



Ref. : CMIFPE/BSE/2018-19  
Date : February 6, 2019

Fax 22723719/2041/2061/2037/3121

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

Dear Sir,

Scrip Code: 500147

**Ref: Information under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

Pursuant to Regulation 30 read with Schedule III Part A Para A (7) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby inform the decisions taken at the Company's Board Meeting held today i.e February 6, 2019 :

#### **Re-appointment of Independent Directors**

Based on the recommendation of members of the Nomination and Remuneration Committee and the decision of the Board of Directors of the Company at its meeting held on February 6, 2019, subject to the approval of the members :

- Mr. D. J. Balaji Rao (DIN : 00025254) has been re-appointed as a Non-Executive Independent Director of the Company for a second term of 2 (two) years commencing from April 1, 2019 to March 31, 2021.
- Mr. Raman M. Madhok (DIN : 01798377) and Mr. N. Sundararajan (DIN : 00051040) have both been re-appointed as Non-Executive Independent Directors of the Company for a second term of 5 (five) years commencing from April 1, 2019 to March 31, 2024.

#### **Superannuation of Managing Director**

Mr. Raman Madhok (DIN : 00672492) was re-appointed as the Managing Director of the Company for a period of 3 (three) years commencing from October 9, 2016 to October 8, 2019. Mr. Raman Madhok (61) having reached the age of superannuation, has conveyed his decision not to seek any further term as Managing Director of the Company, post completion of his term on October 8, 2019. He would be leaving after more than six years at helm at the Company, and a total of eight years of association with the CMI Group in various capacities since 2008. Respecting his personal decision, the Board at its meeting held today, accepted with great regret, his decision. Mr. Madhok will



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Village: Harnavli,  
Tal. Sudhagadh,  
Dist. Raigad, 410 205



continue in his current position as the Managing Director until October 8, 2019 and will also facilitate a smooth transition to his successor.

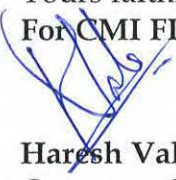
The details as required under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and SEBI Circular CIR/CFD/CMD/4/2015 dated September 9, 2015 are given in the Annexure.

Please take the above on record.

Thanking you,

Yours faithfully,

For CMI FPE Limited

  
Haresh Vala  
Company Secretary



Encl: as above

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## ANNEXURE

Sr. No.	Details of events that needs to be provided	Information of such event(s)
1.	Reason for change viz. appointment, resignation, removal, death or otherwise	<p><b><u>Re-appointment of Mr. D. J. Balaji Rao (DIN : 00025254)</u></b>  Mr. D. J. Balaji Rao, Non-Executive and Independent Director was earlier appointed for the first term of 5 (five) years commencing from April 1, 2014 to March 31, 2019.</p> <p>Mr. D. J. Balaji Rao has now been re-appointed as the Non-Executive and Independent Director for a second term of 2 (two) years commencing from April 1, 2019 to March 31, 2021.</p> <p><b><u>Re-appointment of Mr. Raman M. Madhok (DIN : 01798377) and Mr. N. Sundararajan (DIN : 00051040)</u></b>  Mr. Raman M. Madhok and Mr. N. Sundararajan, Non-Executive and Independent Directors were earlier appointed for the first term of 5 (five) years commencing from April 1, 2014 to March 31, 2019.</p> <p>Mr. Raman M. Madhok and Mr. N. Sundararajan have now been re-appointed as the Non-Executive and Independent Directors for a second term of 5 (five) years commencing from April 1, 2019 to March 31, 2024.</p> <p><b><u>Superannuation of Managing Director - Mr. Raman Madhok (DIN : 00672492)</u></b>  Mr. Raman Madhok was appointed as the Managing Director of the Company for a period of 3 (three) years commencing from October 9, 2016 to October 8, 2019.</p> <p>Having reached the age of superannuation, Mr. Raman Madhok has conveyed his decision not to seek any further term as Managing Director of the Company, post completion of his term on October 8, 2019.</p>



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2.	Date of appointment / cessation (as applicable)	<b><u>Re-appointment of Mr. D. J. Balaji Rao, Mr. Raman M. Madhok and Mr. N. Sundararajan</u></b> Date of approval of the Board for re-appointment - February 6, 2019.
	Terms of appointment	<b><u>Superannuation of Mr. Raman Madhok as Managing Director</u></b> Date of Cessation - from close of business hours on October 8, 2019.  Mr. D. J. Balaji Rao has now been re-appointed as the Non-Executive and Independent Director for a second term of 2 (two) years commencing from April 1, 2019 to March 31, 2021 subject to the approval of the members. Mr. Raman M. Madhok and Mr. N. Sundararajan have now been re-appointed as the Non-Executive and Independent Director for a second term of 5 (five) years commencing from April 1, 2019 to March 31, 2024 subject to the approval of the members.
3.	Brief profile in case of appointment	As per Appendix 1.
4.	Disclosure of relationship between Directors (in case of appointment of a Director)	Mr. D. J. Balaji Rao, Mr. Raman M. Madhok and Mr. N. Sundararajan are not related to any Director of the Company.



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## Appendix 1

### **Brief Profile of Mr. D. J. Balaji Rao**

Mr. D. J. Balaji Rao holds Bachelor of Engineering Degree in Mechanical Engineering from the University of Madras and is an Associate Member of Indian Institution of Industrial Engineering. He attended the Advanced Management Program at European Institute of Business Administration (INSEAD) at Fontainebleau, France, in 1990.

He pursued his career as an Industrial Engineer for about 8 years before joining erstwhile ICICI Limited (since merged with ICICI Bank Limited) in 1970. After wide ranging responsibilities in different locations, he reached the position of Deputy Managing Director. He subsequently took over as the Vice Chairman and Managing Director of SCICI Limited in August 1996. With the merger of SCICI Limited with ICICI Limited, he then joined Infrastructure Development Finance Company Limited (IDFC), as its first Managing Director, where he served till his superannuation in January 2000. He had also served on the Boards of many leading companies including Bosch Limited (formerly MICO Limited), Wipro Limited, Bharat Forge Limited, etc.

### **Brief Profile of Mr. Raman M. Madhok**

Mr. Raman M. Madhok holds a Bachelor of Engineering Degree in Mechanical Engineering. He pursued his career as a Project Engineer for about 15 years with Larsen & Toubro Limited. He has extensive work experience having handled various functions in Sales, Projects & profitability, R&D, Finance, HR and General Management, in various companies including NIRO A/S (Division Head), Copenhagen, Zuari Industries Limited, Goa (as Executive President - Fertilizer Division) and GEA Process Engineering (India) Private Limited. He last served GEA Process Engineering (India) Private Limited as Executive Chairman.

### **Brief Profile of Mr. N. Sundararajan**

Mr. N. Sundararajan holds a Bachelor's Degree in Commerce and a Post Graduate Diploma in Business Management from XLRI, Jamshedpur. He is also a qualified Company Secretary and a Cost Accountant.

Mr. N. Sundararajan has extensive work experience of about 37 years—having handled various functions in Finance, Marketing, and General Management, in various companies including Tata Steel, MRF, Nippo Batteries and Sundaram Industries (TVS Group) for 25 years, before joining Ashok Leyland. He last served



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Ashok Leyland as Executive Director and Company Secretary, heading the Secretarial, Corporate Legal, Insurance and Internal Audit functions.

He was actively involved in the Dr. J. J. Irani Committee for revamping Indian Company Law. He is also a past President of the Madras Chapter of the Institute of Internal Auditors, Florida, USA and was also member of several all India (IRDA) committees on Insurance. He has been a senior Assessor, for the Business Excellence awards handled by Confederation of Indian Industry (CII). He was also a member of the Managing Committee of Madras Management Association.



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