



**KEC INTERNATIONAL LTD.**  
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May 07, 2024

**National Stock Exchange of India Limited**

Exchange Plaza  
Bandra Kurla Complex  
Bandra (East), Mumbai 400 051

**BSE Limited**

Phiroze Jeejeebhoy Towers  
Dalal Street, Fort  
Mumbai – 400 001

**Symbol: KEC**

**Scrip Code: 532714**

Dear Sir/ Madam,

**Sub: Intimation under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 – Change in Directorate, Company Secretary (Key Managerial Personnel) and Compliance Officer**

In terms of Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), we wish to inform that the Board of Directors of the Company at its meeting held today i.e. on Tuesday, May 07, 2024, *inter alia*, considered and unanimously:

- 1) Approved the appointment of Mr. Vimal Bhandari (DIN: 00001318) as an Additional Director (Non-Executive, Independent), based on the recommendation of the Nomination and Remuneration Committee, for a term of 5 years with effect from May 07, 2024, to May 06, 2029.
- 2) Approved the appointment of Dr. Shirish Sankhe (DIN: 10197152) as an Additional Director (Non-Executive, Independent), based on the recommendation of the Nomination and Remuneration Committee, for a term of 5 years with effect from May 07, 2024, to May 06, 2029.

The approval of the shareholders for the abovementioned appointments shall be obtained within a period of 3 months.

- 3) Approved the re - appointment of Mr. Vikram Gandhi (DIN: 05168309) as an Independent Director, based on the recommendation of the Nomination and Remuneration Committee, for a second term of 5 years with effect from August 07, 2024, to August 06, 2029, subject to the approval of shareholders.
- 4) Approved the re - appointment of Mr. M. S. Unnikrishnan (DIN: 01460245) as an Independent Director, based on the recommendation of the Nomination and Remuneration Committee, for a second term of 5 years with effect from November 08, 2024 to November 07, 2029, subject to the approval of shareholders.
- 5) Took note of the completion of term of Mr. R.D. Chandak (DIN: 00026581) as Independent Director of the Company effective from May 07, 2024, end of day. Accordingly, he would cease to be a Director of the Company and the chairman/member of respective Committee(s) of the Board.

The Board placed on record its sincere appreciation for the contribution made by Mr. R.D. Chandak during his long association as a Director of the Company.



- 6) Took note of the resignation of Mr. Amit Kumar Gupta, Company Secretary & Compliance Officer (Key Managerial Personnel) who has tendered his resignation on account of personal reasons with effect from the close of business hours on May 9, 2024. His resignation letter is enclosed.
- 7) Designated Mr. Suraj Eksambekar, who is a qualified Company Secretary having membership number A27159 as the Compliance Officer of the Company, with effect from May 10, 2024, pursuant to Regulation 6 of the SEBI Listing Regulations. Mr. Eksambekar will be responsible for ensuring compliances under SEBI Listing Regulations, SEBI (Prohibition of Insider Trading) Regulations, 2021 and other applicable laws and regulations.

The details as required pursuant to Regulation 30 of the SEBI Listing Regulations read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023, are enclosed herewith as 'Annexure(s)' to this letter.

The Board meeting commenced at 4:00 p.m. and concluded at 7:55 p.m.

Kindly take the same on your records.

Thanking you,

Yours faithfully,

**For KEC International Limited**

**Rajeev Aggarwal**  
**Chief Financial Officer**

Encl: as above

	<b>Mr. Vimal Bhandari (DIN: 00001318)</b>	<b>Dr. Shirish Sankhe (DIN: 10197152)</b>
Reason for change viz. appointment, re-appointment, resignation, removal, death or otherwise	Appointment as Additional Director (Non-Executive, Independent)	Appointment as Additional Director (Non-Executive, Independent)
Date of appointment	May 07, 2024	May 07, 2024
Term of appointment	5 years i.e. May 07, 2024, to May 06, 2029, subject to shareholders approval within 3 months of appointment.	5 years i.e. May 07, 2024, to May 06, 2029, subject to shareholders approval within 3 months of appointment.
Disclosure of relationships between directors	Mr. Vimal Bhandari is not related to any of the Directors or Key Managerial Personnel of the Company.	Dr. Shirish Sankhe is not related to any of the Directors or Key Managerial Personnel of the Company.
Brief profile	<p>Mr. Vimal Bhandari is an accomplished, dedicated and a focused professional with experience of over 35 years in a range of businesses in the financial services industry. Presently, he is associated as the Executive Vice Chairman and CEO of Arka Fincap Limited (AFL), a Non-Banking Finance Company, engaged in providing debt capital to Indian corporates and real estate developers. AFL is a wholly owned subsidiary of Kirloskar Oil Engines Limited. Mr. Bhandari serves as an independent Director on boards of various companies in diverse business segments including Bharat Forge Limited, HDFC Trustee Company Limited, JK Tyre &amp; Industries Limited, DCM Shriram Limited, Escorts Kubota Limited.</p> <p>For six years, till April 2017, he was the Managing Director and CEO of IndoStar Capital Finance Limited. He is a Commerce Graduate from Mumbai University and a Chartered Accountant by qualification.</p>	<p>Dr. Shirish Sankhe has been associated with McKinsey &amp; Company for over 26 years where he worked on transformation and turnaround of several companies and helped them achieve significant and sustained performance improvements. In McKinsey, he led the Global Energy and Materials (GEM) practice in Asia as well as the restructuring/transformation practice in India.</p> <p>Dr. Sankhe has also worked on the topics of net zero transition, economic growth and urbanization in India. He worked with state and central governments on urbanization policies and the development of new cities. He had been closely involved with the McKinsey Global Institute (MGI) on economic research for over 20 years.</p> <p>After stepping out from McKinsey as a Senior Partner in December 2022, Dr Sankhe has been driving ISEG Foundation (Institute for Sustainability, Employment and Growth), a non-profit multi-stakeholder section 8 company that will focus on job creation and net</p>

		<p>zero transition in India.</p> <p>Dr. Sankhe holds a PhD in Chemical Engineering from Purdue University, he is a graduate of the Wharton Management Program of University of Pennsylvania and has done his BS in Chemical Engineering from Mumbai University (UDCT).</p>
Affirmation	Based on the information available with the Company, Mr. Vimal Bhandari is not debarred from holding the office of a director by virtue of any SEBI order or any other such authority.	Based on the information available with the Company, Dr. Shirish Sankhe is not debarred from holding the office of a director by virtue of any SEBI order or any other such authority.

	<b>Mr. Vikram Gandhi (DIN: 05168309)</b>	<b>Mr. M. S. Unnikrishnan (DIN: 01460245)</b>
Reason for change viz. appointment, re-appointment, resignation, removal, death or otherwise	Re-appointment as an Independent Director	Re-appointment as an Independent Director
Date of re-appointment	August 07, 2024	November 08, 2024
Term of re-appointment	5 years i.e. August 07, 2024, to August 06, 2029, subject to shareholders approval	5 years i.e. November 08, 2024, to November 07, 2029, subject to shareholders approval
Disclosure of relationships between directors	Mr. Vikram Gandhi is not related to any of the Directors or Key Managerial Personnel of the Company.	Mr. M. S. Unnikrishnan is not related to any of the Directors or Key Managerial Personnel of the Company.
Brief profile	Mr. Vikram Gandhi is a member of the Faculty of the Harvard Business School (HBS) and is the Founder of Asha Impact, an impact investing platform addressing the critical development challenges in India and other emerging economies. Mr. Gandhi is a Senior Advisor to the Canada Pension Plan Investment Board and is a member of the Young Presidents Organization (YPO) since 1997. In his 27 years in Investment Banking, he has led various global teams at both Credit Suisse and Morgan	Mr. M.S. Unnikrishnan is the CEO of IITB-Monash Research Academy. He has previously held the position of MD & CEO of Thermax Ltd. He is the Chairperson of Research Council of Central Mechanical Engineering Research Institute, Durgapur. He serves as a director of IIT Palakkad Technology Innovation Hub Foundation and on the board of several other listed and unlisted Companies. He is also a member of the Apex Council for the selection and

	<p>Stanley.</p> <p>Mr. Gandhi holds an MBA from the Harvard Business School, where he was designated a Baker Scholar, and a B. Com with high distinction from the University of Mumbai. He is also a qualified Chartered Accountant.</p>	<p>mentoring of the Prime Minister's Research Fellowship for Doctoral Research.</p> <p>Mr. Unnikrishnan has graduated in Mechanical engineering from VNIT, Nagpur. He has also completed his Advanced Management Programme from the Harvard Business School, USA and is a fellow of Indian National Academy of Engineering.</p>
Affirmation	Based on the information available with the Company, Mr. Vikram Gandhi is not debarred from holding the office of a director by virtue of any SEBI order or any other such authority.	Based on the information available with the Company, Mr. M. S. Unnikrishnan is not debarred from holding the office of a director by virtue of any SEBI order or any other such authority.

Particulars	Details	Details
Name and Designation	Mr. Amit Kumar Gupta, Company Secretary & Compliance Officer	Mr. Suraj Eksambekar
Reason for change viz. appointment, re-appointment, resignation, removal, death or otherwise	Resignation on account of personal reasons.	Appointment as Compliance Officer
Date of appointment/cessation	Close of business hours of May 9, 2024	May 10, 2024
Brief profile (In case of Appointment)	Not applicable	Mr. Suraj Eksambekar is a qualified Company Secretary (M. No: A27159), MBA (Finance) and holds a Diploma from Institute of Risk Management, UK. He has more than 13 years of experience in various Industries and has been with the Company since November 2019.

Date: May 07, 2024

To  
Mr. Rajeev Aggarwal  
Chief Financial Officer  
KEC International Limited  
Mumbai India

Dear Sir,

**Sub: Resignation from the Post of Company Secretary and Compliance Officer**

I hereby tender my resignation from the position of "Company Secretary and Compliance Officer" of the Company on account of personal reasons. I request you to please accept my resignation and relieve me from the services of the Company from the close of business hours on May 09, 2024.

It was a great learning experience for me since I have joined the Company in April 2016. I hope that I have been able to serve the Company to the best of my knowledge and ability.

I convey my sincere thanks to the Board of Directors and the entire Senior Leadership for their continued guidance and support during my tenure as Company Secretary.

I wish the Company the very best for the future.

Thanking you,

Yours sincerely



Amit Kumar Gupta  
Company Secretary  
(M. No.: ACS 15754)