



HFCL Limited

8, Commercial Complex, Masjid Moth, Greater Kailash - II,
New Delhi - 110048, India

Tel : (+91 11) 3520 9400, 3520 9500 Fax : (+91 11) 3520 9525

Web : www.hfcl.com

Email : secretarial@hfcl.com

HFCL/SEC/2025-26

January 20, 2026

The BSE Ltd.

1st Floor, New Trading Wing, Rotunda Building
Phiroze Jeejeebhoy Towers, Dalal Street, Fort
Mumbai - 400001

corp.relations@bseindia.com

Security Code No.: 500183

The National Stock Exchange of India Ltd.

Exchange Plaza, 5th Floor, C - 1, Block G
Bandra - Kurla Complex, Bandra (E)
Mumbai - 400051

cmlist@nse.co.in

Security Code No.: HFCL

RE: Intimation under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations").

Subject: 1. Appointment of Mr. Anil Narendra Shah (DIN: 01844485) as an Additional Director in the category of Independent Director of the Company;
2. Reconstitution of various Committees of the Board of Directors; and
3. Completion of second term of Mr. Bharat Pal Singh (DIN: 00739712) as Non- Executive Independent Director.

Dear Sir(s)/ Madam

In terms of Regulation 30 read with Para A of Part A of Schedule III to the SEBI Listing Regulations, we wish to inform you that the Board of Directors of the Company, vide its resolutions passed by way of circulation on January 20, 2026 at 4:18 p.m, has *inter-alia* considered and approved the following:

1. Appointment of Mr. Anil Narendra Shah (DIN: 01844485) as an Additional Director in the category of Independent Director on the Board of the Company, for a term of 3 (three) consecutive years w.e.f. January 21, 2026 to January 20, 2029, on the recommendations of the Nomination, Remuneration & Compensation Committee and subject to the approval of shareholders at the next general meeting or within a time period of three months from the date of appointment, whichever is earlier.

In compliance with SEBI Order dated June 14, 2018 to the Stock Exchanges and further BSE Circular No. LIST/COMP/14/2018-19 and NSE Circular No. NSE/CML/2018/24, both dated June 20, 2018, this is to confirm that Mr. Anil Narendra Shah (DIN: 01844485) has not been debarred from holding the office of director by virtue of any SEBI order or any other such authority.

The details as required under SEBI Listing Regulations read with SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024 are provided in **Annexure - I** enclosed herewith.

2. The Board of Directors of the Company has re-constituted the following committees of the Company with effect from January 21, 2026:

(i) Re-constitution of the Audit Committee of the Board of Directors:-

| S. No. | Name of the Member | Category | Status |
|--------|------------------------|--|----------|
| 1. | Mr. Ajai Kumar | Non-Executive Independent Director | Chairman |
| 2. | Mr. Anil Narendra Shah | Non-Executive Independent Director | Member |
| 3. | Ms. Bela Banerjee | Non-Executive Independent Director | Member |
| 4. | Mr. Arvind Kharabanda | Non-Executive Non-Independent Director | Member |



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(ii) Re-constitution of the Nomination, Remuneration and Compensation (NRC) Committee of the Board of Directors:-

| S. No. | Name of the Member | Category | Status |
|--------|-----------------------|--|----------|
| 1. | Mr. Ajai Kumar | Non-Executive Independent Director | Chairman |
| 2. | Ms. Bela Banerjee | Non-Executive Independent Director | Member |
| 3. | Mr. Arvind Kharabanda | Non-Executive Non-Independent Director | Member |

(iii) Re-constitution of the Risk Management Committee of the Board of Directors:-

| S. No. | Name of the Member | Category | Status |
|--------|------------------------|--|----------|
| 1. | Mr. Mahendra Nahata | Managing Director | Chairman |
| 2. | Mr. Anil Narendra Shah | Non-Executive Independent Director | Member |
| 3. | Mr. Arvind Kharabanda | Non-Executive Non-Independent Director | Member |

(iv) Re-constitution of the Corporate Social Responsibility (CSR) Committee of the Board of Directors:-

| S. No. | Name of the Member | Category | Status |
|--------|------------------------------|--|----------|
| 1. | Mr. Mahendra Nahata | Managing Director | Chairman |
| 2. | Mr. Ajai Kumar | Non-Executive Independent Director | Member |
| 3. | Dr. (Mr.) Ranjeet Mal Kastia | Non-Executive Non-Independent Director | Member |

(v) Re-constitution of the Fund Raising Committee of the Board of Directors:-

| S. No. | Name of the Member | Category | Status |
|--------|-----------------------|--|----------|
| 1. | Mr. Mahendra Nahata | Managing Director | Chairman |
| 2. | Mr. Ajai Kumar | Non-Executive - Independent Director | Member |
| 3. | Mr. Arvind Kharabanda | Non-Executive Non-Independent Director | Member |

(vi) Re-constitution of the Allotment Committee (Warrants) of the Board of Directors:-

| S. No. | Name of the Member | Category | Status |
|--------|------------------------|--|----------|
| 1. | Mr. Mahendra Nahata | Managing Director | Chairman |
| 3. | Mr. Anil Narendra Shah | Non-Executive Independent Director | Member |
| 3. | Mr. Arvind Kharabanda | Non-Executive Non-Independent Director | Member |

(vii) Re-constitution of the Environment, Social and Governance (ESG) Committee:-

| S. No. | Name of the Member | Category | Status |
|--------|------------------------------|--|----------|
| 1. | Mr. Anil Narendra Shah | Non-Executive Independent Director | Chairman |
| 2. | Mr. Mahendra Nahata | Managing Director | Member |
| 3. | Mr. Arvind Kharabanda | Non-Executive Non-Independent Director | Member |
| 4. | Mr. Vijay Raj Jain | Chief Financial Officer | Member |
| 5. | Mr. Sanjay Vithalrao Jorapur | Executive President – HR | Member |
| 6. | Mr. Rajesh Tatia | Vice-President – Goa Plant | Member |
| 7. | Mr. Vivek Agarwal | Vice-President – Hyderabad Plant | Member |



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We also wish to inform you that Mr. Bharat Pal Singh (DIN: 00739712) will complete his second term as an Independent Director on January 20, 2026, and will consequently cease to be a Director of the Company w.e.f. January 21, 2026.

The Board of Directors of the Company extends its deepest appreciation to Mr. Bharat Pal Singh for his outstanding contributions made during his tenure as an Independent Director of the Company.

The details as required under SEBI Listing Regulations read with SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024 are provided in **Annexure - II** enclosed herewith.

The above information will also be available on the website of the Company at www.hfcl.com.

You are requested to take the above information on records and disseminate the same on your respective websites.

Thanking you

Yours faithfully,
For **HFCL Limited**

(**Manoj Baid**)
President & Company Secretary



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Annexure - I

Details as required under SEBI Listing Regulations read with SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024

Appointment of Mr. Anil Narendra Shah (DIN: 01844485) as an Additional Director in the category of Independent Director on the Board of the Company

| S. No. | Particulars | Details |
|--------|---|---|
| (i) | Reason for change viz. appointment, resignation, removal, death or otherwise | Appointment |
| (ii) | Date of appointment Terms of appointment | January 21, 2026 Mr. Anil Narendra Shah (DIN: 01844485) has been appointed as an Additional Director in the category of Independent Director, on the Board of the Company, for a term of 3 (three) consecutive years w.e.f. January 21, 2026 to January 20, 2029, subject to the approval of shareholders at the next general meeting or within a time period of three months from the date of appointment, whichever is earlier. |
| (iii) | Brief profile (in case of appointment) | Mr. Anil Narendra Shah is a Fellow Member of the Institute of Chartered Accountants of India (FCA) and the Institute of Company Secretaries of India (FCS). He is an Advocate and a Solicitor of England and Wales and is also recognised as an Associate Chartered Secretary and Administrator in the United Kingdom. He is also an Associate of the Institute of Chartered Arbitrators, U.K. Mr. Shah is the Managing Partner of Juris Matrix Partners LLP and brings over four decades of extensive experience in the capital markets and related legal and regulatory domains. His professional journey encompasses significant exposure to complex legal frameworks, including proceedings before the International Court of Arbitration. Over the years, he has presided over and represented clients in numerous private arbitration proceedings in India. His deep understanding of capital market operations and governance is further reflected in his tenure as the former Joint Secretary of Bombay Stock Exchange. Mr. Shah has played an active role in regulatory and market reforms, contributing meaningfully to structural and policy-level developments in Indian stock markets. |
| (iv) | Disclosure of relationships between directors (in case of appointment of a director) | Nil |



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Annexure - II

Details as required under SEBI Listing Regulations read with SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024.

Completion of Second term of Mr. Bharat Pal Singh (DIN: 00739712), as an Independent Director of the Company.

| S. No. | Particulars | Details |
|--------|---|--|
| (i) | Reason for change viz. appointment, resignation, removal, death or otherwise | Cessation due to completion of second term as an Independent Director. |
| (ii) | Date of cessation | January 21, 2026 |
| (iii) | Brief profile (in case of appointment) | N.A. |
| (iv) | Disclosure of relationships between directors (in case of appointment of a director) | N.A. |