

Varroc Engineering Limited

Regd. & Corp. Office

L-4, MIDC, Industrial Area
Waluj, Aurangabad 431 136,
Maharashtra, India

Tel + 91 240 6653700
Fax + 91 240 2564540

VARROC/SE/INT/2025-26/51

email: varroc.info@varroc.com
www.varroc.com
CIN: L28920MH1988PLC047335



July 18, 2025

To, The Manager- Listing
The Listing Department,
National Stock Exchange of India Limited
Exchange Plaza, Plot No. C/1, G Block, Bandra-
Kurla Complex,
Bandra (East), Mumbai-400 051.
NSE Symbol: VARROC

The Manager – Listing
The Corporate Relation Department,
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai-400 001.
BSE Security Code: 541578
[Debt: 975062]

Dear Sir/ Madam,

SUB & REF: REGULATION 30 AND OTHER APPLICABLE REGULATIONS OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 ("LISTING REGULATIONS")

Pursuant to the captioned regulations, we wish to inform you that the Board of Directors of the Company in their meeting held today, i.e. on July 18, 2025, has approved the following matters:

1. APPOINTMENT OF MR. PADMANABH SINHA (DIN - 00101379) AS AN ADDITIONAL DIRECTOR NON-EXECUTIVE AND INDEPENDENT DIRECTOR OF THE COMPANY:

Based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors approved appointment of Mr. Padmanabh Sinha (DIN: 00101379) as an Additional Director - Non-Executive and Independent Director of the Company with effect from July 18, 2025 for a term of five (5) years commencing from July 18, 2025 to July 17, 2030, to hold office up to the date of next Annual General Meeting of the Company or until his appointment is regularized by the shareholders through Postal Ballot or approval at a General Meeting, whichever is earlier.

Brief Profile of Mr. Padmanabh Sinha is as below:

Mr. Padmanabh Sinha (DIN: 00101379) is the Managing Partner and Co-founder of LaunchBay Capital, a recently established Indian mid-market private equity firm. He holds a Bachelor's degree in Computer Science from BITS Pilani, an MBA from IIM Calcutta, and has completed the Private Equity Executive Development Program at Harvard Business School. With over 25 years of experience across private equity and tech entrepreneurship, Mr. Sinha is a seasoned private equity investor. His sectoral expertise spans industrials, technology, consumer, healthcare, financial services, and infrastructure. Previously, he served as Executive Director and CIO – Private Equity at the National Investment & Infrastructure Fund (NIIF), where he was a member of all direct investment committees and chaired the private equity investment committee. Prior to that, he was Managing Partner and co-founded the Tata Opportunities Fund, the Tata Group's flagship private equity initiative, where he raised what was then India's largest private equity fund from a global investor base. Earlier in his career, Mr. Sinha played a foundational role at Temasek as Managing Director – India, helping to establish and expand the firm's India business and leading its global entry into the insurance sector. He also co-founded eGurucool.com, one of India's pioneering Ed-Tech ventures, which was later acquired by NIIT. From 2018 to 2020, he served as Chairman of Indian Private Equity & Venture Capital Association (IVCA).

The Company shall seek the approval of Shareholders for the aforesaid matter in the ensuing Annual General Meeting.

Further, in compliance with SEBI Order dated June 14, 2018 to the Stock Exchanges, circular no. LIST/COMP/14/2018-19 issued by BSE Limited and circular no. NSE/CML/2018/24 issued by National Stock Exchange of India Limited dated June 20, 2018, respectively, and further SEBI Circular No. LIST/COMP/14/2018-19 dated June 20, 2018; we hereby affirm that Mr. Padmanabh Sinha (DIN: 00101379) is not debarred from holding the office of Director by virtue of any SEBI Order or any other similar authority.

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2. COMPLETION OF TENURE OF INDEPENDENT DIRECTORS

Mr. Gautam Khandelwal (DIN-00270717), Mr. Marc Szulewicz (DIN-01911768), and Mrs. Vijaya Sampath (DIN-00641110), appointed as Independent Directors of the Company for the second term of Five (5) years effective from June 25, 2020, shall complete their term on July 19, 2025. The Board of Directors of the Company while taking note of the same, has placed on record its appreciation for the valuable contribution made by the Directors during their association with the Company.

We would also like to inform you that, post the above change, the composition of the Board of Directors of the Company will stand as below:

Sl. No.	Name of Director	Designation
1.	Mr. Tarang Jain	Chairman & Managing Director
2.	Dr. Vinish Kathuria	Non-Executive Independent Director
3.	Mrs. Liselott Kilaas	Non-Executive Independent Director
4.	Mr. Akshay Chudasama	Additional Director – Non-Executive Independent Director
5.	Mr. Padmanabh Sinha	Additional Director - Non-Executive Independent Director
6.	Mr. Arjun Jain	Whole Time Director
7.	Mr. Dhruv Jain	Whole Time Director

3. NOTING OF THE RESIGNATION OF MR. AJAY KUMAR SHARMA (ICSI MEMBERSHIP NO. A-9127), AS COMPANY SECRETARY AND COMPLIANCE OFFICER (KEY MANAGERIAL PERSONNEL) OF THE COMPANY

Mr. Ajay Kumar Sharma, Whole Time Company Secretary and Compliance Officer (Key Managerial Personnel) of the Company has tendered his resignation from the position of Company Secretary & Compliance Officer (Key Managerial Personnel) of the Company, due to personal reasons, effective from close of business hours on July 31, 2025. Copy of his Resignation is annexed herewith.

The Board has placed on record its appreciation for the valuable contribution made by Mr. Ajay Kumar Sharma during his tenure of more than 5 years as Company Secretary and Compliance Officer of the Company.

4. APPOINTMENT OF MR. ANIL GHATIYA (ICSI MEMBERSHIP NO A-16620) AS COMPANY SECRETARY AND COMPLIANCE OFFICER (KEY MANAGERIAL PERSONNEL) OF THE COMPANY

Based on the recommendation of Nomination and Remuneration Committee, the Board of Directors, has approved the appointment of Mr. Anil Ghatiya (ICSI Membership No A-16620) as the Company Secretary and Compliance Officer (Key Managerial Personnel) of the Corporation w.e.f., July 31, 2025.

Profile of Mr. Anil Ghatiya:

Mr. Anil Ghatiya is a commerce Graduate and a qualified Company Secretary (ICSI Membership No A-16620). He started his carrier with Varroc Group in the year 2003 and was appointed as Company Secretary of Varroc Polymers Ltd. (now amalgamated with Varroc Engineering Ltd.) since January, 2005. He has more than two decades of experience and has been part of major corporate re-structuring including but not limited to IPO/Minimum Public Shareholding/merger-demerger/Overseas acquisitions/Sale of 4W lighting business etc.

The disclosures required for the aforesaid matters under Regulation 30 of the Listing Regulations read with SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated July 11, 2023; the SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023 and SEBI Circulars No CIR/CFD/CMD/4/2015 dated September 09, 2015 (together referred as "SEBI Circulars"), are enclosed herewith in **Annexure A**.

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This intimation is available on the website of the Company i.e.
<https://www.varroc.com/investors/regulatory-filings>

We request you to please take the above on record.

Thanking you.

Yours faithfully,
For Varroc Engineering Limited

Tarang Jain
Chairman and Managing Director
DIN:00027505
Encl: a/a

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Sr. No	Particulars	Details					
		Mr. Padmanabh Sinha (DIN: 00101379)	Mr. Gautam Khandelwal (DIN – 00270717)	Mr. Marc Szulewicz (DIN-01911768)	Mrs. Vijaya Sampath (DIN-00641110)	Mr. Ajay Kumar Sharma (ICSI Membership No. A-9127)	Mr. Anil Ghatiya (ICSI Membership No. A-16620)
1	Reason for change viz., appointment, resignation, removal, death or otherwise	Appointed as an Additional Director (Non-Executive and Independent) of the Company w.e.f. July 18, 2025 for a term of five (5) years commencing from July 18, 2025 to July 17, 2030	Completion of the second and final term of 5 (Five) years as an Independent Director of the Company effective from July 19, 2025	Completion of the second and final term of 5 (Five) years as an Independent Director of the Company effective from July 19, 2025	Completion of the second and final term of 5 (Five) years as an Independent Director of the Company effective from July 19, 2025	Mr. Ajay Kumar Sharma resigned as Company Secretary and Compliance Officer (Key Managerial Personnel) of the Company due to personal reasons effective from July 31, 2025	Mr. Anil Ghatiya has been appointed as a Company Secretary and Compliance Officer (Key Managerial Personnel) of the Company effective from July 31, 2025
2	Date of Appointment / Cessation (as applicable) & terms of Appointment	Appointment for a period of Five (5) years effective from July 18, 2025, and shall be valid up to the date of the next Annual General Meeting of the Company or until his appointment is regularized by the shareholders through Postal Ballot or approval at a General Meeting, whichever is earlier	He ceases to be an Independent Director of the Company from the close of business hours on July 19, 2025	He ceases to be an Independent Director of the Company from the close of business hours on July 19, 2025	She ceases to be an Independent Director of the Company from the close of business hours on July 19, 2025	Resignation accepted on July 18, 2025 effective from July 31, 2025	Appointment approved on July 18, 2025 effective from July 31, 2025

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		Mr. Padmanabh Sinha (DIN: 00101379)	Mr. Gautam Khandelwal (DIN – 00270717)	Mr. Marc Szulewicz (DIN-01911768)	Mrs. Vijaya Sampath (DIN-00641110)	Mr. Ajay Kumar Sharma (ICSI Membership No. A-9127)	Mr. Anil Ghatiya (ICSI Membership No. A-16620)
3	Brief Profile (in case of Appointment)	Mr. Padmanabh Sinha (DIN: 00101379) is the Managing Partner and Co-founder of LaunchBay Capital, a recently established Indian mid-market private equity firm. He holds a Bachelor's degree in Computer Science from BITS Pilani, an MBA from IIM Calcutta, and has completed the Private Equity Executive Development Program at Harvard Business School. With over 25 years of experience across private equity and tech entrepreneurship, Mr. Sinha is a seasoned private equity investor. His sectoral expertise spans industrials, technology, consumer, healthcare, financial services, and infrastructure. Previously, he served as Executive Director and CIO – Private Equity at the National Investment &	Not Applicable	Not Applicable	Not Applicable	Not Applicable	Mr. Anil Ghatiya is a commerce Graduate and a qualified Company Secretary (ICSI Membership No A-16620). He started his carrier with Varroc Group in the year 2003 and was appointed as Company Secretary of Varroc Polymers Ltd. [now amalgamated with Varroc Engineering Ltd.) since January, 2005. He has more than two decades of experience and has been part of major corporate re-structuring including but not limited to IPO/Minimum Public Shareholding/merger-demerger/Overseas acquisitions/Sale of 4W lighting business etc.

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		<p>Infrastructure Fund (NIIF), where he was a member of all direct investment committees and chaired the private equity investment committee. Prior to that, he was Managing Partner and co-founded the Tata Opportunities Fund, the Tata Group's flagship private equity initiative, where he raised what was then India's largest private equity fund from a global investor base. Earlier in his career, Mr. Sinha played a foundational role at Temasek as Managing Director – India, helping to establish and expand the firm's India business and leading its global entry into the insurance sector. He also co-founded eGurucool.com, one of India's pioneering Ed-Tech ventures, which was later acquired by NIIT. From 2018 to 2020, he served as Chairman of Indian Private Equity & Venture Capital Association (IVCA).</p>					
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Sr. No	Particulars	Details					
		Mr. Padmanabh Sinha (DIN: 00101379)	Mr. Gautam Khandelwal (DIN – 00270717)	Mr. Marc Szulewicz (DIN-01911768)	Mrs. Vijaya Sampath (DIN-00641110)	Mr. Ajay Kumar Sharma (ICSI Membership No. A-9127)	Mr. Anil Ghatiya (ICSI Membership No. A-16620)
4	Disclosure of relationships between directors (in case of appointment of a director).	Mr. Padmanabh Sinha (DIN: 00101379) is neither a member of Promoter Group nor related to any Director of the Company	Neither a member of Promoter Group nor related to any Director of the Company	Neither a member of Promoter Group nor related to any Director of the Company	Neither a member of Promoter Group nor related to any Director of the Company	Neither a member of Promoter Group nor related to any Director of the Company	Neither a member of Promoter Group nor related to any Director of the Company
5	Information as required under Circular No. LIST/COMP/14/2018-19 and NSE/CML/2018/24 dated June 20, 2018, issued by the BSE and NSE, respectively.	Mr. Padmanabh Sinha (DIN: 00101379) is not debarred from holding the office of a Director, by virtue of any SEBI Order or any other similar authority. Mr. Padmanabh Sinha has complied with Rules 6(1) and 6(2) of the Companies (Appointment and Qualification of Directors) Rules, 2014, with respect to registration with the data bank of Independent Directors maintained by the Indian Institute of Corporate Affairs (IICA)	NA	NA	NA	NA	NA
6	Number of Shares held in the Company	6,327 Equity Shares	Nil	Nil	703 Equity Shares	7,800 Equity Shares	150 Equity Shares

Ajay Kumar Sharma

Address: Flat No-J-1102, BPTP Park, Grandeura, Sector 82, Near DPS, Bhatola 115, Faridabad -121 004 Haryana

Date :- July 10, 2025

To,
The Board of Directors,
Varroc Engineering Limited,
Registered Office -Plot No L- 4.
MIDC, Waluj, Chhatrapati Sambhaji Nagar
(Erstwhile Aurangabad) - 431 136.

Sub: Resignation from the position of Company Secretary and Compliance Officer (Key Managerial Personnel) of Varroc Engineering Limited

Dear Sir/Madam,

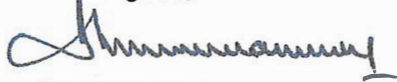
I hereby tender my resignation from the position of Company Secretary and Compliance Officer of Varroc Engineering Limited (Key Managerial Personnel), under Regulation 6 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, due to personal reasons.

I request the Board to kindly relieve me of my duties with effect from the close of business hours on July 31, 2025.

I take this opportunity to express my sincere thanks to the Board of Directors, Senior Management and colleagues of the Company for their unwavering support and co-operation extended to me throughout my professional association with the Company.

I further request the Company to take the necessary steps to file the requisite forms with the Registrar of Companies, Ministry of Corporate Affairs, and to make appropriate intimations to the Stock Exchanges, in order to give effect to this resignation.

Thanking You,



Ajay Kumar Sharma
(ICSI Membership No. A-9127)

Received on: July 10, 2025

Accepted by the Board of Directors at
their meeting held on:- July 18, 2025



Tarang Jain
Chairman & Managing Director
DIN:-00027505