

GACL/CS/AC/ASE/BM/149/GEN/2017-2018

28th March, 2018

**National Stock Exchange of India Ltd.,**  
Exchange Plaza,  
Bandra Kurla Complex  
Bandra (East)  
**Mumbai- 400051**

**BSE Limited,**  
Floor 25, P J Towers  
Dalal Street,  
**Mumbai- 400001**

Dear Sirs,

**Sub: Outcome of the Board Meeting in terms of Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.**

In terms of Regulation 30 read with Schedule III Part A of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, and SEBI Circular No. CIR/CFD/CMD/4/2015 as amended from time to time, we hereby inform you that the Board of Directors of the Company at its meeting held on 28<sup>th</sup> March, 2018 have taken the following decisions:

(i) Appointed Mr. Arvind Baheti (DIN: 08094824) as an Additional Director (Non-Executive, Independent) of the Company with effect from 28<sup>th</sup> March, 2018. He shall hold office for a period of five years with effect from 28th March, 2018. The required details are enclosed herewith as Annexure A.

(ii) Appointed Mr. Mahesh Sodhani (DIN: 02100322) as an Additional Director (Executive) and designated him as the 'Managing Director' of the Company with effect from 1<sup>st</sup> April, 2018. The required details are enclosed herewith as Annexure B.

(iii) Appointed Mr. Manoj Sodhani (DIN: 02267180) as Additional Director (Executive) and designated him as 'Executive Director & CEO' of the Company with effect from 1<sup>st</sup> April, 2018. The required details are enclosed herewith as Annexure C.

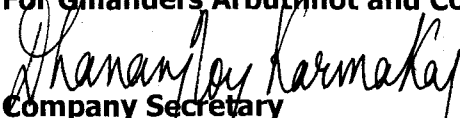
(iv) Approved the retirement of Mr. D.K Sharda, Managing Director & CEO of the Company on expiry of his tenure on 31<sup>st</sup> March, 2018.

This is for your information and record.

Thanking You,

Yours Faithfully,

**For Gillanders Arbuthnot and Company Limited**

  
**Company Secretary**

Encl: a/a

**ANNEXURE A**

**Details required under Regulation 30 read with Schedule III Part A of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and SEBI Circular No. CIR/CFD/CMD/4/2015 for appointment of Mr. Arvind Baheti as an Additional Director (Non-Executive, Independent) on the Board of Gillanders Arbuthnot and Company Limited.**

Sl. No.	Details of events that need to be provided	Information of such event(s)
1)	Reason for change:	<b>Appointment-</b> Mr. Arvind Baheti (DIN: 08094824) has been appointed as an Additional Director (Non-Executive, Independent) of the Company with effect from 28th March, 2018.
2)	a) Date of appointment:  b) Term of Appointment:	Appointed with effect from 28 <sup>th</sup> March, 2018.  Five years with effect from 28 <sup>th</sup> March, 2018 to hold office upto close of business hours on 27th March, 2023 subject to the approval of shareholders in the next General Meeting.
3)	Brief Profile of Mr. Arvind Baheti:	Annexure A1
4)	Relationship between Directors:	Mr. Arvind Baheti is not related to any Director of the Company.





**ANNEXURE A1**

**Brief Profile of Mr. Arvind Baheti:**

Mr. Arvind Baheti, aged about 41 years, is a Chartered Accountant of 2000, ranking 45th on the all India merit list. Mr. Baheti is an Executive Director with the Indirect Tax practice group of the firm Khaitan & Co LLP, based in Kolkata. Mr. Baheti specializes in the GST law and has been extensively advising clients on the nuanced aspects of the GST law besides Customs, Foreign Trade and the other indirect tax laws (Service Tax, Excise, VAT/CST laws) subsumed under GST. He carries with him a blend of professional and industrial experience in his area of specialization. Prior to joining Khaitan & Co LLP, in the year 2006, Mr. Baheti was associated with the multinational consulting firm KPMG and has worked on a number of transactions across industries, involving tax efficient structuring, contract reviews, compliance reviews and tax related financial modelling. Mr. Baheti carries an equally rich experience in representing and handling big ticket indirect tax litigations for domestic and multinational clients.





**Details required under Regulation 30 read with Schedule III Part A of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and SEBI Circular No. CIR/CFD/CMD/4/2015 for appointment of Mr. Mahesh Sodhani as an Additional Director (Executive), designated as Managing Director on the Board of Gillanders Arbuthnot and Company Limited.**

<b>Sl. No.</b>	<b>Details of events that need to be provided</b>	<b>Information of such event(s)</b>
1)	Reason for change:	<b>Appointment-</b> Mr. Mahesh Sodhani (DIN: 02100322) has been appointed as an Additional Director (Executive) and designated as the Managing Director of the Company with effect from 1st April, 2018.
2)	Date of appointment:  Term of Appointment:	Appointed with effect from 1 <sup>st</sup> April, 2018.  Three years with effect from 1 <sup>st</sup> April, 2018 to hold office upto close of business hours on 31 <sup>st</sup> March, 2021 subject to the approval of shareholders in the next General Meeting.
3)	Brief Profile of Mr. Mahesh Sodhani:	<b>Annexure B1</b>
4)	Relationship between Directors:	Mr. Mahesh Sodhani is related to Mr. Manoj Sodhani 'Executive Director & CEO', as brothers.





**ANNEXURE B1**

**Brief Profile of Mr. Mahesh Sodhani:**

Mr. Mahesh Sodhani, aged about 46 years, is a member of The Institute of Chartered Accountants of India, The Institute of Company Secretaries of India and The Institute of Cost Accountants of India.

Mr. Sodhani is associated with Gillanders Arbuthnot and Company Limited since 01.05.2001. Mr. Sodhani has vast experience in Tea Industry and he also has experience in EPC business. Prior to his appointment as 'Managing Director' he was designated as President of the Company.

Mr. Sodhani has expertise in finance, marketing and administration and he is an astute leader.



**ANNEXURE C**

**Details required under Regulation 30 read with Schedule III Part A of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and SEBI Circular No. CIR/CFD/CMD/4/2015 for appointment of Mr. Manoj Sodhani as an Additional Director (Executive), designated as Executive Director & CEO on the Board of Gillanders Arbuthnot and Company Limited.**

Sl. No.	Details of events that need to be provided	Information of such event(s)
1)	Reason for change:	<b>Appointment-</b> Mr. Manoj Sodhani (DIN: 02267180) has been appointed as an Additional Director (Executive) and designated as the Executive Director & CEO of the Company with effect from 1st April, 2018.
2)	Date of appointment:  Term of Appointment:	Appointed with effect from 1 <sup>st</sup> April, 2018.  Three years with effect from 1 <sup>st</sup> April, 2018 to hold office upto close of business hours on 31 <sup>st</sup> March, 2021 subject to the approval of shareholders in the next General Meeting.
3)	Brief Profile of Mr. Manoj Sodhani:	Annexure C1
4)	Relationship between Directors:	Mr. Manoj Sodhani is related to Mr. Mahesh Sodhani 'Managing Director', as brothers.





**Kothari**<sup>TM</sup>  
**Group**  
Imagine Inspire Deliver



**GILLANDERS ARBUTHNOT & CO. LTD.**

CIN : L51909WB1935PLC008194

**ANNEXURE C1**

**Brief Profile of Mr. Manoj Sodhani:**

Mr. Manoj Sodhani, aged about 47 years, is a member of The Institute of Chartered Accountants of India and The Institute of Company Secretaries of India.

Mr. Sodhani is associated with Gillanders Arbuthnot and Company Limited since 01.04.1996. Mr. Sodhani has vast experience in Textile Industry and prior to his appointment as 'Executive Director & CEO' he was designated as President of the Company.

Mr. Sodhani has expertise in finance, marketing and administration and he is an astute leader.

