

Thejo Engineering Limited

41 Cathedral Road,
Chennai - 600 086.
India

T +91 44 42221900
F +91 44 42221910
thejo@thejo-engg.com
www.thejo-engg.com



25th March, 2024

The Manager,
Listing Department,
National Stock Exchange of India Limited
Exchange Plaza,
Bandra Kurla Complex, Bandra (E),
Mumbai 400051.

Dear Sir/Madam,

Sub: Appointment of Independent Directors - Reg
Ref: Reg. 30 of SEBI (LODR) Regulations, 2015 – Our Scrip Code: THEJO – EQ

Further to our intimation dated 13th February 2024 and pursuant to the provisions of Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, this is to inform that the Members of the Company have approved the appointment of Prof. N. Venkiteswaran (DIN: 00056000) and Mr. K. Jairaj (DIN: 01875126) as Non-Executive Independent Directors of the Company with effect from 31st March, 2024 for a continuous period of 5 (five) years and not liable to retire by rotation, by way of Special Resolution passed through Postal Ballot (only by electronic means through remote e-voting process), the voting on which concluded on 23rd March, 2024.

The Company has received the Scrutinizer's report on the Postal Ballot on 25th March, 2024 at 12:35 PM.

The additional information under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated 13th July, 2023, and NSE Circular Ref No. NSE/CML/2018/24 dated 20th June, 2018 are enclosed as Annexure A.

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

Yours truly,
For Thejo Engineering Limited,

V. A GEORGE
EXECUTIVE CHAIRMAN
DIN: 01493737

Corporate Identification Number: L27209TN1986PLC012833
Reg. Office : 41 Cathedral Road, Chennai - 600 086, India. Tel : +91 44 42221900 Fax: +91 44 42221910
Works: Irulipattu Village, Alinjivakkam Post, Ponneri Taluk, Chennai - 600 067. Tel: +91 44 27984342

**Annexure A**
I. Disclosure of information pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated 13th July, 2023:

S.No	Particulars	Disclosure of information
1	Reason for change viz. appointment, resignation, removal, death or otherwise	Prof. N. Venkiteswaran (DIN 00056000) is a Chartered Accountant with rich expertise in Management Accounting and Reporting, Financial Planning and Treasury Management, Strategic and Financial management, Mergers, Acquisitions, Corporate Restructuring, Company and Business Valuation, Corporate Governance, and allied areas. To avail his services at the Board level, based on the recommendation of the Compensation/Nomination and Remuneration Committee and the Board, the Members have appointed Prof. N. Venkiteswaran as an Independent Director of the Company with effect from 31 st March, 2024.
2	Date of appointment / cessation (as applicable) & terms of appointment	With effect from 31 st March, 2024 for a continuous period of 5 (five) years and not liable to retire by rotation.
3	Brief Profile (in case of appointment)	Prof. N. Venkiteswaran (DIN 00056000) is a Chartered Accountant with more than four decades of rich and varied experience in academia and industry. He had been a faculty with the Indian Institute of Management, Ahmedabad (IIMA) for more than 25 years teaching core courses in Strategic Management and Financial Management, specialised and highly acclaimed courses on Mergers, Acquisitions, Corporate Restructuring, Company and Business Valuation and Corporate Governance in the post-graduate, doctoral as well as executive education programmes (EEPs). He has served as Director of Thiagarajar School of Management (TSM) and has been a Member of the Board of Governors of TSM. Prof. Venkiteswaran has also advised public and private sector companies as well as Central and State government agencies, in the areas of corporate and financial strategies, business and company valuation, mergers and restructuring, and corporate governance. Before his career in academics and consulting, Prof. Venkiteswaran had held managerial positions in companies such as Rallis India Limited and Tube Investment of India Limited. He has also served as

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		Director on the Boards of many leading Companies including Gujarat State Electricity Corporation Limited, Bharat Petroleum Corporation Limited, Bharat Oman Refineries Limited, Fino Payment Bank Limited, etc.
4	Disclosure of relationships between directors (in case of appointment of a director)	Not related to any of the Directors
5.	Information pursuant to NSE Circular Ref No. NSE/CML/2018/24 dated 20 th June, 2018	Prof. N. Venkiteswaran is not debarred from holding the office of Director by virtue of any SEBI order or any other authority.

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II. Disclosure of information pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated 13th July, 2023:

S.No.	Particulars	Disclosure of information
1	Reason for change viz. appointment, resignation, removal, death or otherwise	Mr. K. Jairaj (DIN 01875126) is a retired IAS officer with rich expertise and experience in the fields of Management and administration, economics, law, public policy, and other allied areas. To avail his services at the Board level, based on the recommendation of the Compensation/Nomination and Remuneration Committee and the Board, the Members have appointed Mr. K. Jairaj as an Independent Director of the Company with effect from 31 st March, 2024.
2	Date of appointment / cessation (as applicable) & terms of appointment	With effect from 31 st March, 2024 for a continuous period of 5 (five) years and not liable to retire by rotation.
3	Brief Profile (in case of appointment)	Mr. K. Jairaj (DIN 01875126) is a member of the 1976 batch of the Indian Administrative Service (IAS) and retired as Additional Chief Secretary (ACS), Government of Karnataka. He is an alumnus of Bangalore University, Delhi School of Economics, Princeton University, and Harvard University in Law, Economics, Public Policy, and Management domains. Mr. Jairaj has held key appointments in the Infrastructure, Energy, Transport and Urban Development sectors including as Principal Secretary and ACS, Energy Department and Chairman, BESCOM; Managing Director, Bangalore International Airport Ltd.; Managing Director, Karnataka Power Corporation Ltd.; Managing Director, Karnataka State Road Transport Corporation; Commissioner, Bangalore City Corporation (BBMP) for two terms; Commissioner for Commercial Taxes and Principal Secretary to the Chief Minister of Karnataka. He has also worked in the World Bank, Washington D.C as Senior Public Sector Management Specialist in the Africa region. Mr. Jairaj has served as President of the All India Management Association (AIMA), Delhi, and has been Chairman/Member at various Management Schools and educational institutions. He is an Independent Director on the Boards of various listed Companies. Mr. Jairaj has held a leadership role in Technical and Management Education and is also associated with many Not-for-Profit Organizations in Bangalore.

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4	Disclosure of relationships between directors (in case of appointment of a director)	Not related to any of the Directors
5.	Information pursuant to NSE Circular Ref No. NSE/CML/2018/24 dated 20 th June, 2018	Mr. K. Jairaj is not debarred from holding the office of Director by virtue of any SEBI order or any other authority.

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