

January 23, 2020

To,

BSE Limited

Phiroze Jeejeebhoy Towers,
1st Floor, Dalal Street,
Mumbai – 400 001

NSE Limited

Exchange Plaza, C-1, Block G,
Bandra Kurla Complex, Bandra (E)
Mumbai – 400 051

Scrip Code: 505255

Symbol: GMPFPAUDLR

Dear Sirs,

Re: Outcome of the Board Meeting held on January 23, 2020

Pursuant to the Regulation 30 and 33 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), this is to inform you that the Board of Directors of the Company at their Meeting held on January 23, 2020, commenced at 11.30 a.m. and concluded at 1.25 pm have amongst other matters considered and approved / taken on record the following:

1. Un-audited Financial Results (Standalone and Consolidated) for the 3rd quarter / nine months ended December 31, 2019.
2. Limited Review Report of the Statutory Auditors on the Un-Audited Financial Results (Standalone and Consolidated) for the 3rd quarter ended December 31, 2019.
3. Payment of Third Interim Dividend @ Rs. 1.00 per share of 14,617,500 Equity Shares of Rs. 2/- each, aggregating to Rs. 14,617,500 for the year 2019-20.
4. Fixation of January 31, 2020 as the Record Date and the payment of dividend on or before February 18, 2020 in respect of Third Interim Dividend of Rs.1.00 per share.
5. Alteration in Articles of Association of the Company to increase the number of Directors from 8 to 9 and the number of Independent Directors from 3 to 4 subject to approval of shareholders.
6. Retirement of Dr. Amrita Patel, Independent Director and Mr. Khurshed Thanawalla, Non-executive Director & nominee of Pfaudler Inc. (Foreign Promoters) w.e.f. March 31, 2020.
7. Appointment of Mr. Vivek Bhatia and Mr. Harsh Gupta as Independent Directors of the Company w.e.f. April 1, 2020 subject to approval of shareholders.
8. Appointment of Ms. Bhawana Mishra as Non-Executive Director & nominee of Pfaudler Inc. (Foreign Promoters) w.e.f. April 1, 2020.
9. Notice of Postal Ballot for taking approval of shareholders for alteration in Articles of Association and appointment of new Directors.



GMM Pfaudler Limited

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sales@gmmpfaudler.com • www.gmmpfaudler.com

A copy of the aforesaid Un-audited Financial Results and Limited Review Report of the Statutory Auditors for the 3rd quarter ended December 31, 2019 as approved by the Board is enclosed for your records in compliance with the requirements of Regulation of the Listing Regulations.

As per Circular dated September 09, 2015 issued by Securities and Exchange Board of India the necessary disclosure in respect of directors appointed by the Company are as under:

1. reason for change viz. appointment, resignation, removal, death or otherwise;

The broad base of the Board has been done with an intension of further strengthening of Corporate Governance;

2. date of appointment/cessation (as applicable) & term of appointment;

April 1, 2020;

3. Brief profile (in case of appointment);

A brief resume of Mr. Vivek Bhatia, Mr. Harsh Gupta and Ms. Bhawana Mishra is enclosed as "Annexure 2".

4. Disclosure of relationships between directors (in case of appointment of a director).

None of the newly appointed directors are related to the other directors of the Company.

The Board is of the view that none of the Directors is debarred from holding the office by virtue of any SEBI Order or any other authority.

Kindly acknowledge the same.

Thanking you,

Yours faithfully,

For **GMM Pfaudler Limited**



Tarak Patel
Managing Director
DIN: 00166183



Encl: As above

“ANNEXURE 2”

BRIEF RESUMES OF THE APPOINTEE DIRECTORS

1. MR. VIVEK BHATIA

Mr. Vivek Bhatia, age 42 years, is the Managing Director and Chief Executive Officer of thyssenkrupp Industries India since 01 January 2019.

Mr. Bhatia was earlier CEO - Asia Pacific at Thyssenkrupp AG, driving group activities for all Thyssenkrupp companies in the region. Prior to that, he led Strategy, Markets and Development for the Asia Pacific region for the Group and was based in Singapore.

Mr. Bhatia has extensive business experience across mining, metals & mineral processing, cement, power and engineered/capital goods. He has worked across multiple business functions including strategy, operations and organization in the areas such as growth/diversification, joint ventures & technology transfers, business turnaround/transformation, working capital management, operations design and re-engineering, organization design and performance management systems.

Prior to joining Thyssenkrupp, Mr. Bhatia was with Boston Consulting Group, India where he worked extensively in the capital goods sector with clients in India and abroad on a wide canvas of topics. In 2013, he was awarded a BCG Olympics Gold Medal for the most insightful and impactful client work in the region. He earlier worked for several years as a design engineer for refineries and pipelines at Engineers India Limited.

Mr. Bhatia holds an MBA (from IIM Calcutta), M. Tech. (Gold Medalist from IIT Delhi) and B.E. (with honours from University of Delhi).

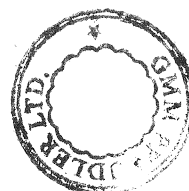
2. MR. HARSH GUPTA

Mr. Harsh Gupta, age 51 years, is the Chief Executive Officer & Executive Director at Solaris Chemtech since April 2016.

Mr. Gupta is a Senior management professional consistently exceeding goals and expectations in diverse roles and environments. Wide exposure across industries and across functions including P&L management, sales & marketing, mergers & acquisitions, and corporate planning & strategy.

Mr. Gupta has an exceptional track record that demonstrates motivation, creativity, and initiative in achieving corporate and personal goals, outstanding success in managing and growing profitability in two different industries, one of which is a turnaround success and deep understanding of the critical drivers of a business, and how a business works from end to end.

Mr. Gupta was educated at The Doon School, Dehradun, followed by a Bachelor of Arts in Economics from Vassar College, New York, USA. MBA from the McDonough School of Business, Georgetown University, USA. While at Vassar, was granted a Ford Foundation Scholarship for research in economics, and honoured with membership to Omicron Delta Epsilon, an economics honour society.



3. MS. BHAWANA MISHRA

Ms. Bhawana Mishra, age 45 years, has 22 years of experience across industries, as a talent and leadership development specialist. She started her career with hands-on work in talent management, strategic change and organizational transformation, and counts amongst her clients, CXOs and business leaders of a large number of Indian and multinational companies.

Ms. Mishra joined Price Waterhouse as part of its founding HR consulting team. Early in her career, she made forays to build the East India practice of the business, winning and servicing marquee clients for the firm. She went on to join Arthur Andersen, where as a Senior Consultant, she worked with several manufacturing giants as well as technology majors, creating processes and systems through the employee lifecycle.

A combination of her desire to bring Occupational Psychology to the Indian workplace and early entrepreneurial spirit, made her join SHL Group, the global major in behavioural assessments, as it entered the Indian market. Over 12 years, she built the team and grew the business to several hundred clients, making it the largest outside Australia in Asia Pacific, while consistently meeting global profitability norms. During this period, Ms. Mishra established her own thought leadership and SHL as an undisputed market leader. She played an instrumental role in creating business strategy-based talent management processes of several conglomerates.

Through her career, Ms. Mishra's passion has been to help organizations achieve breakthrough performance by realizing the true potential of their people. She founded BasilTree Consulting (www.basiltreeconsulting.com) to further this cause by coupling international best practices with the strength of solutions derived from local and contextual insights.

Ms. Mishra is an M.A. Applied Psychology (specialization in Organizational Behaviour) from the University of Delhi, 1997 and has a Level B Certification in Occupational Assessments from the British Psychological Society.



A handwritten signature in black ink, appearing to be "BMM".