

Date: **14th February, 2025**

BSE Limited

Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai – 400 001
Scrip Code: 517214

National Stock Exchange of India Limited

Exchange Plaza, Plot No. C/1, G Block
Bandra – Kurla Complex, Bandra (E)
Mumbai – 400 051
Scrip Code: DIGISPICE

Sub.: **Outcome of Board Meeting pursuant to Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015**

Dear Sir/Madam,

In compliance with Regulation 30 and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as 'Listing Regulations'), it is hereby informed that a meeting of the Board of Directors of the Company was held today i.e. Friday, 14th February, 2025 and the Board, inter-alia, approved the following:

1. Board of Directors, on the recommendation of Nomination and Remuneration Committee, has approved the appointment of Ms. Veena Vikas Mankar (DIN 00004168) as an Additional Director in the category of Non-Executive Independent Director with effect from 14th February, 2025. Ms. Veena Vikas Mankar will hold the office as an Independent Director, for a term of five consecutive years till 13th February, 2030, subject to approval of shareholders of the Company.

Pursuant to circulars dated 20th June, 2018, issued by BSE Limited and National Stock Exchange of India Limited, it is hereby affirmed that Veena Vikas Mankar is not debarred from holding the office of director by virtue of any SEBI order or any other such authority.

In compliance of Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular no. SEBI/HO/CFD/PoD2/CIR/P/0155 dated 11th November, 2024, the requisite information in this regard, is appended herewith as **Annexure –I**.

2. The Nomination and Remuneration Committee and Board of Directors have decided to place before the shareholders for approval, the appointment of Mr. Ramesh Venkataraman (DIN 03545080) as a Non-Executive Non-Independent of the Company. The matters will be placed before the shareholders for approval by way of postal ballot. The appointment will be effective upon approval by shareholders.

Pursuant to circulars dated 20th June, 2018, issued by BSE Limited and National Stock Exchange of India Limited, it is hereby affirmed that Mr. Ramesh Venkataraman is not debarred from holding the office of director by virtue of any SEBI order or any other such authority.

In compliance of Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular no. SEBI/HO/CFD/PoD2/CIR/P/0155 dated 11th November, 2024, the requisite information in this regard, is appended herewith as **Annexure -I**.

3. In view of aforesaid appointments, the following Committee(s) of the Board is reconstituted w.e.f. 15th February, 2025

Stakeholders Relationship Committee

Name	Category of Director	Chairperson/Member
Mr. Subramanian Murali	Non-Executive Non-Independent Director	Chairperson
Mr. Pankaj Vaish	Non-Executive Independent Director	Member
Mr. Rohit Ahuja	Executive Director	Member

Risk Management Committee

Name	Category of Director	Chairperson/Member
Mr. Mrutyunjay Mahapatra	Non-Executive Independent Director	Chairperson
Mr. Pankaj Vaish	Non-Executive Independent Director	Member
Mr. Subramanian Murali	Non-Executive Non-Independent Director	Member

The Meeting of the Board of Directors of the Company commenced at 15:00 hours (IST) and concluded at 17:15 hours (IST).

This intimation is also being uploaded on the website of the Company.

You are requested to kindly take the above on record.

Thanking you.

Yours faithfully,

For **DiGiSPICE Technologies Limited**

Ruchi Mehta

Company Secretary & Compliance Officer

Annexure – I

Details as required under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

S. No.	Particulars	Ms. Veena Vikas Mankar (DIN 00004168)	Mr. Ramesh Venkataraman (DIN 03545080)
1	Reason for Change	<p>Ms. Veena Vikas Mankar has been appointed as an Additional Director, in the category of Non-Executive Independent Director.</p> <p>She will hold the office as an Independent Director for term of 5 (five) consecutive years from 14th February, 2025 till 13th February, 2030, subject to the approval of shareholders.</p>	The Change will take place upon approval by members.
2	Date of Appointment	The Board of Directors approved her appointment on 14 th February, 2025.	Yet to be appointed
3	Brief Profile	<p>Ms. Veena Vikas Mankar has over four decades of experience in banking & financial service and has been actively engaged in micro banking for over a decade. She started her career with ICICI Ltd. (the precursor to the Bank) and has worked with leading financial institutions including Emirates Bank in Dubai, West LB group, Germany and FimBank, Malta.</p> <p>She also served as an Independent Non - Executive Chairperson of IDFC First Bank Limited. She is the founder of two entities Swadhaar FinAccess (a non profit entity) and Swadhaar FinServe Pvt Limited, an MFI now RBL FinServe Ltd. (subsidiary of RBL Bank).</p> <p>Currently, Ms. Veena Vikas Mankar holds directorship in RBL Bank Limited, Artha-India Research Advisors Private Limited, Spice Money Limited, Swadhaar FinAccess, PB Fintech Limited and Paisabazaar Marketing and Consulting Private Limited. She is</p>	<p>Mr. Ramesh Venkataraman runs Avest, a private equity investment firm advising IDO, a UAE-based sovereign wealth fund, and several family offices in India and the Middle East on their direct investments. He is currently on the boards of Rak Economic Zone, Pure Data Centres Group, Aeries Technology, Spice Money Limited and WSFx Global Pay Limited.</p> <p>Since 1992, he has worked with several institutions including McKinsey & Co., Bridgepoint Capital, Samena Capital, Rak Airport and Falcon Technologies. He also advised the Prime Minister's Office on telecom and technology policy and worked closely between 1999-2006 with Nasscom, the association for Indian offshore IT and BPO firms, in shaping industry strategy, global positioning and regulation.</p> <p>In 2005, Ramesh was chosen for the prestigious young Achiever award by the Indo American</p>

		<p>also a member of the SRO Committee at MFIN.</p> <p>Ms. Veena Vikas Mankar holds a Bachelors of Arts degree in Economics (H) and is also a post-graduate diploma in management from the IIM, Ahmedabad.</p>	<p>society. He is also a frequent speaker at various private equity forums.</p> <p>Ramesh has a B.Tech degree in electronics and communications engineering from IIT - Kharagpur (National Talent Scholar), an M.Phil. in International Relations from Oxford University (Inlaks Scholar), and an M.P.A. with distinction in Economics and Public Policy from Princeton University's Woodrow Wilson School of Public and International Affairs (Woodrow Wilson Fellow)</p>
4	Disclosure of relationships between directors	There is no inter-se relationship between appointed Director and the other Members of the Board.	There is no inter-se relationship between proposed Director and the other Members of the Board.