

# PRIMA INDUSTRIES LTD.



CORPORATE & REGD. OFFICE  
Industrial Development Area  
Muppathadam P. O., Edayar, Cochin - 683 110  
Kerala State, India  
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**Ref: PIL/SEC/2024-25/11**

17<sup>th</sup> May, 2024

To  
BSE Limited  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Fort,  
Mumbai-400 001

**Stock Code: BSE: 531246**  
**ISIN: INE723N01012**

Dear Sir/Madam

**Subject: Disclosure under Regulation 30 SEBI (LODR), 2015- Change in Management/ Directorate**

Pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby inform the resignation of Mrs. Neethu Subramoniyam (DIN:08788544) from the office of Independent Director with effect from 17<sup>th</sup> May 2024.

The Board took note of the resignation of Mrs. Neethu Subramoniyam (DIN:08788544) with effect from 17<sup>th</sup> May 2024 via passing circular resolution on 17.05.2024. It was also noted by the Nomination and Remuneration Committee via passing circular resolution on 17.05.2024. Consequently, she shall also cease to be a Member of the Audit Committee, Nomination and Remuneration Committee, Stakeholders Relationship Committee, Corporate Social Responsibility Committee and Risk Management Committee of the Company w.e.f., 17.05.2024 and also cease to be the Chairman of Nomination and Remuneration Committee.

In pursuance of the above-mentioned resignation of Independent Director, the Board, on the recommendation of the Nomination and Remuneration Committee via circulation (circular resolution was passed by the committee on 17.05.2024), considered and approved via passing circular resolution on 17.05.2024 to induct Ms. Mayuri Sinha (DIN:0008915515) as Additional Director (Non- Executive and Independent) and to designate as Independent Director for a period of two (2) years w.e.f., 17<sup>th</sup> May 2024 subject to the approval of shareholders within 3 months from the date of appointment or in the ensuing general meeting, whichever is earlier.

Ms. Mayuri Sinha is empanelled in the data bank of Independent Directors developed by Ministry of Corporate affairs along with the Indian Institute of Corporate Affairs (IICA) in



accordance with the provisions of Section 150 of the Companies Act, 2013 and has qualified the online proficiency test conducted by the Indian Institute of Corporate Affairs (IICA).

It may be further noted that Ms. Mayuri Sinha (DIN:0008915515) meets all the criteria to be appointed as an independent director under applicable laws including circulars issued by the stock exchange from time to time.

In compliance with SEBI Letter dated June 14, 2018 and BSE Circular LIST/COMP/14/2018-19 dated June 20, 2018, it is informed that Ms. Mayuri Sinha (DIN:0008915515) is not debarred from holding office of Director by virtue of any order passed by the Securities and Exchange Board of India or any other such Authority.

The details required under Regulation 30 of the SEBI (LODR) Regulations, 2015 read with SEBI Circular No. CIR / CFD / CMD / 4 / 2015, dated September 09, 2015, are enclosed as **Annexure 1 and Annexure 2.**

This disclosure is made in compliance with Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023.

Kindly take the above intimation on your records.

Thanking You,

Yours faithfully,  
For **Prima Industries Limited**

Sandhya Gopi  
**Company Secretary & Compliance Officer**  
**Membership Number- A62510**



### Annexure-1

Details required under Regulation 30 of SEBI (LODR) Regulations, 2015 read along with SEBI Circular CIR/CFD/CMD/4/2015 dated September 09, 2015.

Sl. No	Particulars	Details
1	<b>Name</b>	Mrs. Neethu Subramoniyam (DIN: 08788544)
2	<b>Reason for change viz. appointment, resignation, removal, death or otherwise</b>	Resignation from the office of Independent Director with effect from 17 <sup>th</sup> May 2024 due to personal commitments and unavoidable circumstances.
3	<b>Date of appointment/ cessation and term of appointment</b>	Resignation effective from 17.05.2024.
4	<b>Brief Profile (in case of appointment)</b>	NA
5	<b>Disclosure of Relationships between Directors (in case of appointment of Director)</b>	NA
6	<b>Information as required under BSE circular Number LIST/COM/14/2018-19</b>	NA
Additional Information in case of resignation of an Independent Director – Mrs. Neethu Subramoniyam		
7	Letter of Resignation along with detailed reason for resignation	Enclosed herewith along with the declaration.
8	Names of listed entities in which the resigning director holds directorships, indicating the category of directorship and membership of board committees, if any.	<p><b>Listed Entity:</b> Independent Director at Richfield Financial Services Limited and Chairman of Audit Committee at Richfield Financial Services Limited.</p> <p><b>Unlisted Public Company-</b>Independent Director at Dhanalakshmi Hirepurchase and Leasing Limited. Chairman and member of Audit Committee and Nomination and Remuneration Committee.</p>
9	The independent director shall, along with the detailed reasons, also provide a confirmation that there is no other material reasons other than those provided.	Mrs. Neethu Subramoniyam has confirmed that there are no material reasons for her resignation other than those mentioned in her resignation letter.



## Annexure-2

Details required under Regulation 30 of SEBI (LODR) Regulations, 2015 read along with SEBI Circular CIR/CFD/CMD/4/2015 dated September 09, 2015.

Sl. No	Particulars	Details
1	<b>Name</b>	Ms. Mayuri Sinha (DIN:0008915515)- Appointment
2	<b>Reason for change viz. appointment, resignation, removal, death or otherwise</b>	Appointment of Ms. Mayuri Sinha as an Additional Director (Non-Executive and Independent) of the Company on account of resignation of Mrs. Neethu Subramoniyam (DIN:08788544) from the office of Independent Director.  Ms. Mayuri Sinha (DIN:0008915515) is designated as Independent Director for a period of two (2) years w.e.f., 17.05.2024 subject to the approval of members (ratification) within 3 months from the date of appointment or at the ensuing general meeting, whichever is earlier.
3	<b>Date of appointment/ cessation and term of appointment</b>	Appointment of Ms. Mayuri Sinha (DIN:0008915515) is effective from 17.05.2024.
4	<b>Brief Profile (in case of appointment)</b>	Ms. Mayuri Sinha (DIN:0008915515) aged 32 years, is an experienced lawyer and Company Secretary Professional Managing legal compliances. Ms. Mayuri Sinha is a Corporate Law Advisor having competence in maintaining good corporate governance practice.
5	<b>Disclosure of Relationships between Directors (in case of appointment of Director)</b>	Ms. Mayuri Sinha (DIN:0008915515) is not related to any Director(s) of the Company as defined under the provisions of section 2(77) of the Companies Act, 2013, and is not debarred from holding the office of director by virtue of any SEBI order or any other statutory authority.

Thanking you,

Yours faithfully,  
For **Prima Industries Limited**

Sandhya Gopi  
**Company Secretary & Compliance Officer**  
Membership Number- A62510

16<sup>th</sup> May 2024

To

The Board of Directors  
Prima Industries Limited  
Door No. V/679-C  
I.D.A, Muppathadam, P.O.  
Edayar, Cochin - 683 110

Dear Sir/Madam,

Sub: Resignation from the Directorship of the Company

Due to certain personal and unavoidable circumstances, I am unable to continue as a Director of Prima Industries Limited. Hence, kindly treat this as my resignation from the Board of Prima Industries Limited with effect from 17<sup>th</sup> May, 2024.

I request the Board to take my letter of resignation on record and to do all such acts, deeds and things as required under the provisions of the Companies Act, 2013 and Articles of Association of the Company immediately.

Thanking you,

Yours sincerely,



Neethu Subramoniyam  
Independent Director  
DIN: 08788544

To

Date: 16<sup>th</sup> May 2024

The Board of Directors  
Prima Industries Limited  
Door No. V/679-C  
I.D.A, Muppathadam, P.O.  
Edayar, Cochin – 683 110

Dear Sir/Madam,

Sub: Declaration from the Resigning Independent Director of the Company

Pursuant to my resignation, I hereby confirm that there are no material reasons for my resignation other than those mentioned in my resignation letter dated 16<sup>th</sup> May 2024.

I further inform the Board and the Committees that, I step down as member of the Audit Committee, Nomination and Remuneration Committee, the Stakeholders Relationship Committee, Risk Management Committee and Corporate Social Responsibility Committee and Chairmanship of Nomination and Remuneration Committee of Prima Industries Limited with effect from the date of my resignation.

I hereby further declare that; I hold Directorship or committee membership in the following listed entity as on the date of my resignation becoming effective:

- Independent Director at Richfield Financial Services Limited and hold committee membership in Audit Committee of Richfield Financial Services Limited.
- I hold Independent Directorship at Dhanalakshmi Hire purchase and Leasing Limited, an unlisted NBFC.

I take this opportunity to thank the Board and other committee members for the support extended to me during my tenure as an Independent Director.

Thanking you,

Yours sincerely,



Neethu Subramoniyam  
Independent Director  
DIN: 08788544