



Dhruv Consultancy Services Limited

501, Plot No. 67, Pujit Plaza, Opp. K-Star Hotel, Sector-11, C.B.D. Belapur, Navi Mumbai – 400 614
Telefax No. +91 022 27570710, Mobile No. 9619497305, Website : www.dhruvconsultancy.in
Email ID: services@dhruvconsultancy.in, info@dhruvconsultancy.in, CIN No. L74999MH2003PLC141887

DHRUV /OUTWARD/2023-24/1281

July 5, 2023

Corporate Relationship Department BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai- 400001 Fax No. 022-22723121/3027/2039/2061 Security Code: 541302, Security ID : DHRUV	Listing Department National Stock Exchange of India Limited Exchange Plaza, C-1 Block G, Bandra Kurla Complex, Bandra (E), Mumbai -400 051 Fax No. 022-26598120/38 Scrip Symbol: DHRUV
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Dear Sir/Ma'am,

Re: ISIN - INE506Z01015

Sub: Outcome of Board Meeting dated July 5, 2023.

Pursuant to the provisions of Regulation 30 (read with Schedule III) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby inform you that the Board of Directors of the Company at its meeting held today, i.e., on Wednesday, July 5 2023, inter-alia considered the following –

- 1) Recommended the re-appointment of M/s MITTAL & ASSOCIATES, Chartered Accountants (Firm Registration No. 106456W) as the Statutory Auditors of the Company for second term of 5 consecutive years from the conclusion of the ensuing 20th Annual General Meeting (“AGM”) of the Company until the conclusion of 25th AGM of the Company to be held in 2028, as recommended by the Audit Committee and subject to the approval of Members of the Company.
- 2) Accepted the resignation of Mrs. Shaila Patil (DIN - 08050695) and Mr. Dhanyakumar Mahamuni (DIN-08049352) as Non-Executive-Independent Director(s) of the Company with effect from close of business hours on July 5, 2023 due to the reasons as mentioned in the annexure. Both the Independent Directors have confirmed that there is no other material reasons other than the one stated herein, for their resignation(s) from the Company.
- 3) Approved, subject to the consent of Members, after considering the recommendation of the Nomination and Remuneration Committee, the re-appointment of Mr. Sandeep Dandawate (DIN – 01779289) as an Executive – Non-Independent Director for a term of 3 (Three) Consecutive Years with effect from April 01, 2024 to March 31, 2027 and liable to retire by rotation.

Details as required under Regulation 30 of the Listing Regulations, 2015 and the SEBI Circular CIR/CFD/CMD/4/2015 dated September 9, 2015 are given in Annexure A - C.



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Please also take on record the below mentioned details of committees reconstituted by the Board of Directors of the Company, after considering the respective resignation(s) of Non Executive Independent Director(s), the composition of the Committees as on July 5, 2023 will be as detailed below:

I Audit Committee consists of the following members:

1. Sudhir A. Shringare, Independent Director (Chairman of the Committee)
2. Pandurang B. Dandawate – Member
3. Ashokkumar Nagesh Katte – Member

II Nomination and Remuneration Committee consists of the following members:

1. Sudhir A. Shringare, Independent Director (Chairman of the Committee)
2. Pandurang B. Dandawate – Member
3. Ashokkumar Nagesh Katte – Member

III Stakeholders' Relationship Committee consists of the following members:

1. Ashokkumar Nagesh Katte, Independent Director (Chairman of the Committee)
2. Pandurang B. Dandawate – Member
3. Sudhir A. Shringare – Member

IV Corporate Social Responsibility Committee consists of the following members:

1. Jayashree P. Dandawate, (Chairperson of the Committee)
2. Pandurang B. Dandawate – Member
3. Saleem K Wadgaonkar – Member

We are pleased to inform you that Mr. Ashokkumar Nagesh Katte, Non Executive, Independent Director has been appointed as Chairman of the Board of the Company w.e.f. July 5, 2023, in place of Mr. Dhanyakumar Mahamuni who has resigned as Non-Executive-Independent Director.

The meeting commenced at 12:05 P.M. and concluded at 12:45 P.M.

We request you to kindly take the same on record.

Thanking you,

Yours faithfully,
for **DHRUV CONSULTANCY SERVICES LIMITED**

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Date: 2023.07.05
12:34:14 +05'30'

TANVI T AUTI
Managing Director
DIN 07618878

Encl: As above



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Annexure A

Brief profile of Statutory Auditor

Particulars	M/s MITTAL & ASSOCIATES, Chartered Accountants (Firm Registration No. 106456W)
Reason for Change	<p>M/s MITTAL & ASSOCIATES were appointed as Statutory Auditor of the Company for the initial term of 5 consecutive years in the 15th Annual General Meeting (“AGM”) of the Company held on September 10, 2018, and their term will expire in the ensuing AGM of the Company. As per section 139 of the Companies Act, 2013, M/s MITTAL & ASSOCIATES are eligible for reappointment as statutory auditors of the Company for the second term.</p> <p>Accordingly, the Board of Directors, based on the recommendation of Audit Committee, approved the re appointment of M/s MITTAL & ASSOCIATES, as Statutory Auditors of the Company, for second term of 5 consecutive years starting from the conclusion of the ensuing 20th AGM of the Company until the conclusion of 25th AGM of the Company, subject to approval of the members in the ensuing AGM of the Company.</p>
Date of appointment & term of appointment	The Board of Directors in its meeting held on July 5, 2023 approved the re-appointment of M/s MITTAL & ASSOCIATES, as statutory auditors, for second term of 5 consecutive year starting from the conclusion of the ensuing 20 th AGM of the Company until the conclusion of 25 th AGM of the Company, subject to approval of the shareholders in the ensuing AGM of the Company.
Brief Profile	M/s MITTAL & ASSOCIATES (“the Firm”) is an Indian firm, having its office at B-603, Raylon Arcade, R K Mandir Road, Kondivita, Andheri (East), Mumbai - 400069. It provides auditing, taxation and advisory Services. The Firm has a valid Peer Review Certificate.
Disclosure of relationships between directors (in case of appointment of directors)	Not Applicable



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Annexure B

Sr. No.	Particulars	Details	
1	Name of the Director	Mrs. Shaila Patil (DIN - 08050695)	Mr. Dhanyakumar Mahamuni (DIN - 08049352)
2	Reasons for change	Due to reason as mentioned by her vide letter of resignation dated July 5, 2023 and further confirmed that there are no other material reasons other than those mentioned in the letter of resignation.	Due to reason as mentioned by him vide letter of resignation dated July 5, 2023 and further confirmed that there are no other material reasons other than those mentioned in the letter of resignation.
3	Date of Cessation	July 5, 2023	July 5, 2023
4	Brief Profile (in case of appointment)	Not Applicable	Not Applicable
5	Relationship Inter-se Directors / Key Managerial Personnel (in case of appointment)	Not Applicable	Not Applicable
6	Information as required pursuant to BSE Circular with ref. no. LIST/COMP/14/2018-19 and the National Stock Exchange of India Limited Circular with ref. no. NSE/CML/2018/24, both dated 20th June, 2018.	Not Applicable	Not Applicable
7	Letter of resignation along with detailed reason for resignation	Enclosed	Enclosed
8	Names of listed entities in which the resigning director holds directorships, indicating the category of directorship and membership of board committees, if any.	Nil	Nil
9	The independent director shall along with the detailed reasons also provide a confirmation that there is no other material reasons other than	Independent Director has confirmed that there is no other material reason other than the one stated therein, in her resignation letter.	Independent Director has confirmed that there is no other material reason other than the one stated therein, in his resignation letter.



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Annexure C

Sr. No.	Particulars	Details
1	Name of the Director	Mr. Sandeep Dandawate (DIN – 01779289)
2	Reasons for change	Re-appointment as an Executive – Non-Independent Director
3	Date of appointment /reappointment & Term of appointment	Re-appointment has been approved by the Board in their meeting held on July 5, 2023 subject to the approval of shareholders and effective date of re-appointment will be w.e.f. April 01, 2024.
4	Brief Profile (in case of appointment)	He holds a bachelor degree in Civil Engineering from the Board of Technical Examinations, Maharashtra State. He has more than 15 years' experience in the infrastructure industry. He oversees the project implementation, project estimation and project engineering of the projects that the Company undertakes. He is currently associated with the Company as the Executive Director of the Company.
5	Relationship Inter-se Directors / Key Managerial Personnel (in case of appointment)	Mr. Sandeep Dandawate is a relative of Mr. Pandurang Dandawate; Mrs. Tanvi Auti and Mrs. Jayashri Dandawate.
6	Information as required pursuant to BSE Circular with ref. no. LIST/COMP/14/2018-19 and the National Stock Exchange of India Limited Circular with ref. no. NSE/CML/2018/24, both dated 20th June, 2018.	We confirm that Mr. Sandeep Dandawate is not debarred from holding the office of Director by any SEBI order or any other such authority.

To,

July 5, 2023

The Board of Directors
Dhruv Consultancy Services Limited
501, Pujit Plaza, Palm Beach Road,
Sector - 11, Opp. K-Star Hotel,
Near CBD Station, CBD Belapur,
Navi Mumbai - 400614

Dear Sirs/Madam,

Subject: Resignation from the position of Independent Director of the Company.

I hereby tender my resignation from the position of Independent Director from the Board of the Company due to preoccupation with immediate effect. I shall also cease from the Membership/ Chairperson of all the Committees of the Board of the Company.

I request the Board to accept my resignation as an Independent Director of the Company.


Further, I would also like to confirm that there are no other material reasons other than the one stated herein, for my resignation from the Company.

I wish to place on record my sincere thanks to each member of the Board and for the guidance and confidence in me during my tenure.

I thank the management and the staff for extending their support and assistance that I received during the tenure of my directorship.

I wish the Company continued success and growth in all its future endeavours.

Yours sincerely


Mrs. Shaila Patil
DIN - 08050695

July 5, 2023

To,

The Board of Directors
Dhruv Consultancy Services Limited
501, Pujit Plaza, Palm Beach Road,
Sector - 11, Opp. K-Star Hotel,
Near CBD Station, CBD Belapur,
Navi Mumbai - 400614

Dear Sirs/Madam,

Subject: Resignation from the position of Independent Director of the Company.

This is to inform you that due to health related issues for the travelling, I shall not be able to discharge my duties of Independent Director of the Company. Therefore, I hereby tender by resignation from the post of Independent Director of the Company and all committees thereunder in which I am member with effect from July 5, 2023.

I hereby confirm that there are no material reasons for resignation, other than mentioned above in this resignation letter.

I take this opportunity to thank all the Board members for their cooperation and guidance during my tenure as Independent Director of the Company. I wish a brilliant future for the Company.

Further, I request you to complete all the formalities with respect to my resignation including filing e-forms with Ministry of Corporate Affairs and intimation to the stock exchange(s) and other relevant authorities as may be required.

Yours sincerely



Mr. Dhanyakumar Mahamuni
DIN - 08049352