

Timex Group India Limited Unit No 303, 3rd Floor, Tower B, World Trade Tower (WTT), C-1, Sector-16, Noida – 201 301 Uttar Pradesh INDIA CIN: L33301DL1988PLC033434

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February 1, 2024

The Secretary, BSE Ltd. P.J. Towers, Rotunda Bldg, Dalal Street, Fort, Mumbai – 400 001

Scrip Code: 500414

Sub: Intimation under Regulation 30 and other applicable provisions of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations")

Dear Sir.

Pursuant to Regulation 30, Schedule III and other applicable regulations of the SEBI LODR Regulations, we wish to inform you that based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors of the Company has, in its meeting held today i.e. on February 1, 2024, approved the following matters, subject to the approval of the shareholders of the Company:

- 1. Appointment of Ms. Meeta Makhan (DIN: 07135150) as an Additional Director designated as Independent Director with effect from February 1, 2024 for a period of 5 years including and upto January 31, 2029;
- 2. Appointment of Mr. Sanjeev Kumar (DIN: 02524617) as an Additional Director designated as Independent Director with effect from February 1, 2024 for a period of 5 years including and upto January 31, 2029;
- 3. Appointment of Ms. Dhanashree Ajit Bhat (DIN: 10477919) as an Additional Director designated as Independent Director with effect from February 1, 2024 for a period of 5 years including and upto January 31, 2029;
- 4. Appointment of Mr. Marco Zambianchi (DIN: 10457688) as an Additional Director (Non-Executive Non-Independent) to hold office till the next Annual General Meeting of the Company.

In accordance with BSE Circular no. LIST/COMP/14/2018-19 dated June 20, 2018, we hereby confirm that Ms. Meeta Makhan, Mr. Sanjeev Kumar, Ms. Dhanashree Ajit Bhat and Mr. Marco Zambianchi are not debarred from holding the office of a Director by virtue of any order passed by the SEBI order or any other such authority.

Regd. Office: E-10, Lower Ground Floor, Lajpat Nagar-III, New Delhi-110024. Tel.: +91 11 410 21297

Disclosure pursuant to Regulation 30 and Schedule III to the SEBI LODR Regulations read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023 with regard to change in Directors/ Key Managerial Personnel/Senior Management is given in Annexure A.

The meeting of the Board commenced at 5.00 p.m. and concluded at 7.00 p.m.

You are requested to kindly take the same on record and acknowledge.

Thanking you, For Timex Group India Limited

Dhiraj Kumar Maggo Vice President – Legal, HR and Company Secretary

Disclosure pursuant to Regulation 30 and Schedule III to the SEBI LODR Regulations read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023

Sl. No.	Disclosure Requirement	Information of such event(s)
	L	Ms. Meeta Makhan (DIN: 07135150)
1	Reason for change viz., appointment, re- appointment, resignation, removal, death or otherwise	Appointment of Ms. Meeta Makhan (DIN: 07135150) as an Additional Director designated as Independent Director with effect from February 1, 2024 for a term of five consecutive years including and upto January 31, 2029, subject to approval of members of the Company.
2	Date of appointment/re- appointment/ cessation (as applicable) and term of appointment/re- appointment	Appointment is effective from February 1, 2024 Ms. Meeta Makhan (DIN: 07135150) has been appointed as an Additional Director designated as Independent Director with effect from February 1, 2024 for a term of five consecutive years including and upto January 31, 2029, subject to approval of members of the Company
3	Brief profile (in case of appointment)	Ms. Meeta Makhan is a seasoned finance professional with twenty-five years of diverse experience spanning banking, advisory, impact investing, fund raising, and corporate governance. She has held leadership and board positions in prominent transnational banks and Indian organizations.
		With two decades of extensive banking experience, Ms. Makhan possesses deep knowledge, deal experience and expertise in advisory services, structured finance, priority sector lending, capital markets, project finance, working capital management, and risk management across various industries. Her remarkable track record includes building robust corporate relationships in emerging markets and the United States. She has demonstrated a consistent ability to achieve rapid business scale and success while fostering teams of highly skilled and respected managers.
		She has founded and is managing an impact business driving sustainable green initiatives in urban India and working with farmers to improve sustainable and organic farming.
		Ms. Makhan has also served on the boards of publicly listed companies, including Lakshmi Vilas Bank which was later merged with DBS Bank.
		Currently, Ms. Makhan serves as an Independent Director on the board of SV Creditline Ltd., Doundo Services Pvt. Ltd. and Advent Enterprises Private Limited. She is also Chairing the Audit Committee, Nomination and Remuneration Committee and IT Committee and is a member of Borrowing Committee of SV Creditline Ltd. She is a strategic investor in impact start-ups like Sanesan Farms, an organic farming initiative, MIMO Technologies, a tech-enabled employment and financial inclusion platform; Bharosa Technoserve, a tech enabled financial inclusion and investment platform.

		Additionally, she serves as an advisor and board member for various impactful startups, including Amida Tech (a cleantech startup with US patents and technology deployments in Europe and India), a cybersecurity startup - Lisanthius Technologies, and others. She has held senior leadership roles in the past including in Bank of America as Managing Director, Barclays Bank as Head of transnational business for India and multiple roles in Standard Chartered Bank, Citibank N.A. and IDFC First Bank. Outside her professional commitments, Ms. Makhan is an active member of Rotary International, contributing to multiple projects in health, financial inclusion, and community service for the underserved in India.		
		Ms. Makhan holds a Bachelor of Economics degree from Delhi University and an MBA from IIM Lucknow.		
4	Disclosure of the relationships between Directors (in case of appointment of a directors)	Ms. Meeta Makhan is not related to any Director of the Company.		
Mr. Sanjeev Kumar (DIN: 02524617)				
1	Reason for change viz., appointment, resignation, removal, death or otherwise	Appointment of Mr. Sanjeev Kumar (DIN: 02524617) as an Additional Director designated as Independent Director with effect from February 1, 2024 for a term of five consecutive years including and upto January 31, 2029, subject to approval of members of the Company.		
2	Date of appointment/re- appointment/ cessation (as applicable) and term of appointment/re- appointment	Appointment is effective from February 1, 2024 Mr. Sanjeev Kumar (DIN: 02524617) has been appointed as an Additional Director designated as Independent Director with effect from February 1, 2024 for a term of five consecutive years including and upto January 31, 2029, subject to approval of members of the Company.		
3	Brief profile (in case of appointment)	Mr. Sanjeev Kumar had an illustrious career spanning over three decades. He commenced his professional journey in 1987 with the Fertilizer Corporation of India and later worked with the Oil & Natural Gas Corporation until 2006. During his tenure, he achieved notable milestones, including the establishment of the School of Maintenance Practices in Vadodara and the successful migration of HR functions to the SAP platform under Project SHRAMIK.		
		Subsequently, Mr. Kumar joined the Essar Group, where he played a pivotal role in steering the firm towards enhanced Human Capital Management. His leadership was instrumental in driving exploration and production initiatives both in India and overseas. Additionally, he made significant contributions to the establishment of the Essar Learning Centre in Vadinar, Jamnagar, Nand Vidya Niketan (Essar School), Nidan, Essar's Health Centre for employees and their families, and Nand Niketan (Essar Residential complex comprising 350 houses).		
		Following his tenure at Essar Group, Mr. Kumar took on the role of Vice President – HR at Jindal Power Limited, Jindal Petroleum Ltd., Hindustan Power Projects, and Bajaj Power Venture Limited.		

		In each of these positions, he continued to bring his wealth of experience and expertise to contribute to the success of the respective organizations. He is currently advising organizations to set up best HR practices for their sustainable growth. Mr. Kumar holds a Bachelor's degree in Political Science (Honours) from St. Xavier's College, Ranchi, an MBA in Personnel Management & Marketing from BIT, Mesra, Ranchi, and a Diploma in Performance and			
_	D. 1 6.1	Talent Management from Harvard Business School, Boston, USA.			
4	Disclosure of the relationships between Directors (in case of appointment of a directors)	Mr. Sanjeev Kumar is not related to any Director of the Company.			
	Ms. Dhanashree Ajit Bhat (DIN: 10477919)				
1	Reason for change viz., appointment, resignation, removal, death or otherwise	Appointment of Ms. Dhanashree Ajit Bhat (DIN: 10477919) as an Additional Director designated as Independent Director with effect from February 1, 2024 for a term of five consecutive years including and upto January 31, 2029, subject to approval of members of the Company.			
2	Date of appointment/re-	Appointment is effective from February 1, 2024			
	appointment/ cessation (as applicable)—and term of appointment/re-appointment	Ms. Dhanashree Ajit Bhat (DIN: 10477919) has been appointed as an Additional Director designated as Independent Director with effect from February 1, 2024 for a term of five consecutive years including and upto January 31, 2029, subject to approval of members of the Company.			
3		Ms. Dhanashree Ajit Bhat is a seasoned professional with over twenty-eight years of diverse experience in IT business operations, telecom, media & operations, revenue generation, change & crisis management, process improvement etc. Her approach, blending a deep understanding of technology with a strong commitment to people-centric leadership, sets her apart.			
		She is currently working as the Chief Operating Officer at Persistent Systems Her responsibilities at Persistent encompass lead IT, Administration and Facilities, Learning and Development, Enterprise Risk Management, ESG, and Delivery Excellence. As COO, Ms. Dhanashree is committed to steering the Company towards new heights of operational excellence and customer satisfaction, driven by a philosophy of empathetic and inclusive leadership.			
		Prior to this, Ms. Dhanashree has worked with Tech Mahindra for 21 years and has held various senior positions including Global Chief Delivery Officer, TMT, Global Head – Middle Office & Value Creation (CME), Business Unit Head APJI & Head - Value Creation: CME, Business Unit Head MEA & APJI – CME etc. She brings a diverse and rich experience from her tenure at Tech Mahindra. In her role as Chief Delivery Officer of CMT at Tech Mahindra, she led global delivery for all CMT accounts with a focus on collaborative success and innovation.			
		Passionate about social causes, particularly women in technology and girl child education, Ms. Dhanashree actively partners with NGOs, believing in the power of collective efforts for greater impact. Outside of work, she finds joy in trekking and reading, experiences that she believes enrich her perspective and approach to leadership.			

Disclosure of the relationships between Directors (in case of appointment of a directors)	Ms. Dhanashree holds a Master's degree in Telecommunications & Software Architectures from BITS, Pilani and a Bachelor's degree of Engineering in Electronics and Telecommunications from College of Engineering, Pune. Mr. Dhanashree Ajit Bhat is not related to any Director of the Company.			
Mr. Marco Zambianchi (DIN: 10457688)				
Reason for change viz., appointment, re-appointment, resignation, removal, death or otherwise	Appointment of Mr. Marco Zambianchi (DIN: 10457688) as an Additional Director (Non-Executive Non-Independent Director) of the Company with effect from February 1, 2024, subject to approval of members of the Company.			
Date of appointment/re- appointment/ cessation (as applicable) and term of appointment/re-appointment	Appointment is effective from February 1, 2024 Mr. Marco Zambianchi (DIN: 10457688) has been appointed as an Additional Director (Non-Executive Non-Independent Director) of the Company with effect from February 1, 2024, subject to approval of members of the Company.			
	Mr. Marco Zambianchi is an Electrical Engineer and has also done Master's in Business Administration.			
	Mr. Marco joined Timex Group in October 2023 as President, Timex Business Unit. He has around 30 years of experience during which he had a strong track record of revitalizing brands, assembling formidable teams, and achieving significant growth. Before joining Timex Group, he had held various leadership positions including CEO - Canada, Technogym, President - North America, Technogym, VP - Strategic Planning NAFTA and GM Business Unit Moto at Pirelli Tire North America, VP Operative Marketing and Demand Planning NAFTA at Pirelli Tire North America, Commercial Director T&C Italia at Carlsberg Italia, Manager - Mckinsey & Company etc. Mr. Marco is originally from Italy and is currently based out of New York.			