Kridhan Infra Limited

30th March, 2019

To,
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai 400 001
Ref: Scrip Code 533482

To,
National Stock Exchange of India Ltd.
Exchange Plaza, C-1, Block-G,
Bandra Kurla Complex, Bandra (East),
Mumbai- 400051.
Ref: Symbol: KRIDHANINF

Subject: Outcome of Circular Resolution passed by the Board of Director - Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Dear Sir/ Madam,

This is to inform you that the Board of Director of the Company has approved the following by way of Circular Resolution:

1. **Re-appointment of Mr. Mahesh Kumar Garg (DIN: 03157824) as an "Additional Director (Non – Executive Independent Director)" on the Board:**

The Board of Directors of the Company, based on the recommendation of the Nomination and Remuneration Committee of the Board of Directors, have appointed Mr. Mahesh Kumar Garg (DIN: 03157824) as an "Additional Director" (Non-Executive, Independent Director) for a period from April 1, 2019 upto March 31, 2024, subject to approval of the Shareholders of the Company.

Mr. Mahesh Kumar Garg will be a Non-Executive Independent Director and he is not related to the Promoter or to the Promoter Group and fulfills the criteria of Independence as required under the provisions of the Companies Act, 2013 and the Rules framed thereunder and the SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015 (as amended from time to time).

Following the above mentioned appointment, the strength of the Board of Directors of the Company will remain unchanged with 6 (Six) Directors on Board, out of which 4 (Four) Directors (more than 50% of the total strength) are Independent Directors.

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Disclosure required pursuant to Regulation 30 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Para A of Part A of Schedule III to the said Regulations, with regard to change in Directors and Key Managerial Personnel is given herein under:

Sr. No.	Disclosure Requirement	Details
1.	Reason for Change viz. appointment, resignation, removal, death or otherwise;	Re-appointment of Mr. Mahesh Kumar Garg as an Additional Director (Non – Executive Independent Director), subject to approval of the Shareholders.
2.	Date of Appointment / Cessation (as applicable) & term of Appointment	April 1, 2019 upto April 1, 2024.
3.	Brief Profile	Mahesh Garg, aged 69 years, is an Independent Director of our Company. He holds a bachelor's degree in law from University of Delhi and is a fellow of The Institution of Engineers (India). He is a recipient of Delhi Electric Supply Undertaking award. He has been associated with our Company in the capacity of a director since August 25, 2010.
4.	Disclosure of Relationships between Directors (in case of Appointment of a Director)	Mr. Mahesh Kumar Garg is not related to any of the Promoters, Members of the Promoter Group and Directors of the Company and is not debarred from holding the office of Director by virtue of any order of Securities and Exchange Board of India (SEBI) or any other such authority.

2. **Re-appointment of Mr. Abhijit Vidyanand Ranade (DIN: 03247451) as an "Additional Director (Non – Executive Independent Director)" on the Board:**

The Board of Directors of the Company, based on the recommendation of the Nomination and Remuneration Committee of the Board of Directors, have appointed Mr. Abhijit Vidyanand Ranade (DIN: 03247451) as an "Additional Director" (Non-Executive

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Independent Director) for a period from April 1, 2019 upto April 1, 2024, subject to approval of the Shareholders of the Company.

Mr. Abhijit Vidyanand Ranade will be a Non-Executive Independent Director and he is not related to the Promoter or to the Promoter Group and fulfills the criteria of Independence as required under the provisions of the Companies Act, 2013 and the Rules framed thereunder and the SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015 (as amended from time to time).

Following the above mentioned appointment, the strength of the Board of Directors of the Company will remain unchanged with 6 (Six) Directors on Board, out of which 4 (Four) Directors (more than 50% of the total strength) are Independent Directors.

Disclosure required pursuant to Regulation 30 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Para A of Part A of Schedule III to the said Regulations, with regard to change in Directors and Key Managerial Personnel is given herein under:

Sr. No.	Disclosure Requirement	Details
1.	Reason for Change viz. appointment, resignation, removal, death or otherwise;	Re-appointment of Mr. Abhijit Vidyanand Ranade as an Additional Director (Non – Executive Independent Director), subject to approval of the Shareholders.
2.	Date of Appointment / Cessation (as applicable) & term of Appointment	April 1, 2019 upto April 1, 2024.
3.	Brief Profile	Abhijit Ranade, aged 49 years, is an Independent Director of our Company. He holds a bachelor's degree in engineering and a master's degree in business administration from University of Poona. He has been associated with our Company in the capacity of a director since September 29, 2010.
4.	Disclosure of Relationships between Directors (in case of Appointment of a Director)	Mr. Abhijit Vidyanand Ranade is not related to any of the Promoters, Members of the Promoter Group and Directors of the Company and is not debarred from holding the office of Director by

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		virtue of any order of Securities and Exchange Board of India (SEBI) or any other such authority.

3. **Adoption of new/ amended Policies and Code:**

Pursuant to the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) (Amendment) Regulations, 2018 the Board of Directors has amended the following Policies and Code of Conduct:

1. Insider Trading Code of Conduct;
2. Code of Practices and Procedures for Fair Disclosure of Unpublished Price Sensitive Information ("UPSI");
3. Nomination and Remuneration Policy;
4. Policy on Criteria for Determining Materiality of Events;
5. Policy on Materiality of Related Party Transaction and Dealing with Related Party Transaction;
6. Whistle Blower Policy;
7. Code of Conduct for Board of Directors And Senior Management Personnel; and
8. Policy for Determining "Material" Subsidiaries.

We request you to please take the above information on your records.

Thanking you,

Yours Sincerely,

For **Kridhan Infra Limited**

Jyoti Gade
Company Secretary

KRIDHAN INFRA LTD. MUMBAI

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