

March 22, 2019

National Stock Exchange of India Limited  
Exchange Plaza, 5<sup>th</sup> Floor  
Plot No. C/1, G Block  
Bandra – Kurla Complex  
Mumbai 400 051  
**Scip Code: ACC**

Dear Sir

**Re.: Change in Directorate**

Pursuant to Clause 30 read with Part A of Schedule III of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we wish to inform you that at the Annual General Meeting (AGM) of the Members held today, the Members have approved of the following:

**1. Appointment of Independent Directors**

The following persons have been appointed from the conclusion of the AGM as Independent Directors for a period of five consecutive years:

- i. Mr Damodarannair Sundaram
- ii. Mr Vinayak Chatterjee
- iii. Mr Sunil Mehta

The profile of the above named persons is attached herewith as Annexure "A".

**2. Re-appointment of Independent Directors for a second term of five consecutive years**

The following Independent Directors have been re-appointed as Independent Directors for a second term of five consecutive years commencing from the date of expiry of their present term as under:

- i. Mr Shailesh Haribhakti (upon expiry of his present term on July 24, 2019)
- ii. Mr Sushil Kumar Roongta (upon expiry of his present term on July 24, 2019)
- iii. Ms Falguni Nayar (upon expiry of her present term on April 24, 2019)

The profile of the above named persons is attached as Annexure "B".



We would also inform you that as the following Independent Directors have attained the age of superannuation of seventy five years as per the Company's Succession Policy, they have therefore expressed their inability to seek re-appointment and have demitted their office as Independent Directors at the conclusion of the Annual General Meeting.

- i. Mr Arunkumar R Gandhi
- ii. Mr Ashwin Dani
- iii. Mr Farrokh Kavarana

We would request you to please inform your Members accordingly.

Thanking you,

Yours faithfully,  
For ACC Limited



Ramaswami Kalidas  
Company Secretary & Head Compliance  
FCS-2440

**Annexure "A"****Mr Damodarannair Sundaram:**

Mr Damodarannair Sundaram has rich and varied experience which spans corporate finance, business performance, monitoring operations, governance, mergers and acquisitions, talent/people management and strategy.

Mr Sundaram served with Hindustan Unilever Limited for over three decades including as Vice Chairman of the Company. Mr Sundaram was twice awarded the prestigious "CFO of the Year for FMCG Sector" by CNBC TV 18 in the years 2006 and 2008.

He is currently the Vice Chairman and Managing Director of TVS Capital Funds Limited in partnership with the TVS Family in a growth capital Private Equity Fund. Mr Sundaram brings deep financial expertise and significant understanding of consumer related businesses.

Mr Sundaram is a Fellow Member of the Institute of Cost Accountants of India, a Post Graduate in Management Studies, Chennai and has attended an Advanced Management Programme from Harvard Business School.

There are no inter-se relations between Mr Sundaram and the other Members of the Board.

**Mr Vinayak Chatterjee:**

Mr Vinayak Chatterjee is one of the leading proponents of Public-Private Partnerships model for developing India's infrastructure. He has a vast experience in infrastructure planning and development.

Mr Chatterjee has co-founded Feedback Infra in 1990. Feedback Infra is India's leading provider of professional and technical services in the infrastructure sector. These services include Advisory, Planning & Engineering, Project Management and Operations & Maintenance. It has ~9000 professionals predominantly engineers & MBA's from India's Top schools. Feedback Infra has offices situated in major cities in India and has overseas offices in Dubai, Jakarta, Nigeria and Kathmandu.

Mr Chatterjee has often been called upon to play a strategic advisory role to leading domestic and international corporates, the Government of India, various Ministries dealing with infrastructure planning and implementation. He is currently the Chairman of the Confederation of Indian Industry's "National Council on Economic Affairs" and has chaired various Infrastructure and related Committees at the National level since 2001.

He is a Graduate with Hons. in Economics and an MBA from IIM Ahmedabad.

There are no inter-se relations between Mr Chatterjee and the other Members of the Board.

**Mr Sunil Mehta:**

Mr Sunil Mehta has over three and a half decades of proven leadership experience in banking, financial services, insurance and investments with Citibank and AIG. He was the Country Head & CEO for AIG India from 2000. In 2013, he started SPM Capital Advisers Pvt. Ltd. Mr Mehta is the Chairman and Managing Director of SPM Capital Advisers Pvt. Ltd., a leading business advisory and consulting firm in India.

As country Head & CEO for AIG in India, Mr Mehta was responsible for all AIG businesses in India covering Insurance, Financial Services, Real Estate and Investments amongst other businesses. He set up AIG's insurance JVs with Tatas and was responsible for expanding AIG's presence across ten

businesses in India which included Life & Non Life Insurance, private Equity, Asset Management, Real Estate, Home Finance, Consumer Finance, Software Development, Mortgage Guaranty and Aircraft Leasing. Prior to joining AIG, Mr Mehta worked with Citibank for over 18 years where he held various senior positions covering operations, sales & risk process re-engineering, risk management, public sector business and corporate banking. His last assignment was Corporate Bank Head for Citibank India and Senior Credit Officer.

Mr. Mehta is presently Chairman of Punjab National Bank. In addition, he is senior advisor to notable international/domestic firms amongst other responsibilities.

Mr Mehta has strong interests in building sustainable communities.

Mr Mehta is a Fellow Member of the Institute of Chartered Accountants of India and an Alumni of the Wharton School of Management, University of Pennsylvania, USA.

There are no inter-se relations between Mr Mehta and the other Members of the Board.



**Annexure "B"****Mr Shailesh Haribhakti:**

Mr Haribhakti is a career Chartered Accountant with over four decades of experience in developing and leading one of India's most respected and diversified Chartered Accounting Firms – Haribhakti & Co. LLP. He stepped down from the Company's Management in 2018 and is now pursuing the establishment of high quality auditing globally through a "not for profit" initiative surrounding his recently authored book – "Audit Renaissance".

To provide universal dispersion of his knowledge and experience in corporate governance, Mr Haribhakti has teamed up with senior and highly respected professionals to manage "Intuit Consulting Pvt. Ltd" which will provide digitally-enabled governance and compliance support to corporations globally.

To serve the Micro Small and Medium Enterprise (MSME) community, he has set up a verification, diligence, and shared services firm known as New Haribhakti Business Services Group through a process of interactivity over the internet and digitization. This group will serve to support safe lending and timely recovery of finances in the MSME sector.

He is a fellow member of the Institute of Chartered Accountants of India and Institute of Cost Accountants of India and has also completed certification programmes of CFP, CFE and CIA. Mr Haribhakti also has a passion for teaching, writing and public speaking.

There are no inter-se relations between Mr. Haribhakti and the other Members of the Board.

**Mr Sushil Kumar Roongta:**

Mr Roongta has a wide and varied experience in public sector undertakings. He is presently Non-Executive Chairman of Bharat Aluminium Company Limited (BALCO).

Mr Roongta started his career with Steel Authorities of India Limited (SAIL), a Public Sector Organization and rose to the position of Chairman. During his tenure as Chairman of SAIL from August 2006 to May 2010, the ranking of SAIL among 'World Class Steel Makers' moved up to the second position from the seventeenth position, as per World Steel Dynamics, USA.

Mr Roongta headed a Panel of Experts on the Reforms in the Central PSEs, constituted by the Planning Commission. He has also been a Member of the Committee formed by the Ministry of Corporate Affairs, to formulate a Policy Document on Corporate Governance. He is associated with several academic institutions, and has been the Chairman, Board of Governors, IIT Bhubaneswar (2012-2015) and is presently on the Board of Management of J.K. LakshmiPat University. He is also associated with apex Chambers of Commerce, being a member on National Executive Committee of Federation of Indian Chambers of Commerce and Industry (FICCI), Chairman of the National Expert Committee on Minerals & Metals of Indian Chambers of Commerce (ICC) and co-chairs Industry Committee of PHD Chamber of Commerce and Industry.

Mr Roongta is a recipient of several awards and accolades including SCOPE Award for excellence and for outstanding contribution to the Public Sector Management - Individual Category and IIM – JRD Tata award for Excellence in Corporate Leadership in Metallurgical Industries - 2016

Mr Roongta is a Bachelor of Engineering from Birla Institute of Technology & Science (BITS), Pilani and a Post Graduate Diploma in Business Management - International Trade from the Indian Institute of Foreign Trade (IIFT), New Delhi. He is a Fellow of All India Management Association (AIMA).

There are no inter-se relations between Mr Roongta and the other Members of the Board.

**Ms Falguni Nayar:**

Ms Nayar has a rich experience of over two and half decades. She started a career as a Manager and Consultant at AF Ferguson & Company. In 1993 she joined Kotak Mahindra Group to lead the M&A and Project Advisory Initiatives. She has held senior positions in various capacities and was the Managing Director and Chief Executive Officer of Kotak Investment Bank from 2006 to 2012. Ms Nayar is the founder and Chief Executive Officer of Nykaa.com, a beauty retail platform which she launched in 2012.

Ms Nayar was recognized as Top Women in Business by Business Today in 2011 and 2017. She has also received FICCI Ladies Organization Award for top Woman Achiever in the field of banking in 2008. In 2017 Ms Nayar has won the "Woman Ahead" award at the Economic Times Start-Up Awards 2017.

Ms Falguni Nayar is a Graduate from Sydenham College of Commerce & Economics and Post Graduate from Indian Institute of Management, Ahmedabad.

There are no inter-se relations between Ms Nayar and the other Members of the Board.

