

Date:- January 31, 2024

BSE Limited

Department of Corporate Affairs
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai - 400 001

National Stock Exchange of India Limited

Exchange Plaza, 5th Floor,
Plot No:- C/1, G Block
Bandra Kurla Complex,
Mumbai- 400 051

BSE Scrip Code:- 531892

NSE Symbol:- KHANDSE

Dear Sir,

Sub: Outcome of Board Meeting and Disclosure under Regulation 30 of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015

Pursuant to Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations), we hereby inform you that the Board of Directors of Khandwala Securities Limited at its meeting held today i.e. 31st January, 2024 has inter alia, approved and taken on record the following: -

- 1) Appointment of Mr. Kalpen Shukla (DIN:00117482) as an Additional Director (Non-Executive Independent) for a period of 5 years with effect from January 31, 2024, as recommended by the Nomination & Remuneration Committee, subject to the approval of the shareholders of the Company.

The details as required under Regulation 30 of the SEBI Listing Regulations read with SEBI Circular no. CIR/CFD/CMD/4/2015 dated 9th September, 2015 is attached herewith as "Annexure – I".

- 2) Mr. Shyam Muralidhardas Seshadri (DIN:05242397) vide his letter dated January 31, 2024 has tendered his resignation as an Independent Director of the Company with effect from close of business hours on January 31, 2024. The Board appreciates the service rendered by Mr. Seshadri during his tenure as an Independent Director of the Company. Further, Mr. Seshadri in his letter has also confirmed that there are no other material reasons for his resignation other than those mentioned in the letter.

The details required under Regulation 30 of the SEBI Listing Regulations read with SEBI Circular no. CIR/CFD/CMD/4/2015 dated 9th September, 2015 is attached herewith as "Annexure – II".

- 3) Re-constitution of the following Committee's of the Board :



Name of the Committees	Members of the Committee	Category
Audit Committee	Mr. Homiar N. Vakil (Chairman)	Non-Executive, Independent Director
	Mr. Kalpen Shukla (Member)	Additional Director (Non-Executive, Independent)
	Mrs. Bhagyashree Khandwala (Member)	Non-Executive Director
Nomination and Remuneration Committee	Mr. Kalpen Shukla (Chairman)	Additional Director (Non-Executive, Independent)
	Mr. Homiar N. Vakil (Member)	Non-Executive & Independent Director
	Mrs. Bhagyashree Khandwala (Member)	Non-Executive Director
Stakeholders Relationship Committee	Mr. Homiar N. Vakil (Chairman)	Non-Executive & Independent Director
	Mr. Kalpen Shukla (Member)	Additional Director (Non-Executive, Independent)
	Mr. Paresh Khandwala (Member)	Managing Director

The said meeting of the Board was commenced at 1.30 p.m. and concluded at 2.15 p.m.

Kindly take the same in your records.

Thanking you.

For Khandwala Securities Limited

Abhishek Joshi

Abhishek Joshi
 Company Secretary and Compliance Officer



Annexure I

Appointment of Mr. Kalpen Shukla as an Additional Director (Non-Executive, Independent)

Details under Regulation 30 of the SEBI Listing Regulations read with SEBI Circular no. CIR/CFD/CMD/4/2015 dated 9th September, 2015

Sr.No	Particulars	Description
1	Name of Director	Mr. Kalpen Shukla (DIN: 00117482)
2	Reason for change viz. appointment, resignation, cessation, removal, death or otherwise	Appointment as an Additional Director (Non-Executive, Independent), subject to the approval of Shareholders.
3	Date and terms of appointment	Appointed as an Additional Director in the category of Non-Executive & Independent for a term of 5 (five) consecutive years with effect from 31 st January 2024 and who shall not be liable to retire by rotation, subject to the approval of Shareholders.
4	Brief Profile (in case of appointment)	Mr. Kalpen Shukla has done his B.Tech (Chem Engg) from IIT Delhi and PGDM from IIM Ahmedabad. He has more than 25 years of corporate knowledge and experience in areas of strategy planning, business development and general management by working with Unilever, Johnson & Johnson, Pidilite, Godrej & Boyce, SIFY, etc. His last assignment was as a COO at British Gas Broadband. He was also the member of prestigious McKinsey Quarterly Online Global Executive Panel and has worked as Management Consultant and advised top management for their growth & expansion plans.
5	Disclosure of relationships between directors	Mr. Kalpen Shukla is not related to any other Directors of the Company
6	Information as required pursuant to BSE Circular No. LIST/COMP/ 14/ 2018-19 and NSE Circular No. NSE/ CML/ 2018/24 dated 20 th June 2018	Mr. Kalpen Shukla is not debarred from holding office of Director by virtue of any SEBI order or any other such authority.



Annexure - II

Resignation of Mr. Shyam Muralidhardas Seshadri

Details under Regulation 30 of the SEBI Listing Regulations read with SEBI Circular no. CIR/CFD/CMD/4/2015 dated 9th September, 2015

Sr.No	Particulars	Description
1	Name of the Director	Mr. Shyam Muralidhardas Seshadri (DIN:05242397)
2	Reason for change viz. appointment, cessation, resignation, removal, death or otherwise	Resignation as an Independent Director of the Company due to pre-occupation and personal reason.
3	Date of Cessation / Resignation	31 st January 2024 (close of business hours)
4	Brief Profile (in case of appointment)	Not Applicable
5	Disclosure of relationships between directors	Not Applicable
6	Information as required under BSE Circular No. LIST/COM/14/2018-19 and NSE Circular No. NSE/CML/ 2018 dated June 20, 2018	Not applicable
Additional Information in case of resignation of an Independent Director		
7	Letter of Resignation along with detailed reasons for resignation	Enclosed herewith
8	Names of the Listed Entities in which resigning director holds directorships, indicating category and membership of the Board Committees	None
9	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. Shyam M. Seshadri has confirmed that there are no material reasons for his resignation other than those mentioned in his resignation letter.



Date: 31st January 2024

To,
The Board of Directors;
Khandwala Securities Limited
G7, Vikas Building, Ground Floor,
Green Street, Fort, Mumbai – 400023

Dear Sir;

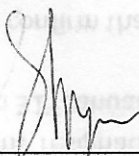
Sub:- Resignation as an Independent Director of the Company

This is to inform the Board that due to my pre-occupation and other personal commitments, I hereby tender my resignation as an Independent Director of the Company with effect from close of business hours on January 31, 2024.

I hereby confirm that there are no other material reasons for my resignation other than those mentioned above. Further, I also hereby confirm that I am not holding any Directorship in any other listed entity other than Khandwala Securities Limited.

I do place on record my sincere thanks to the other members of the Board for extending me the cooperation and continuous support while performing my responsibilities as an Independent Director of the Company.

Thanking You



Shyam Muralidhardas Seshadri

Director

(DIN: 05242397)

Address: 1804 A Pride, Plot No 01, Sector 7
Near Ustav Chauk, Post – Kharghar,
Raigarh – 410210