

GML/KOL/2017-18
March 31, 2018

Corporate Relationship Manager Bombay Stock Exchange Limited Floor 25, P J Towers, Dalal Street, Mumbai- 400 001. INDIA. Scrip Code: 533265	Mr. Hari K. – V.P.-Listing National Stock Exchange of India Limited "EXCHANGE PLAZA", Bandra – Kurla Complex, Bandra (East), Mumbai- 400 051. INDIA. Scrip Code: GALLANTT
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Sir/Madam,

SUB: OUTCOME OF THE BOARD MEETING – 31.03.2018 - MEETING OF THE BOARD COMMENCED AT 11.30 A.M. AND CONCLUDED AT 3.00 P.M.

The Board of Directors at their meeting held on today the 31st March, 2018, *inter alia* has decided and approved following important businesses:

1. RESIGNATION OF MR. RAJESH UPADHYAYA FROM THE POST OF COMPANY SECRETARY

The Chairman placed before the meeting the resignation letter of Mr. Rajesh Upadhyaya who has expressed his desire to resign from the post of Company Secretary and Compliance Officer of the Company owing to his pre-occupations. The Board of Directors has approved his resignation from the said post effective from today.

2. APPOINTMENT OF MR. TARUN KUMAR RATHI AS A COMPANY SECRETARY AND COMPLIANCE OFFICER

Mr. Tarun Kumar Rathi (ICSI Membership No. A53303) has expressed his willingness to be appointed as a Company Secretary and Compliance Officer of the Company. On the recommendation of Nomination and Remuneration Committee of the Board of Directors, Mr. Tarun Kumar Rathi has been appointed as a Company Secretary and Compliance Officer of the Company. Brief profile of Mr. Tarun Kumar Rathi is enclosed herewith in compliance with SEBI (LODR) Regulations, 2015.

3. APPOINTMENT OF SANDIP KUMAR AS AN INDEPENDENT DIRECTOR OF THE COMPANY

Mr. Sandip Kumar, having Director Identification No. 08088624, resident of Income Tax Quarter, Scheme – VII, Type – II, Flat – 43, Ultadanga Main Road, Kolkata – 700 067, West

GALLANTT METAL LIMITED

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Corporate Identification No. : L27109WB2005PLC101553



Bengal has been appointed as Additional Director of the Company regarded as an Independent Director. Mr. Sandip Kumar qualifies to be appointed as an Independent Director.

Brief Profile of Mr. Sandip Kumar is enclosed herewith in compliance with SEBI (LODR) Regulations, 2015.

4. RECONSTITUTION OF THE AUDIT COMMITTEE – APPOINTMENT OF MR. TARUN KUMAR RATHI AS A SECRETARY TO THE AUDIT COMMITTEE

Audit Committee of the Board of Directors of the Company has been reconstituted by appointment of Mr. Tarun Kumar Rathi as a Secretary to the Audit Committee. Now, the Audit Committee of the Company has following members:

Name of Director	Designation/Capacity
Mr. Prasant Kankrania	Chairman/Independent Director
Mr. Jyotirindra Nath Dey	Member/Independent Director
Mr. Richa Bhartiya	Member/Independent Director
Mr. Tarun Kumar Rathi	Secretary

Constitution of the Audit Committee is in compliance with requisite provisions of the Companies Act, 2013 and rules made thereunder, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and all other applicable laws, rules and regulations.

5. RECONSTITUTION OF THE STAKEHOLDERS RELATIONSHIP COMMITTEE – APPOINTMENT OF MR. TARUN KUMAR RATHI AS A SECRETARY TO THE STAKEHOLDER RELATIONSHIP COMMITTEE

Stakeholders Relationship Committee of the Board of Directors of the Company has been reconstituted by appointment of Mr. Tarun Kumar Rathi as a Secretary to the Stakeholders Relationship Committee. Now, the Stakeholders Relationship Committee of the Company has following members:

Name of Director	Designation/Capacity
Mr. Richa Bhartiya	Chairman/Independent Director
Mr. Jyotirindra Nath Dey	Member/Independent Director
Mr. Prasant Kankrania	Member/Independent Director
Mr. Tarun Kumar Rathi	Secretary



GALLANTT METAL LIMITED

Constitution of the Stakeholders Relationship Committee is in compliance with requisite provisions of the Companies Act, 2013 and rules made thereunder, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and all other applicable laws, rules and regulations.

6. RECONSTITUTION OF THE NOMINATION & REMUNERATION COMMITTEE – APPOINTMENT OF MR. TARUN KUMAR RATHI AS A SECRETARY TO THE NOMINATION & REMUNERATION COMMITTEE

Nomination and Remuneration Committee of the Board of Directors of the Company has been reconstituted by appointment of Mr. Tarun Kumar Rathi as a Member of the Committee. Now, the Nomination and Remuneration Committee of the Company has following members:

Name of Director	Designation/Capacity
Mr. Jyotirindra Nath Dey	Chairman/Independent Director
Mr. Richa Bhartiya	Member/Independent Director
Mr. Prasant Kankrania	Member/Independent Director
Mr. Tarun Kumar Rathi	Secretary

Constitution of the Nomination and Remuneration Committee is in compliance with requisite provisions of the Companies Act, 2013 and rules made thereunder, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and all other applicable laws, rules and regulations.

Thanking you,

Yours faithfully,

GALLANTT METAL LIMITED

Sandip Kumar Agarwal
(CFO)



GALLANTT METAL LIMITED

Brief Profile of Mr. Tarun Kumar Rathi

1. **Name of the KMP:** Mr. Tarun Kumar Rathi
2. **Father's Name:** Shri Ashok Rathi
3. **Address:** 30/28/03, Varun Path , Mansarover , Jaipur -302020 , Rajasthan
4. **Date of Birth:** 09/05/1990
5. **Designation:** Company Secretary & Compliance Officer
6. **Date of Appointment:** 31.03.2018
7. **Qualifications:** Qualified CS from the Institute of Company Secretaries of India, qualified M. Com and LL.B from Rajasthan university.
8. **Expertise in specific functional areas:** Mr. Tarun Kumar Rathi, aged about 27 years, has a vast knowledge of company law and has about 2 years of experience in finance, auditing and taxation.
9. **Directorship in Companies:** No
10. **No. of Shares held in the Company:** No
11. **Relationship with the Directors of the Company:** No relation
12. **Job Responsibilities/Function/ Roles of a Company Secretary:**

Job Responsibilities inter alia include:

As a company secretary beside the function and duties applicable to every company secretary or the compliance of various laws applicable to company and liaisoning with various authorities like ROC, Stock Exchange etc. you have several duties as set out under section 203 of companies act and other applicable provision , if any of the companies act 2013.

Committees to be served: Required serving as a Secretary of the Audit Committee, Nomination and Remuneration committee, stakeholders relationship committee, CSR committee and/or any other committee of the Board as may be required to be formed over the time.



13. Reason for Change: To fill the vacancy due to resignation of Mr. Rajesh Upadhyaya (Company Secretary). Mr. Tarun Kumar Rathi appointed as a Company Secretary and Compliance Officer with effective from March 31, 2018.



Tarun Kumar Rathi

Date: 31.03.2018

Place: Gorakhpur



Brief Profile of Mr. Sandip Kumar

1. **Name of the Director:** Mr. Sandip Kumar
2. **Father's Name:** Shri Vinod Roy
3. **Address:** Income Tax Quarter, Scheme – VII, Type – II, Flat – 43, Ultadanga Main Road, Kolkata – 700 067, West Bengal
4. **Date of Birth:** 16/11/1989
5. **Designation:** Non-Executive Independent Director
6. **Date of Appointment:** 31.03.2018
7. **Qualifications:** B-Com (H) from Calcutta University and Qualified CS Executive examination conducted by the Institute of Company Secretaries of India.
8. **Expertise in specific functional areas:** Mr. Sandip Kumar, aged about 28 years, has a vast experience of 5 years in the field of finance and accounts. He is a Commerce Graduate from Calcutta University. His expertise in the finance and accounts would prove an asset for the Company.
9. **Directorship in Companies:** No
10. **No. of Shares held in the Company:** No
11. **Relationship with the Directors of the Company:** No relation
12. **Job Responsibilities/Function/ Roles of an Independent Director:**

Job Responsibilities inter alia include:

As an Independent Director, besides the functions and duties applicable to every director, or the functions or duties of the Board collectively, you have several duties as set out in Schedule IV of the Companies Act, 2013.



Sandip Kumar

Committees to be served – Required serving as a member of the Audit Committee, Nomination and Remuneration Committee, Stakeholders Relationship Committee, Corporate Social Responsibility Committee, Operational Committee and or any other Committee of the Board as may be required to be formed over the period of time. The tasks to be accomplished being a part of each of the above-mentioned committee are as per the terms of reference set out by the Board of the Company, from time to time, for each such committee. He will also be required to serve on any other committee of the Board constituted by the Board from time to time.

13. Reason for Change: Appointment of Mr. Sandip Kumar as a Non-Executive Independent Director effective from March 31, 2018.

Sandip Kumar

Sandip Kumar

Date: 31.03.2018

Place: Gorakhpur

