

**Date:** January 18, 2018

**BSE Limited**

Corporate Service Department,  
01<sup>st</sup> Floor, P. J. Towers,  
Dalal Street,  
Mumbai 400 001

Fax: (022) 2272 2039/2272 3121

**Scrip ID:** ZENSARTECH

**Scrip Code:** 504067

**The National Stock Exchange of India Ltd.**

Exchange Plaza, 03<sup>rd</sup> floor,  
Plot No. C/1, 'G' block,  
Bandra Kurla Complex, Bandra (E),  
Mumbai 400 051

Fax: (022) 26598237/26598238

**Symbol:** ZENSARTECH

**Series:** EQ

Dear Sir(s),

**Subject:** Outcome of the Board Meeting held on January 18, 2018

We wish to inform you that the Board of Directors of the Company at its meeting held today, inter alia, has approved the following:

**Financial Results:**

1. Unaudited financial results of the Company (Standalone as well as Consolidated) for the quarter and nine months ended December 31, 2017.

**Interim Dividend**

1. Declaration of an interim dividend of Rs. 5/- per share;
2. Fixation of record date for interim dividend as January 31, 2018.

**Change in the Board of Directors**

1. Appointment of Ms. Tanuja Randery (DIN: 08014909) as an Additional as well as Independent Non-executive Director on the Board of the Company.
2. Appointment of Mr. Harsh Mariwala (DIN: 00210342) as an Additional as well as Independent Non-executive Director on the Board of the Company.

**Change in the Key Managerial Personnel**

1. Appointment of Mr. Navneet Khandelwal, as Chief Financial Officer ("CFO") of the Company effective from January 18, 2018, who joins in place of Mr. Manoj Jaiswal who resigned from the office of CFO effective from December 4, 2017;
2. Appointment of Mr. Gaurav Tongia, as the Company Secretary and Compliance Officer of the Company effective from February 1, 2017, in place of current Company Secretary and Compliance Officer Mr. Nilesh Limaye who demits office on superannuation.

dated September 09, 2015 are given in the enclosed Annexure.

This is for your information and dissemination purpose.

Thanking you,  
Yours faithfully,

For **Zensar Technologies Limited**

  
Nilesh Limaye  
**Company Secretary**  
Mem. No. A4075



**Appointment of Ms. Tanuja Randery as an Additional Independent Non-executive Director on the Board of the Company**

Sr. No.	Particulars	Company remark
1.	Reason for change viz. appointment, resignation, removal, death or otherwise;	Ms. Tanuja Randery has been appointed as an Additional as well as Independent Non-executive Director on the Board of the Company.
2.	Date of appointment  Term of appointment	January 18, 2018  Five years (From January 18, 2018 till January 17, 2023 subject to approval of the shareholders of the Company)
3.	Brief profile (In case of appointment)	Given separately hereunder
4.	Disclosure of relationships between directors (in case of appointment of a director)	Ms. Tanuja Randery is not related to any of the existing directors / key managerial personnel of the Company.

**Appointment of Mr. Harsh Mariwala as an Additional Independent Non-executive Director on the Board of the Company**

Sr. No.	Particulars	Company remark
1.	Reason for change viz. appointment, resignation, removal, death or otherwise;	Mr. Harsh Mariwala has been appointed as an Additional as well as Independent Non-executive Director on the Board of the Company.
2.	Date of appointment  Term of appointment	January 18, 2018  Five years (From January 18, 2018 till January 17, 2023 subject to approval of the shareholders of the Company)
3.	Brief profile (In case of appointment)	Given separately hereunder
4.	Disclosure of relationships between directors (in case of appointment of a director)	Mr. Harsh Mariwala is not related to any of the existing directors / key managerial personnel of the Company.



**Appointment of Mr. Navneet Khandelwal as Chief Executive Officer of the Company**

Sr. No.	Particulars	Company remark
1.	Reason for change viz. appointment, resignation, removal, death or otherwise;	Mr. Navneet Khandelwal has been appointed as Chief Executive Officer of the Company.
2.	Date of appointment	January 18, 2018
	Term of appointment	NA
3.	Brief profile (In case of appointment)	Given separately hereunder
4.	Disclosure of relationships between directors (in case of appointment of a director)	Mr. Navneet Khandelwal is not related to any of the existing directors / key managerial personnel of the Company.

**Appointment of Mr. Gaurav Tongia as Company Secretary and Compliance Officer of the Company**

Sr. No.	Particulars	Company remark
1.	Reason for change viz. appointment, resignation, removal, death or otherwise;	Mr. Gaurav Tongia has been appointed as Company Secretary and Compliance Officer of the Company.
2.	Date of appointment	Effective from February 1, 2018
	Term of appointment	NA
3.	Brief profile (In case of appointment)	Given separately hereunder
4.	Disclosure of relationships between directors (in case of appointment of a director)	Mr. Gaurav Tongia is not related to any of the existing directors / key managerial personnel of the Company.



### **Brief Profile of Ms. Tanuja Randery**

Ms. Tanuja Randery was CEO, UK & Ireland for Schneider Electric, the global energy management and automation firm responsible for a €1bn business across Technology, Buildings, Power and Industry. She is also a Non-executive Director on the Board of Proximus Group, the Belgium Telecommunications and Services company.

Prior to Schneider, she spent 10+ years in Telecommunications and Managed Services at Colt Technology Services, a leading pan-European telecoms provider, and most recently at BT Global Services, a €7.0bn business, as President of Strategy & Transformation. While at Colt, Tanuja led Strategy & Transformation, Global Accounts and UK & Ireland, and was also Managing Director of the Benelux business during 2006-2008.

Prior to joining Colt, Tanuja led the Strategy function at EMC Corporation in Massachusetts, USA and was instrumental in a number of key software acquisitions. Tanuja started her career at McKinsey, the global strategy consulting firm where she spent 7 years specializing in technology and telecoms growth and sales strategy serving leading global companies.

Ms. Tanuja has done her M.B.A., from Boston University, Boston, MA, USA during 1988-1990. Prior to that she completed her B.A. in Economics from Sophia College, Bombay, India in 1987.

### **Brief Profile of Mr. Harsh Mariwala**

Mr. Mariwala aged 67, leads Marico Limited as its Chairman. He is also Chairman & Managing Director of Kaya Limited. Over the past three decades, Mr. Mariwala has transformed a traditional commodities driven business into a leading consumer products and services company in the Beauty and Wellness space.

Mr. Mariwala's entrepreneurial drive and passion for innovation, enthused him to establish the Marico Innovation Foundation in 2003. The Foundation acts as a catalyst to fuel innovation in India.

Mr. Mariwala started ASCENT in 2012, a not-for-profit expression of his passion to create a unique trust based peer-to-peer platform for high potential growth-stage entrepreneurs that leverages the "Power of the collective" and enables them to share and exchange experiences, ideas, insights and create a healthy ecosystem to learn from each other and grow their enterprise.

Mr. Mariwala was the President of Federation of Indian Chambers of Commerce and Industry (FICCI) in 2011.



#### **Brief Profile of Mr. Navneet Khandelwal**

Mr. Navneet has spent around two decades across various pivotal roles in areas like Financial Planning & Analysis, Controllership, Business Finance and Internal Audit. He not only brings considerable Industry expertise in the structuring of Large complex legacy deals and managing cross-border & cross-cultural teams, but also brings immense knowledge about leading and managing Digital centric businesses.

Prior to joining Zensar, Navneet was the CFO for Wipro Digital business, directly responsible for enabling and growing Wipro's Digital business as a business leader. In addition, he was playing the role of Strategic Finance Partner, heading the Business Finance function for the Manufacturing and Healthcare businesses.

A Chartered Accountant by profession, he is actively involved in various CFO forums as a speaker.

#### **Brief Profile of Mr. Gaurav Tongia**

Mr. Gaurav has 14+ years' experience of setting up compliance frameworks, executing variety of corporate actions, representing in legal proceedings both domestic and international.

Prior to joining Zensar, he was working as Company Secretary of eClerx Services Ltd. a Company recognized by Forbes in its "200 Best Under a Billion" list for Asia Pacific for 2008 chosen from among more than 24,000 companies listed on all Asian Stock Exchanges.

Earlier, Mr. Gaurav was associated with AUNDE Faze Three Autofab Ltd., Mumbai, a Joint Venture between AUNDE Achter & Ebels GmbH, Germany and Faze Three Limited, India as AGM-Legal & Company Secretary.

Mr. Gaurav is a fellow member of the Institute of Company Secretaries of India.

