health &amp; Safety is appropriate to the hilt. Mr. Sharma is a true business partner, who advocates sustainable business, by driving Employee Engagement, Succession planning and Leadership Development.</p> <p>Additionally, he has played a pivotal role in establishing HR practices in challenging business scenarios e.g. Mergers &amp; Acquisitions, and Integrations, by introducing</p>

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		<p>Organisational Restructuring, Enhancing the productivity of the workforce, Enabling Job Evaluations, aligning policies and establishing shared services division.</p> <p>Mr. Ashutosh Sharma holds an MBA with specialisation in Human Resources and has Master's degree in "Applied Psychology". He possesses certifications in Global Professional in HR (GPHR) by HRCI; HR Analytics from IIM-Ahmedabad; and Leadership Development &amp; Executive Coaching by Dr. Marshall Goldsmith</p>
5.	Disclosure of relationship between directors(in case of appointment of a director)	Nil

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## Annexure III

Details required under Regulation 30 of SEBI LODR Regulations read with SEBI circular No. CIR/CFD/CMD/4/2015 dated September 09, 2015.

S.No.	Details of Events that need to be provided	Details of Change
1.	Name of Auditor	M/s Garg Gul & Co
2.	Reason for Change viz appointment, resignation, removal, death or otherwise	Appointment
3.	Date of appointment & term of appointment	27.10.2023 for the financial year 2023-24.
4.	Brief profile(in case of appointment)	Garg Gul & Co. was formed by CA Prem Gul & CA Madhur Garg in the year 2002 and further CA Divya Jaiswani joined the firm in year 2007 and CA Upendra Garg in 2021. The firm has strength of four FCA partners assisted by a team of professionals. The firm is a professional organisation in all respects with corporate work culture and defined delegations, rights and duties of each partner, employee and trainee. Garg Gul & Co. is duly empanelled with Comptroller & Auditor General & Reserve Bank of India.
5.	Disclosure of relationship between directors(in case of appointment of a director)	Nil

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## Annexure IV

Details required under Regulation 30 of SEBI LODR Regulations read with SEBI circular No. CIR/CFD/CMD/4/2015 dated September 09, 2015.

S.No.	Details of Events that need to be provided	Details of Change
1.	Name of Auditor	M/s Mehta & Mehta
2.	Reason for Change viz appointment, resignation, removal, death or otherwise	Appointment
3.	Date of appointment & term of appointment	27.10.2023 for the financial year 2023-24.
4.	Brief profile(in case of appointment)	Mehta & Mehta is a 25-year-old firm promoted by Mr. Atul Mehta and Ms. Dipti Mehta. We strive for quality and excellence in legal and secretarial consultancy which covers varied areas of the corporate field and diverse avenues of corporate laws & other related areas. The firm started out as a practicing company secretaries' firm, and today the bouquet of services includes Management, Mentoring, Strategizing, Finance, Legal, Compliance, HR, Secretarial, Marketing, Operations, Sustainability and so on.
5.	Disclosure of relationship between directors(in case of appointment of a director)	Nil

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## Annexure V

Nature of Members	NRC Committee	Stakeholder Committee
Executive Director-MD		Anubhav Agarwal
Non-Executive Additional Director	Ashutosh Sharma	Ashutosh Sharma
Non-Executive Independent Director	Rakesh Kumar Verma	Rakesh Kumar Verma
Non-Executive Independent Director	Shalu Saraf	

**Thanking You**  
**Yours faithfully**  
**For BN HOLDINGS LIMITED**

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