



May 23, 2025

BSE Limited
Scrip code: 535755

National Stock Exchange of India Limited
Symbol: ABFRL

Sub.: Outcome of the Board Meeting of the Company

- Ref.: 1. Regulation 30 (read with Schedule III- Part A) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations");
2. SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024 ("SEBI Master Circular")
3. Our intimation dated May 19, 2025

Dear Sir/ Madam,

Pursuant to the above referred, kindly note that the Board of Directors of the Company at its meeting held today have *inter alia* considered and approved the following matters:

A. Re-appointment of Ms. Sangeeta Tanwani (DIN: 03321646) as a Whole-Time Director.

Approved the Re-appointment of Ms. Sangeeta Tanwani (DIN: 03321646) as a Whole -Time Director of the Company, on the recommendation of the Nomination and Remuneration Committee, w.e.f. February 24, 2026 to January 31, 2027, subject to the approval of shareholders of the Company.

Basis the disclosures received from Ms. Sangeeta Tanwani, it is hereby confirmed that she is not debarred from holding the office of a Director by virtue of any order passed by the SEBI or any other such authority.

Brief details of re-appointment as required under SEBI Master Circular are enclosed as Annexure A.

B. Appointment of Secretarial Auditor.

Approved the appointment of M/s. BNP & Associates, Practicing Company Secretaries (Firm registration No: P2014MH037400), as a Secretarial Auditor of the Company, on the recommendation of the Audit Committee, for a term of 5 (five) consecutive years commencing from FY 2025-26 to FY 2029-30, subject to approval of the shareholders of the Company at the ensuing Annual General Meeting.

Brief details for appointment of Secretarial Auditor as required under SEBI Master Circular are enclosed as Annexure B.

ADITYA BIRLA FASHION AND RETAIL LIMITED

Registered Office:

Piramal Agastya Corporate Park, Building 'A',
4th and 5th Floor, Unit No. 401, 403, 501, 502,
L.B.S. Road, Kurla, Mumbai - 400 070

CIN: L18101MH2007PLC233901
Tel.: +91 86529 05000
Fax: +91 86529 05400

Website: www.abfrl.com
E-mail: secretarial@abfrl.adityabirla.com



The meeting commenced at 5:30 p.m. and concluded at 7:15 p.m.

The above is being made available on the Company's website i.e., www.abfrl.com.

Thanking you.

Sincerely,

For **Aditya Birla Fashion and Retail Limited**

Anil Malik

President & Company Secretary

Encl.: As above

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Annexure A

A. Re-appointment of Ms. Sangeeta Tanwani (DIN: 03321646) as a Whole-Time Director

Sr. No.	Particulars	Details
a)	Reason for change viz. appointment, re-appointment, resignation, removal, death or otherwise	Re-appointment of Ms. Sangeeta Tanwani (DIN:03321646) as a Whole-Time Director of the Company.
b)	Date of appointment/ re-appointment /cessation (as applicable)	w.e.f. February 24, 2026 (Her Current tenure as Whole-Time Director of the Company will expire on February 23, 2026)
c)	Term of appointment/ re-appointment	Re-appointment of Ms. Sangeeta Tanwani as a Whole-Time Director w.e.f. February 24, 2026 to January 31, 2027, subject to approval of shareholders.
d)	Brief Profile	 <p>a. Ms. Sangeeta Tanwani, experience of 35 years across in diverse sectors i.e. FMCG, pharmaceuticals, financial services and retail.</p> <p>b. She was the Managing Director for Kellogg - India and South Asia. She also has held senior positions at Coca-Cola India, HSBC Bank, Hindustan Unilever and at Novartis. She was the Chairperson of the FICCI - Food Processing Committee, for two consecutive years when she was part of the food industry.</p> <p>c. She was listed as Fortune's most powerful women in business in India for six consecutive years from 2012 to 2017.</p> <p>d. One of the top 50 most influential women in India in media and marketing for 2020 & 2022. Also, on Business Today's list of Most Powerful women in Indian Business for 2020. Recognized as the "CEO of the Year" at the ET Prime Women Leadership Awards, 2020.</p> <p>e. She has Received the Aditya Birla Group 'Chairman's Award for Leader of the Leaders' for her exceptional contribution to the business in 2022.</p>
e)	Disclosure of relationships between directors (in case of appointment of a director)	Ms. Sangeeta Tanwani is not related to any Director(s) of the Company.

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B. Appointment of Secretarial Auditor

Sr. No.	Particulars	Details
a)	Reason for change viz. appointment, re-appointment, resignation, removal, death or otherwise	Appointment of M/s. BNP & Associates Practicing Company Secretaries (Firm registration No: P2014MH037400), as Secretarial Auditors of the Company.
b)	Date of appointment/ re-appointment/cessation (as applicable) & Term of appointment/ re-appointment	Date of Board Approval: May 23, 2025 Terms of Appointment: for a term of five consecutive years from FY 2025-26 till FY 2029-30, subject to approval of the members at the ensuing Annual General Meeting.
d)	Brief Profile	BNP & Associates is a firm of Practicing Company Secretaries registered with the Institute of Company Secretaries of India, with Mr. B. Narasimhan, Mr. Avinash Bagul, Mr. Ramaswami Kalidas, and Mr. Venkataraman Krishnan all senior Company Secretaries, as partners. All of them have diverse exposure in the areas of Corporate Advisory services, Transactional Services, Litigation, Advocacy and Legal Due Diligence. Moreover, the firm has Associate Partners with rich profile, and they also share the same values as that of the firm i.e., Character, Competence and Commitment. Areas of expertise include Corporate and Securities Management, Public offering of securities, all Corporate Actions associated with listed companies including hands on experience on operations relating to Corporate Actions. BNP & Associates is engaged in rendering Compliance Audit & Assurance Services, Advisory and Representation Services, Transactional Services etc.

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