

30<sup>th</sup> January, 2025

To, BSE Ltd. Pheroze Jeejeebhoy Towers, Dalal Street, Fort, Mumbai-400001 <b>Scrip Code: 523369</b>	To, National Stock Exchange of India Ltd Exchange Plaza, 5th Floor, Plot No. C-1, G Block, Bandra Kurla Complex, Bandra (E) Mumbai- 400 051 <b>Symbol: DCMSRIND</b>
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**Sub: Disclosure under Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, - Change in Directors.**

Dear Sir,

Pursuant to Regulation 30 read with part A of schedule III of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 and SEBI circular dated July 13, 2023 bearing reference no. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123, we hereby inform that based on the recommendation of the Nomination and Remuneration Committee and subject to the approval of shareholders of the Company, the Board of Directors in its meeting held today i.e., 30.01.2025 has approved:

**1. Appointment of Directors**

- a) Appointment of Mrs. Meenakshi Behara (DIN:00289641) as an Independent Director of the Company in place of Mrs. Velagapudi Kavitha Dutt; and
- b) Appointment of Mrs. Velagapudi Kavitha Dutt (DIN:00139274), whose second term as an Independent Director concludes on 01.02.2025, as an Additional Director of the Company

both effective from 02.02.2025.

**2. Cessation of term of Independent Director**

The Board has taken on record the valuable contribution of Mrs. Velagapudi Kavitha Dutt (DIN: 00139274) whose tenure as Independent Director would come to an end on 01.02.2025 on completion of 2 consecutive terms of 5 years each.

**3. Postal Ballot**

The Board has also approved the Postal Ballot Notice seeking approval of shareholders to the appointments of the aforementioned Directors.

The information in regard to the above-mentioned appointments and tenure completion of director in terms of Regulation 30 read with Schedule III of SEBI (LODR) Regulations, 2015 is enclosed herewith as Annexure 1.

Mrs. Meenakshi Behara satisfies the criteria of independence prescribed under the Companies Act, 2013 and SEBI LODR Regulations. In accordance with the circular dated June 20, 2018, issued by the Stock Exchanges, Mrs. Meenakshi Behara and Mrs. Velagapudi Kavitha Dutt have confirmed that they are not debarred from holding office of director by virtue of any order passed by SEBI or any other such authority.

The composition of the Board of Directors of the Company will continue to be in compliance with the requirements prescribed under the Companies Act, 2013 and SEBI (LODR) Regulations, 2015.

The meeting commenced at 03:00 PM and concluded at 3:30 PM.

Thanking you,

Yours Faithfully

**(Y.D. Gupta)**  
**Company Secretary**  
**& Compliance Officer**  
**FCS 3405**

Encl: A/a

**ANNEXURE 1****Information as required under Regulation 30 - Part A of Para A (7) of Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015****I. Appointment of Directors**

<b>Sl. No.</b>	<b>Particulars</b>	<b>Description</b>
1.	Reason for Change viz. appointment	<p><b>Appointment of Mrs. Meenakshi Behara (DIN:00289641) as an Independent Director of the Company w.e.f. 02.02.2025</b></p> <p>The term of Mrs. V. Kavitha Dutt (DIN: 00139274), Independent Director of the Company, comes to an end on 01.02.2025 on completion of 2 consecutive terms of 5 years each. In compliance with the provisions of Companies Act, 2013 and SEBI (LODR) Regulations, 2015, the Board of Directors on the recommendation of the Nomination and Remuneration Committee (NRC), through resolution by circulation approved on 20.01.2025, appointed Mrs. Meenakshi Behara (DIN: 00289641) as an Independent Director, pursuant to Sections 149, 150 and 152 and other applicable provisions of the Companies Act, 2013 ("Act") and the relevant Rules thereunder, in its meeting held today, effective from 02.02.2025 for a term of two years, subject to the approval of the shareholders by special resolution.</p>
		<p><b>Appointment of Mrs. Velagapudi Kavitha Dutt (DIN: 00139274) as an Additional Director w.e.f 02.02.2025</b></p> <p>Mrs. V. Kavitha Dutt was appointed as an Independent Director pursuant to Section 149, 150 and 152 of the Act read with the relevant Rules effective from 02.02.2015 and further re-appointed from 02.02.2020. She holds office till 01.02.2025. She was also designated as Chairperson of the Audit Committee from 01.04.2024. She has completed two consecutive terms as an Independent Director on the Board of the Company. The Company has greatly benefitted from her vast experience and far sightedness during her tenure as Independent Director of the Board. The Directors consider that her continued association will be in the interest of the Company and its shareholders.</p> <p>In view of this, the Board of Directors on the recommendation of the Nomination and Remuneration Committee (NRC), through resolution by circulation passed on 20.01.2025, has appointed Mrs. V. Kavitha Dutt who has given her consent u/s 152 (5) of the Act, as an Additional Director as per Section 161 of the Companies Act, 2013, on the Board, effective from 02.02.2025.</p>

2.	Effective Date of appointments	02.02.2025
3.	Brief Profile	Profiles of Mrs. Meenakshi Behara and Mrs. V. Kavitha Dutt are attached.
4.	Disclosure of relationships between directors	Not related to any of the director.

## **II. Cessation of term of Independent Director**

<b>Sl. No.</b>	<b>Particulars</b>	<b>Description</b>
1.	Reason for change	Completion of term of Mrs. V. Kavitha Dutt as an Independent Director.
2.	Date of Tenure Completion	01.02.2025

## **Brief Profile - Mrs. Meenakshi Behara**

**Mrs. Meenakshi Behara** got her MA and MPhil in Economics from Jawaharlal Nehru University, New Delhi, before embarking on a career in economic and business journalism. After writing for *Business India* and *Business World* magazines and *Economic Times* and *Business Standard* newspapers, she became among the earliest of India's journalists to be published regularly for a specialist global business and financial readership, initially as India Correspondent *Far Eastern Economic Review*, Hong Kong; and then as Contributing Editor (India): for *Euromoney* and *Asiamoney* (Published by Euromoney Publications PLC) and *WorldLink* (Published by World Economic Forum.)

Meenakshi is also the Author of "*India: In An Era Of Liberalization*", (Euromoney Books, 1988) and "*India: Opening Up For Growth*", (Euromoney Books, 1993).

Since 1994, when she founded the company, she has been Managing Director of Eurofinance Training and Publishing Private Limited and Eurofinance Training Private Limited.

### **Academic Qualification**

- 1976: MA in Economics from Jawaharlal Nehru University, New Delhi.
- 1978: MPhil in Economics from Jawaharlal Nehru University, New Delhi.

### **Career Highlights**

- 1981: Staff Correspondent: Business Standard & Business World, Kolkata & Mumbai.
- 1987: Senior Correspondent: Business India, Mumbai.
- 1988: India Correspondent: Far Eastern Economic Review, Hong Kong.
- 1989: Assistant Editor, Economic Times, Mumbai.

### **Contributing Editor (India):**

- 1) Euromoney, Asiamoney, & Asset Leasing Digest. (Publications of Euromoney Publications PLC)
- 2) World Link (A Publication of World Economic Forum.)

### **Author:**

- 1) "*India: In An Era Of Liberalization*", (Euromoney Books, 1988) and
- 2) "*India: Opening Up For Growth*", (Euromoney Books, 1993).

## **Brief Profile - Mrs. Velagapudi Kavitha Dutt**

Mrs. V. Kavitha Dutt, Joint Managing Director, The KCP Limited, is a Business Management Graduate with specialization in International Business from Cedar Crest College, Allentown, Penn, USA. She also holds a Post-Graduate Diploma in Human Resources from New York University (NYU), New York.

KCP is involved in the manufacture of Cement, Heavy Industrial Machinery for Sugar plants, steel and sophisticated high-tech equipment for Defence, Space & Nuclear Projects and Power Generation. KCP also has a Joint Venture with Fives Cail of France, Fives Cail KCP Ltd., for design, procurement, project management, delivery and servicing of process plants for production of sugar including erection and commissioning. KCP also operates two sugar plants with a total crushing capacity of 11000 Tons of Sugarcane per day in Vietnam for manufacture of Refined Sugar. KCP has ventured into Hospitality Sector by setting up a four-star hotel, Mercure Hyderabad KCP, as a division of The KCP Limited and operated by the internationally known Accor Hotels Group. The Hotel is located at Banjara Hills in the heart of Hyderabad.

As Joint Managing Director of The KCP Limited, Mrs. V. Kavitha Dutt, among other responsibilities, also holds full charge of Human Resource functions of the Group. She was instrumental in putting in place various novel systems and schemes that have helped not only the Group, but also its employees reap the benefits. A hands-on manager, she believes in personally being involved in all the major activities of the Group which encourages enthusiastic participation from other employees.

Her personal profile includes her active participation in various social and cultural activities. Mrs. V. Kavitha Dutt is Honorary Consul of Vietnam in Tamil Nadu. She was the National President of FICCI Ladies Organisation (FLO) the ladies wing of Federation of Indian Chamber of Commerce and Industry, New Delhi for the term 2009-10. President of the prestigious Madras Management Association (MMA), was also the Chairperson of the MMA Women Managers' Forum during 2006-07. She was the Chairperson of FICCI Tamil Nadu State Council during 2019 & 2020.

### **Current Positions Held:**

- Honorary Consul of Vietnam in Tamil Nadu
- Vice President of World Telugu Federation (WTF).
- Director of FLO Industrial Park, Hyderabad
- Executive Committee Member – Andhra Chamber of Commerce
- National Executive Committee Member - FICCI

### **Positions Held:**

- Chairperson – FICCI Tamil Nadu State Council
- President of the Madras Management Association (MMA)
- National President of FICCI-FLO, the ladies wing of Federation of Indian Chamber of Commerce and Industry, New Delhi
- Vice Chairperson of SCWEC, India. SCWEC is a Sub Sector Council of the SAARC Chamber of Commerce and Industry.