



Harrisons Malayalam Limited

24/1624, Bristow Road, Willingdon Island, Cochin 682003

CIN: L01119KL1978PLC002947

e-mail: hmlcorp@harrisonsmalayalam.com Website: www.harrisonsmalayalam.com

Tel: 0484-6624362 Fax: 0484-2668024

31st March, 2023

The Secretary Bombay Stock Exchange Ltd. Corporate Relationship Dept. 1st Floor, New Trading Ring Rotunda Building, PJ Towers, Dalal Street Mumbai - 400 001 Symbol: 500467	The Secretary National Stock Exchange of India Ltd. "Exchange Plaza", Bandra-Kurla Complex Bandra (E) Mumbai – 400 051 Symbol: HARRMALAYA
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Dear Sirs,

Sub: Outcome of Circular Resolution passed by the Board of Directors of the Company on March 31, 2023

Pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, we hereby intimate that the Board of Directors of the Company has approved and passed the following resolutions:

1. Based on the recommendation of the Nomination and Remuneration Committee and subject to the approval of the members of the Company by means of a special resolution, the Board of Directors has appointed Mr. Noshir Naval Framjee (DIN:01646640) as an Additional Director with effect from 31st March, 2023, who is intended to be appointed as an Independent Director of the Company for a first term of five consecutive years with effect from 31st March, 2023. Further, Mr. Noshir Naval Framjee (DIN:01646640) is not debarred from holding the office of Director by virtue of any order of the SEBI or any other statutory authority under any laws. The disclosure pursuant to Regulation 30(6) of the Listing Regulations is enclosed herewith as **Annexure**.
2. The Board of Directors has decided to conduct postal ballot process to seek the approval of members for the appointment of Mr. Noshir Naval Framjee (DIN:01646640) as an Independent Director of the Company for a first term of five consecutive years with effect from 31st March, 2023. Further, the Board of Directors has appointed Mr. M. D. Selvaraj, FCS, Managing Partner of M/s. MDS & Associates LLP, Company Secretaries, Coimbatore as the Scrutinizer for conducting the postal ballot process in a fair and transparent manner and to ascertain the requisite majority.

You are requested to take the same on record.

Yours faithfully,

For **HARRISONS MALAYALAM LIMITED**

BINU THOMAS
Company Secretary



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ANNEXURE

Information about appointment of Independent Director (First Term)

Reason for change viz., appointment, resignation, removal, death or otherwise	Appointment
Date of appointment / cessation (as applicable) & term of appointment	The Board of Directors has recommended the appointment of Mr. Noshir Naval Framjee (DIN:01646640), who is aged 81 years, as an Additional Director with effect from 31 st March, 2023, who is intended to be appointed as an Independent Director of the Company for a first term of five consecutive years with effect from 31 st March, 2023, subject to the approval of the members by means of passing a special resolution through postal ballot process.
Brief profile (in case of appointment)	Attached as Annexure
Disclosure of relationships between directors (in case of appointment of a director)	Mr. Noshir Naval Framjee (DIN:01646640) is not related to any Directors and is independent of the management.



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PROFILE OF MR. NOSHIR NAVAL FRAMJEE

Mr. Framjee joined CESC Ltd., (then The Calcutta Electric Supply Corpn. Ltd.) in 1964 as a Distribution Engineer. He subsequently moved through several Departments of CESC Ltd. before being appointed as Executive Director (Admn) in 1993. He served in this post till his retirement in April 2005. He then joined as Advisor, Future Institute of Engineering and Management & Future Business School, Kolkata and was a Member, Board of Directors, between June 2005 to December 2008. He was Chairman, Incotech Engineers Pvt. Ltd. (2008 to 2012) and a Director, Wellman & Wacoma Ltd. (2007 to 2012). Mr. Framjee has been a member, both at national & local level committees, of several all India Chambers of Commerce & Industry. He was President, Calcutta Management Association 2003-2004.

Qualifications

Mr. Framjee graduated in Electrical Engineering, from Banaras Hindu University and has completed General Management Course for Senior Management, ASCI, Hyderabad and also Advance Course in IR&HR, ASCI, Hyderabad.