

MANBRO INDUSTRIES LIMITED

(Formerly known as Unimode Overseas Limited)

Dated: 14.11.2023

To,
The Corporate Relationship Department
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai- 400001

BSE Scrip Code: 512595 and Scrip Id: UNIMOVR

Sub: Intimation of change in the composition of the Board in terms of Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir/ Madam,

Pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015('Listing Regulations'), we wish to inform you about the following changes in composition of the Board:

1. Mr. Rakesh Wadhawan (DIN: 07079353) has tendered his resignation as the Independent Director of the Company, with effect from 10th November, 2023 due to personal and unavoidable circumstances. Consequently, he shall also cease to be a chairman of Audit Committee and Nomination and Remuneration Committee and member of Independent Directors Committee.
2. Ms. Nalini Gupta (DIN: 10241569) has tendered his resignation as the Non Executive Director of the Company, with effect from 10th November, 2023 due to personal and unavoidable circumstances.

The letter(s) of resignation received from Mr. Rakesh Wadhawan (DIN: 07079353) and Ms. Nalini Gupta (DIN: 10241569), respectively are enclosed herewith.

Please take on record the above information.

Thanking You

Yours Faithfully

For **MANBRO INDUSTRIES LIMITED**
(Formerly known as Unimode Overseas Limited)

RAJIV Digitally signed
by RAJIV GUPTA
GUPTA Date: 2023.11.14
18:21:01 +05'30'

Rajiv Gupta
Managing Director
DIN: 01236018

Regd office: C-18 Shivaji Park, Punjabi Bagh, New Delhi - 110026

Email ID: unimodeoverseaslimited@gmail.com | Website: www.unimodeoverseas.in

CIN No: L47211DL1992PLC048444 | Tel no: +91 8447976925

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Disclosure required pursuant to Regulation 30 of the Listing Regulations read with Para A of Schedule III to the Listing Regulations read with the SEBI Circular having reference no. CIR/CFD/CMD/4/2015 dated September 9 2015, with regard to change in Directors and Key Managerial Personnel is given herein under:

S.No.	Particulars	Information of such event
1.	Reason for Change	1. Resignation of Mr. Rakesh Wadhawan (DIN: 07079353) from the post of Independent Director 2. Resignation of Ms. Nalini Gupta (DIN:10241569) as Non-Executive Director.
2.	Date of Appointment / Cessation & Term of appointment	10.11.2023
3.	Brief Profile (in case of appointment)	Not Applicable
4.	Disclosure of relationships (in case of appointment of Director)	Not Applicable
5.	Information as required under BSE circular Number LIST/COM/14/2018-19 dated June 20, 2018.	Not Applicable
Additional Information in case of resignation of an Independent Director- Mr. Rakesh Wadhawan		
6.	Letter of Resignation along with detailed reason for resignation	Enclosed herewith.
7.	Names of listed entities in which the resigning director holds directorships, indicating the category of directorship and membership of board committees, if any.	He is not holding directorship in any listed company and membership of board committees.
8.	The independent director shall, along with the detailed reasons, also provide a confirmation that there is no other material reasons other than those provided.	Mr. Rakesh Wadhawan has confirmed that there are no material reasons for his resignation other than those mentioned in his resignation letter.

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CERTIFIED TRUE COPY OF THE RESOLUTION PASSED AT THE MEETING OF THE BOARD OF DIRECTORS OF M/S MANBRO INDUSTRIES LIMITED HELD ON FRIDAY, THE 10TH DAY OF NOVEMBER, 2023 AT REGISTERED OFFICE AT C-18 SHIVAJI PARK, PUNJABI BAGH, NEW DELHI – 110026 AT 01:00 P.M. AND CONCLUDED AT 03.00 P.M

APPOINTMENT OF MR. PANKAJ KUMAR (DIN: 01389386) AS AN ADDITIONAL NON-EXECUTIVE INDEPENDENT DIRECTOR

“RESOLVED THAT pursuant to the provisions of Section 149, 150, 152 read with schedule IV and Section 161(1) read with Companies (Appointment and Qualification of Directors) Rules, 2014, and other applicable provisions, sections, rules of the Companies Act, 2013 (including any statutory modifications or re-enactment thereof for the time being in force), Consent of the Board be and is hereby accorded, to appoint Mr. Pankaj Kumar as an Additional Director (Non-Executive & Independent) on the Board of the Company w.e.f. 10th November, 2023 to hold office till the conclusion of the next Annual General Meeting.”

RESOLVED FURTHER THAT any of the Directors for the time being be and is hereby severally authorized to sign and execute all such documents and papers (including appointment letter etc.) as may be required for the purpose and file necessary e-form with the Registrar of Companies and to do all such acts, deeds and things as may considered expedient and necessary in this regard.”

RESOLVED FURTHER THAT any of the Directors for the time being be and is hereby severally authorised to sign the certified true copy of the resolution to be given as and when required.”

ACCEPTANCE OF RESIGNATION OF MS. NALINI GUPTA (DIN: 10241569) AS NON-EXECUTIVE DIRECTOR OF THE COMPANY.

“RESOLVED THAT the resignation of MS. NALINI GUPTA, (DIN: 10241569) from the directorship of the Company be and is hereby accepted with effect from 10th November, 2023.

RESOLVED FURTHER THAT the Board placed on record his appreciation for the assistance and guidance provided during her tenure as Non-Executive Director of the Company.

RESOLVED FURTHER THAT the board, be and is hereby authorized to do all the acts, deeds and things which are necessary for the resignation of aforesaid person from the directorship of the Company.

RESOLVED FURTHER THAT any of the Directors for the time being be and is hereby severally authorised to sign the certified true copy of the resolution of the resolution to be given as and when required.”

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ACCEPTANCE OF RESIGNATION OF MR. RAKESH WADHAWAN (DIN: 07079353) FROM THE POST OF INDEPENDENT DIRECTOR OF THE COMPANY.

“RESOLVED THAT the resignation of Mr. Rakesh Wadhawan (DIN: 07079353) from the directorship of the Company be and is hereby accepted with immediate effect i.e. 10th November, 2023.

RESOLVED FURTHER THAT the Board placed on record his appreciation for the assistance and guidance provided during her tenure as Independent Director of the Company.

RESOLVED FURTHER THAT the board, be and is hereby authorized to do all the acts, deeds and things which are necessary for the resignation of aforesaid person from the directorship of the Company.

RESOLVED FURTHER THAT any of the Directors for the time being be and are hereby severally authorised to sign the certified true copy of the resolution to be given as and when required.”

Certified true copy

For MANBRO INDUSTRIES LIMITED
(Formerly known as Unimode Overseas Limited)

For MANBRO INDUSTRIES LTD.


Rajiv Gupta
Managing Director
DIN: 01236018

Managing Director

Place: New Delhi
Date: 10-11-2023

Regd office: C-18 Shivaji Park, Punjabi Bagh, New Delhi - 110026

Email ID: unimodeoverseaslimited@gmail.com | Website: www.unimodeoverseas.in

CIN No: L47211DL1992PLC048444 | Tel no: +91 8447976925

Date: 08-11-2023

To,
The Board of Directors
MANBRO INDUSTRIES LIMITED
C-18, Shivaji Park, Punjabi Bagh,
Delhi-110026

Sub: Resignation from the position of Non- Executive Director

Dear Sir/ Madam,

I hereby tender my resignation from the directorship of the Company due to personal and unavoidable circumstances. Kindly accept this letter as my resignation with effect from 10-11-2023, from the post of Non-Executive Director of Manbro Industries Limited (Formerly Known as Unimode Overseas Limited) and relieve me of my duties.

Kindly acknowledge the receipt of this resignation letter and arrange to submit the necessary forms with the office of the Registrar of Companies to that effect.

Thanking You,
Yours sincerely,



Nalini Gupta
(Non-Executive Director)
DIN: 10241569

Resignation Letter

To,

The Board of Directors,
MANBRO INDUSTRIES LIMITED
C-18, Shivaji Park, Punjabi bagh,
New Delhi-110028

Sub: Resignation from the position of Independent Director.

Dear Sir/Madam,

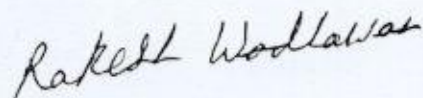
I Rakesh Wadhawan, (DIN: 07079353) R/o, 102, Jaipuria Building, Kohlapur Road, Kamla Nagar, Malka Ganj New Delhi-110007, due to personal and unavoidable circumstances, I hereby tender my resignation from the Directorship of the Company with immediate effect.

Kindly accept this letter as my resignation with immediate effect from the post of Independent Director of Manbro Industries Limited (formerly known as Unimode Overseas Limited) and relieve me of my duties.

Kindly acknowledge the receipt of this resignation letter and arrange to submit necessary forms with the office of the Registrar of Companies, to that effect.

Thanking You,

Yours sincerely,



(Rakesh Wadhawan)

(DIN: 07079353)

Date: 10.11.2023