



INDSIL HYDRO POWER AND MANGANESE LIMITED

Regd. Office :
"Indsil House",
T.V. Samy Road (West), R.S. Puram
Coimbatore - 641 002.
Phone : (+91/0) (422) 4522922, 23
Fax : (+91/0) (422) 4522925
e-mail : indsilho@indsil.com
website : www.indsil.com
CIN : L27101TZ1990PLC002849

August 19, 2022

To

BSE Limited
25th Floor, Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400 001
Scrip Code: 522165

Dear Sir/Madam,

Sub: Outcome of the Meeting of Board of Directors pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

We wish to inform you that the Board of Directors of the Company at their meeting held on August 19, 2022, inter alia, had approved the following:

- Extension of the period of redemption (roll-over) of the Cumulative Redeemable Preference Shares, subject to requisite approvals and for a further period of 3 years from October 19, 2022, to October 18, 2025, with the option to redeem the preference shares at par at any time at the option of the company before the due date of redemption.
- Recommended the re-appointment of M/s. Raja & Raman (Firm Registration 003382S), Coimbatore, as the Statutory Auditors of the Company for a period of 1 year to hold office from the conclusion of the 32nd AGM to be held in the year 2022 until the conclusion of the 33rd AGM of the Company to be held in the year 2023, subject to the approval of the shareholders of the Company.

A brief profile of M/s. Raja & Raman is as follows:

M/s. Raja & Raman established in 1989 is a professionally managed firm consisting of distinguished Chartered Accountants in whole time practice with a combination of specialized skills and qualification in areas of Statutory Audit of Public and private Limited companies, Internal, concurrent and stock audit of companies, Information system Audit of Banks, Special cell on VAT dealing which are geared to offer sound financial advice and attestation services. The firm presently carries out attestation function of Manufacturing, Engineering, Textiles, Power, Infrastructure, Hospitals, Exports, BPOs, IT and Trading companies.

- Appointment of Mrs. Gayatri Vijaikumar (DIN: 09659550) as an Additional Director of the company in the capacity of a Non-executive Independent Director for a period of 5 years with effect from August 19, 2022, subject to the approval of the shareholders at the ensuing Annual General Meeting. Mrs. Gayatri Vijaikumar is not related to any of the Directors of the company. A brief profile is as follows:

Mrs. Gayatri Vijaikumar is having rich experience in the field of gold business and management. Her association with the company as a director will be beneficial in the upcoming years.



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Further, Mrs. Gayatri Vijaikumar is not debarred from holding the office of Director by virtue of any order of the SEBI or any other statutory authority under any laws.

- Appointment of Mrs. T Kalaivani (DIN: 09706304) as an Additional Director of the company in the capacity of a Non-executive Independent Director for a period of 5 years with effect from August 19, 2022, subject to the approval of the shareholders at the ensuing Annual General Meeting. Mrs. T Kalaivani is not related to any of the Directors of the company. A brief profile is as follows:

Mrs. T Kalaivani is a commerce graduate and has enormous experience in the field of management and finance. Her association with the company as a director will be beneficial in the upcoming years.

Further, Mrs. T Kalaivani is not debarred from holding the office of Director by virtue of any order of the SEBI or any other statutory authority under any laws.

- Taken on record the resignation of Mrs. Manju Sharma (DIN: 08855406), Independent Director of the company from the directorship of the company with effect from August 19, 2022, due to her personal commitments and her inability to devote time to the Company.

The disclosure as required pursuant to SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is given below:

- The letter of resignation along with detailed reasons for the resignation as given by the said director has been enclosed herewith as **Annexure 1**.
- The details of the listed entities in which Mrs. Manju Sharma holds directorship / committee membership is given below:

| S. No. | Name of the company | Category of Directorship held | Membership of the Board Committees |
|--------|--|------------------------------------|--|
| 1 | Indsil Hydro Power and Manganese Limited | Non-executive Independent Director | 1. Member of Stakeholders Relationship Committee |

Mrs. Manju Sharma does not hold directorship in any other listed entity apart from that given above.

- Mrs. Manju Sharma has also confirmed that there are no material reasons for her resignation from the Board other than those provided.
- Taken on record the resignation of Mr. V. Murali (DIN: 08999898), Independent Director of the company from the directorship of the company with effect from the closing hours on August 19, 2022, due to his personal commitments and his inability to devote time to the Company.



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The disclosure as required pursuant to SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is given below:

- The letter of resignation along with detailed reasons for the resignation as given by the said director has been enclosed herewith as **Annexure 2**.
- The details of the listed entities in which Mr. V. Murali holds directorship / committee membership is given below:

| S. No. | Name of the company | Category of Directorship held | Membership of the Board Committees |
|--------|--|------------------------------------|--|
| 1 | Indsil Hydro Power and Manganese Limited | Non-executive Independent Director | 1. Chairman of Audit Committee 2. Chairman of Nomination and Remuneration Committee |

Mr. V. Murali does not hold directorship in any other listed entity apart from that given above.

- Mr. V. Murali has also confirmed that there are no material reasons for his resignation from the Board other than those provided.

- Approved and recommended the proposal for obtaining the approval of shareholders for material related party transactions.
- The 32nd Annual General Meeting of the Company for the financial year ended March 31, 2022, is scheduled to be held on Wednesday, September 28, 2022, through video conferencing and Other Audio-Visual Means (OAVM).
- The Register of Members and Share Transfer Books of the Company will remain closed from Thursday, September 22, 2022, to Wednesday, September 28, 2022, (both days inclusive) for the purpose Annual General Meeting.

The Board meeting commenced at 10.00 AM and concluded at 01.00 PM.

The above information will be made available on the Company's website www.indsil.com.

Kindly take the above on record.

Yours Truly
For Indsil Hydro Power and Manganese Limited

Rajkumari R
Company Secretary and Compliance Officer



RESIGNATION LETTER

19.08.2022

From
Manju Sharma
A4, 1st Floor, Subhikshma Paradise Apartment,
Navavoor, Vadavalli,
Coimbatore – 641046, Tamil Nadu

To
The Board of Directors,
M/s. Indsil Hydro Power and Manganese Limited
CIN: L27101TZ1990PLC002849
Indsil House, Door No.: 103-107, T V Samy Road (West),
R S Puram, Coimbatore – 641002, Tamil Nadu

Dear Sir,

Sub: Resignation from the position of Independent Director

I have been serving as an Independent Director of the Company since September 9, 2020.

Due to my personal commitments, I am unable to devote considerable time to continue as an Independent Director of the Company. Hence, I wish to step down as the Independent Director of the Company with effect from August 19, 2022.

Further I wish to confirm that there are no other material reasons for my resignation other than that stated above.

I am thankful to the Company and the fellow Board Members for the support extended during my tenure as Independent Director of the Company.

You may also kindly note that I do not hold directorship / committee membership in any other Company apart from Indsil Hydro Power and Manganese Limited.

Kindly file required returns with the Registrar of Companies, Coimbatore and make necessary changes in the Register of Directors and Key Managerial Personnel maintained by the Company and also make necessary intimations to the stock exchange in accordance with the applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Thanking You,
Yours faithfully,

Manju Sharma

MANJU SHARMA
(DIN: 08855406)

RESIGNATION LETTER

19.08.2022

From
V Murali
30, VMC Colony,
Robertson Road, R S Puram,
Coimbatore – 641002, Tamil Nadu

To
The Board of Directors,
M/s. Indsil Hydro Power and Manganese Limited
CIN: L27101TZ1990PLC002849
Indsil House, Door No.: 103-107, T V Samy Road (West),
R S Puram, Coimbatore – 641002, Tamil Nadu

Dear Sir,

Sub: Resignation from the position of Independent Director

I have been serving as an Independent Director of the Company since December 28, 2020.

Due to my personal commitments, I am unable to devote considerable time to continue as an Independent Director of the Company. Hence, I wish to step down as the Independent Director of the Company with effect from the conclusion of Board meeting of the Company scheduled to be held today i.e., August 19, 2022.

Further I wish to confirm that there are no other material reasons for my resignation other than that stated above.

I am thankful to the Company and the fellow Board Members for the support extended during my tenure as Independent Director of the Company.

You may also kindly note that I do not hold directorship / committee membership in any other Company apart from Indsil Hydro Power and Manganese Limited.

Kindly file required returns with the Registrar of Companies, Coimbatore and make necessary changes in the Register of Directors and Key Managerial Personnel maintained by the Company and also make necessary intimations to the stock exchange in accordance with the applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Thanking You,
Yours faithfully,



V MURALI
(DIN: 08999898)