DHARANI FINANCE LIMITED

PGP GROUP

Regd. & Admn. Off : "PGP House" No.59, (Old No.57) Sterling Road, Nungambakkam, Chennai - 600 034.
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CIN : L65191TN1990PLC019152 GST : 33AAACD1282G1Z4 PAN : AAACD1282G

DFL/Reg-30/Disclosure/Aug/2024

August 9, 2024

To
The Asst. General Manager
BSE Limited
Department of Corporate Services,
First Floor 25, P J Towers,
Dalal Street, Fort, Mumbai - 400 001.

Dear Sir/Madam,

Sub: Intimation under Regulation 30 of SEBI (Listing Obligations and Disclosures Requirements) Reg. 2015: Appointment of an Additional Director /Independent Director and Reconstitution of Committees- regarding.
Ref: Scrip Code – 511451 – Dharani Finance Limited – Board Meeting – 09.08.2024.

In terms of Regulation 30 & Schedule III of the SEBI (LODR) Regulation, 2015 read with SEBI circular SEBI/HO/CFD/CFD-PoD1/P/CIR/2023/123 dated July 13, 2023, we wish to inform you, that the Board of Directors of the Company in their meeting held today, i.e., 9th August 2024, have inter-alia, transacted the following items of business, and taken the decision as under:

1. Based upon the recommendation of Nominations and Remuneration Committee and subject to the approval of shareholders, Mr Perianna Gounder Muthusamy (DIN: 09048245) IRS (Retd) be and is hereby appointed as an Additional Director in category of Independent Director (Non-Executive Director) of the Company for a first term of 5 years with effective from 09.08.2024.
2. Based upon the recommendation of Nominations and Remuneration Committee and subject to the approval of shareholders, Mr Palaniappan Rajamanicakm Shampath (IAS) (R) (DIN: 10461017) be and is hereby appointed as an Additional Director in category of Independent Director (Non-Executive Director) of the Company for a first term of 5 years with effective from 09.08.2024.
3. Based upon the recommendation of Nominations and Remuneration Committee and subject to the approval of shareholders, Mr Murugavel Ramasamy,(DIN:10693633) be and is hereby appointed as a Managing Director & CEO of the Company for the period of 5 years with effective from 09.08.2024.
4. Consequent to the Appointment Board has approved reconstitution of the committees with effect from 09.08.2024.

The relevant details, as prescribed under SEBI Listing Regulations read with SEBI circular SEBI/HO/CFD/CFD-PoD1/P/CIR/2023/123 dated July 13, 2023, are enclosed as ANNEXURE-A.

The above information will also be available on the Company's website (www.dharanifinance.com).

This is for your information and record purposes.

Thanking You,

Yours faithfully,
For Dharani Finance Limited

Dr Palani G Periasamy
Chairman

Encl.: as above

Annexure - A

Details under amended Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read along with SEBI Circular No. SEBI/HO/CFD/CFDPoD1/P/CIR/2023/123 dated July 13, 2023.

1. Mr Perianna Gounder Muthusamy (DIN: 09048245) IRS (Retd)

Sl.No.	Particulars	
1	Reason for change viz., appointment~~, re-appointment, resignation, removal, death, cessation or otherwise~~	Appointment as an Independent Director in the Category of an Independent Director (Non- Executive) of the Company. In compliance with the provisions of Sections 149,150,152, and 161 and other applicable provisions of the Companies Act, 2013 and SEBI (LODR) Regulation 2015 and on the recommendation of the Nomination and Remuneration Committee (NRC) and subject to the approval of shareholders, the Board of Directors passed the resolution approving the appointment of Mr Perianna Gounder Muthusamy w.e.f. 09.08.2024.
2	Date of appointment/ ~~reappointment/ cessation~~ (as applicable) & term of appointment~~/ re-appointment;~~	Effective from 09.08.2024 for a period of 5 years subject to approval of the Shareholders of the Company at the ensuing Annual General Meeting of the Company.
3	Brief Profile (in case of appointment)	Mr Perianna Gounder Muthusamy is an Indian Revenue Service (IRS) officer with an outstanding career of 30+ years of experience and expertise in all niche areas of Indirect Taxes covering a wide spectrum, including GST, Customs, GATT Valuation, Central Excise and Foreign Trade. His expertise also extends to Trade Related Intellectual Property Rights (TRIPS), Joint ventures/Collaborations especially in Related company valuation and related party transactions, Indirect Tax Advisory, Tax Compliance, Foreign Trade Advisory and IP Management. He has a super specialization in sectors such as Health, Construction, Automotive, Pharmaceuticals, Agriculture, STEM, Information Technology, Transport and e-commerce. He served in various capacities as AO/AC/DC/JC with distinction in Tamil Nadu and Andhra Pradesh, reaching the position of 'Commissioner-Central Excise, Customs and GST', during which he adjudicated a large number of cases related to the above areas. During his stint in Tamil Nadu, he held senior positions, including Head of Office, Head Central intelligence unit and vigilance wing, Joint Director of the National Academy of Customs, Excise & Narcotics and Systems Manager of the Commissionerate during the implementation of Automation of Central Excise and Service Tax (ACES) and ICES 1.5. As the Zonal Unit Approval Committee Member, he approved a number of SEZs and 100% EOU Units in MEPZ, STPI, Mahindra City SEZ, SRI City and Vizag SEZs. Mr Muthusamy is academically trained in the e-governance of revenue collection conducted by BITS Pilani, Special Intelligence Course for Revenue Officers (SICO) conducted by the Cabinet Secretariat, Gurgaon and trained in NACEN, Faridabad, IIM, Lucknow, London School of Economics, Cambridge University, UK and Nyenrode Business School, Amsterdam and Rules of Origin, Green Customs, IPR Implementation by WCO. He graduated in Agriculture from TNAU Coimbatore 1976-80 BSc Ag 1980-82 MSc Ag and obtained a Law Degree from Madras Law College. He has a Masters in Management Systems from BITS, Pilani. He is well-versed in English, Tamil and Telugu.
4	Disclosure of relationships between Directors (in case of appointment of Director)	Not applicable

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Annexure - A

Details under amended Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read along with SEBI Circular No. SEBI/HO/CFD/CFDPoD1/P/CIR/2023/123 dated July 13, 2023.

2. Mr Palaniappan Rajamanicakm Shampath (IAS) (R) (DIN: 10461017)

Sl.No.	Particulars	
1	Reason for change viz., appointment~~, re-appointment, resignation, removal, death, cessation or otherwise~~	Appointment as an Independent Director in the Category of an Independent Director (Non- Executive) of the Company. In compliance with the provisions of Sections 149,150,152, and 161 and other applicable provisions of the Companies Act, 2013 and SEBI (LODR) Regulation 2015 and on the recommendation of the Nomination and Remuneration Committee (NRC) and subject to the approval of shareholders, the Board of Directors passed the resolution approving the appointment of Mr Palaniappan Rajamanicakam Shampath w.e.f. 09.08.2024.
2	Date of appointment/ ~~reappointment/ cessation~~ (as applicable) & term of appointment~~/ re-appointment;~~	Effective from 09.08.2024 for a period of 5 years subject to approval of the Shareholders of the Company at the ensuing Annual General Meeting of the Company.
3	Brief Profile (in case of appointment)	Palaniappan Rajamanickam Shampath is an Indian Administrative Service (IAS) officer with an outstanding career of 36 years of experience and expertise in all areas of the Sugar Industry, Infrastructure, Port and Revenue Department. He has vast experience in the Sugar Industry in Tamil Nadu Sugar Corporation for 3 Years as General Manager. He was involved in the construction of Two New Sugar Mills at Chidambaram and Cheyyar, including the Co-Gen of power Expansion and Modernisation of Five Sugar Mills. His expertise also extends to Trade Related Intellectual Property Rights (TRIPS), Joint ventures/Collaborations especially in Related company valuation and related party transactions, Indirect Tax Advisory, Tax Compliance, Foreign Trade Advisory and IP Management. He served in various capacities as Gazetted P.A. to Hon'ble C.M. (Dr. M.G.R), Dy. Secretary to Hon'ble C.M (Madam Ms. Jayalalitha), Director of Information & Publicity, Director of Art & Culture, M.D. M.G.R Film City, Secretary, Tamil Nadu Housing Board, Collector, Madurai District, Commissioner Corporation of Chennai, Member Secretary, Commissioner in the HR&CE Dept, Commissioner in the Animal Husbandry and Veterinary Science and Commissioner of Museum. He is an MSC graduate and Law Degree Holder.
4	Disclosure of relationships between Directors (in case of appointment of Director)	Not applicable

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3. Mr Murugavel Ramasamy, (DIN:10693633) as a Managing Director & CEO

Sl.No.	Particulars	
1	Reason for change viz., appointment~~, re-appointment, resignation, removal, death, cessation or otherwise~~	Appointment as a Managing Director & CEO of the Company. Pursuant to the provisions of sections 196, 197 and 198 read with Schedule V and all other applicable provisions of the Companies Act, 2013 ("the Act") and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and on the recommendation of the Nomination and Remuneration Committee (NRC) and subject to the approval of shareholders, the Board of Directors passed the resolution approving the appointment of Mr Murugavel Ramasamy w.e.f. 09.08.2024.
2	Date of appointment/ ~~reappointment/ cessation~~ (as applicable) & term of appointment~~/ re-appointment;~~	Effective from 09.08.2024 for a period of 5 years subject to approval of the Shareholders of the Company at the ensuing Annual General Meeting of the Company.
3	Brief Profile (in case of appointment)	He is holder of Master Degree in Commerce and passed CS Intermediate examination conducted by the Institute of Company Secretaries of India. He has 35 years of experience in the field of Accounts, Finance, Commercial, Secretarial, Personnel and Administration. Mr.Murugavel is a highly experienced management executive with more than three decades hands on experience from across segments in the sugar industry, renowned for his exceptional leadership and expertise in managing complex operations. With a post-graduate degree in Commerce, Murugavel brings a strong foundation in financial management and strategic planning to his role. His ability to navigate the complexities of the sugar industry, combined with his strong financial background and commitment to continuous improvement, makes him a key asset in driving organizational success. His career is distinguished by a track record of Proficiency in financial planning, budgeting, and analysis, with a focus on maximizing profitability and ensuring fiscal discipline.
4	Disclosure of relationships between Directors (in case of appointment of Director)	Not applicable

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Details under amended Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read along with SEBI Circular No. SEBI/HO/CFD/CFDPoD1/P/CIR/2023/123 dated July 13, 2023.

Reconstitution of Committees of the Board of Directors in the Board Meeting held on 9th August 2024.

a. Audit Committee

S.No.	Name of the Directors	Designation
01	Mr P Muthusamy	Independent Director
02	Mr P R Shampath	Independent Director
03	Mr M Ganapathy	Independent Director
04	Dr S Muthu	Independent Director
05	Mr R Murugavel	Managing Director & CEO

Mr P Muthusamy, Chairman of the Audit Committee.

b. Nomination and Remuneration Committee

S.No.	Name of the Directors	Designation
01	Mr P Muthusamy	Independent Director
02	Mr P R Shampath	Independent Director
03	Mr M Ganapathy	Independent Director
04	Dr S Muthu	Independent Director
05	Mrs Visalakshi Periasamy	Director

Mr P Muthusamy, Chairman of the Nomination & Remuneration Committee.

c. Stakeholders Relationship Committee

S.No.	Name of the Directors	Designation
01	Mr P R Shampath	Independent Director
02	Dr S Muthu	Independent Director
03	Mr R Murugavel	Managing Director & CEO

Mr P R Shampath, Chairman of the Stakeholders Relationship Committee.

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