

9<sup>th</sup> May, 2025

<b>The Manager, Listing Department, National Stock Exchange of India Ltd. Exchange Plaza, Plot No. C-1, Block G, Bandra Kurla Complex, Bandra (East) Mumbai - 400 051</b>	<b>The Secretary, Listing Department, BSE Limited, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400 001</b>
<b>Type of Security: Equity shares NSE Symbol : GILLANDERS</b>	<b>Type of Security: Equity shares BSE Scrip Code : 532716</b>

Dear Madam/Sir,

**Sub: Outcome of the Board Meeting in terms of Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.**

In terms of Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we wish to inform you that the Board of Directors at its Meeting held on even date has *inter-alia* considered and approved the following:

- i. Approved and adopted the audited standalone and consolidated financial results of the Company along with the Auditor's Report thereon for the quarter and financial year ended 31<sup>st</sup> March, 2025 pursuant to Regulation 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The aforesaid document is enclosed herewith.
- ii. The Board of Directors of the Company has recommended payment of dividend on the fully paid up 7.75% Cumulative Redeemable Preference Shares of Rs. 100/- each of the Company for the financial years 2016-17 and 2017-18, subject to approval of the same by the members at the ensuing 91<sup>st</sup> Annual General Meeting (AGM) of the Company.
- iii. The 91<sup>st</sup> Annual General Meeting (AGM) of the Company will be held on Friday, 27<sup>th</sup> June, 2025 through Video Conferencing / Other Audio Visual Means ("VC/OAVM") Facility as per MCA circulars.
- iv. The register of Members and Share Transfer Books of the Company shall remain closed from Saturday, 21<sup>st</sup> June, 2025 to Friday, 27<sup>th</sup> June, 2025 (both days inclusive) for the aforesaid purposes mentioned in serial nos. i & ii.
- v. The Company has fixed Friday, 20<sup>th</sup> June, 2025 as:
  - a. the "Cut-off Date" for the purpose of determining the members who are eligible to vote on the resolutions as set out in the notice of the AGM; and
  - b. the "Record Date" for the purpose of determining the preference shareholders who are to receive dividend for the financial years 2016-17 and 2017-18.
- vi. Further, the current term of M/s. JKVS & Co., Chartered Accountants, Statutory Auditors of the Company will expire at the conclusion of the upcoming 91<sup>st</sup> Annual General Meeting of the Company. Accordingly, the Board of Directors, based on the recommendation of the Audit Committee, has approved the re-appointment of M/s. JKVS & Co., Chartered Accountants, (Firm Registration No. 318086E) for a second term of five (5) consecutive years who shall hold office from

the conclusion of the 91<sup>st</sup> AGM until the conclusion of the 96<sup>th</sup> AGM, subject to the approval of the members of the Company at the ensuing 91<sup>st</sup> AGM.

The required information in compliance with SEBI Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024, is enclosed herewith as **Annexure – A**.

- vii. Based on the recommendation of the Audit Committee, the Board of Directors of the Company, approved the appointment of M/s. K. C. Dhanuka & Co., Company Secretaries as the Secretarial Auditor of the Company for a period of five (5) consecutive years commencing from the financial year 2025-26 till financial year 2029-30, subject to approval of the members of the Company at the ensuing 91<sup>st</sup> Annual General Meeting.

The required information in compliance with SEBI Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024, is enclosed herewith as **Annexure – B**.

- viii. Based on the recommendation of the Audit Committee, the Board of Directors of the Company, approved the appointment of the Internal Auditors for various Divisions/ Factory/ Tea Gardens/ Unit/ Sites of the Company for a period of two (2) years commencing from the financial year 2025-26 till financial year 2026-27.

The required information in compliance with SEBI Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024, is enclosed herewith as **Annexure – C**.

- ix. Based on the recommendation of the Audit Committee, the Board of Directors of the Company, approved the appointment of M/s B. Ray & Associates, Cost Accountants as the as the Cost Accountant of the Company for the financial year ending on 31<sup>st</sup> March, 2026.

The required information in compliance with SEBI Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024, is enclosed herewith as **Annexure – D**.

- x. The Board also took on record the resignation of Mr. Rajat Arora from the post of Company Secretary and Compliance Officer of the Company effective from Wednesday, 28<sup>th</sup> May, 2025 (last working day). The relevant disclosure under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 has already been made to the stock exchanges.

- xi. Further, enclosed is a declaration pursuant to Regulation 33(3)(d) of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, as amended from time to time.

The meeting of the Board of Directors commenced at 11:30 a.m. and concluded at 1:47 p.m.

This is for your information and record.

Thanking you.

Yours truly,

For **Gillanders Arbuthnot and Company Limited**

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**Rajat Arora**  
**Company Secretary and Compliance Officer**

**Encl:** As above

*Annexure A*

**Re-appointment of Statutory Auditor**

<b>Sr. No.</b>	<b>Details of event required to be disclosed</b>	<b>Information of such event(s)</b>
1.	<b>Reason for change viz. re-appointment</b>	Re-appointment of M/s. JKVS & Co., Chartered Accountants (Firm Registration No. 318086E) as the Statutory Auditor of the Company.
2.	<b>Date of re-appointment &amp; term of re-appointment</b>	The Board of Directors of the Company at their meeting held on even date i.e. 9 <sup>th</sup> May, 2025 has approved the re-appointment of M/s. JKVS & Co., Chartered Accountants (Firm Registration No. 318086E), as the Statutory Auditor of the Company, to hold office for a second term of five (5) consecutive years from the conclusion of the 91 <sup>st</sup> AGM until the conclusion of the 96 <sup>th</sup> AGM, subject to the approval of the members at the ensuing 91 <sup>st</sup> AGM.
3.	<b>Brief profile</b>	M/s JKVS & Co., Chartered Accountants started as a sole proprietorship concern in the year 1987. The firm has been offering its clientele wide spectrum of services including Audit and Assurance, Risk Advisory, Consulting, Taxation, Corporate Finance and Management Services. The firm has branches in Kolkata, Delhi and Mumbai.
4.	<b>Disclosure of relationships between directors (in case of appointment of a director).</b>	Not Applicable

*Annexure B*

**Appointment of Secretarial Auditor**

<b>Sr. No.</b>	<b>Details of event required to be disclosed</b>	<b>Information of such event(s)</b>
1.	<b>Reason for change viz. appointment</b>	Appointment of M/s. K. C. Dhanuka & Co., Company Secretaries as Secretarial Auditor of the Company.
2.	<b>Date of appointment &amp; term of appointment</b>	The Board of Directors of the Company at their meeting held on even date has approved the appointment of M/s. K. C. Dhanuka & Co., Company Secretaries as the Secretarial Auditor of the Company who shall hold office for a term of five (5) consecutive years commencing from the financial year 2025-26 till the financial year 2029-30, subject to the approval of the members at the ensuing 91 <sup>st</sup> Annual General Meeting.
3.	<b>Brief profile</b>	M/s. K.C. Dhanuka & Co., Company Secretaries is a peer reviewed sole proprietorship firm with vast experience of over two decades in corporate and allied matters.
4.	<b>Disclosure of relationships between directors (in case of appointment of a director)</b>	Not Applicable

**Annexure C**

**Appointment of Internal Auditors for various Divisions/ Factory/ Tea Gardens/ Unit/ Sites of the Company**

Sr. No.	Reason for change viz. appointment		Date of appointment & term of appointment	Brief profile	Disclosure of relationships between directors (in case of appointment of a director)
	Appointment of Internal Auditors for Divisions/ Factory/ Tea Gardens/ Unit/ Sites of the Company				
	Name of the Internal Auditor	Divisions/ Factory/ Tea Gardens/ Unit/ Sites			
1.	M/s. Vimal & Seksaria, Chartered Accountants	MICCO – Head Office; and MICCO - Durgapur	The Board of Directors of the Company at their meeting held on even date has approved the appointment of the mentioned Internal Auditors for various Divisions/ Factory/ Tea Gardens/ Unit/ Sites of the Company for a period of two (2) years commencing from the financial year 2025-26 till financial year 2026-27.	Established in 1989, this Chartered Accountant firm specializes in audits and tax matters. They offer compliance, advisory, and litigation services, and provide management consultancy services including accounting and business restructuring.	Not Applicable
2.	M/s. L.B. Jha & Co., Chartered Accountants	GIS Cotton Mill – Champdani and Head Office; and Property Division		Established in 1934, this Chartered Accountant firm is one of India's oldest, offering a wide range of professional services from offices in Delhi, Mumbai, and Kolkata. With 6 experienced partners and a team of over 20 Chartered Accountants and professionals, they provide diverse expertise. The firm has extensive experience working globally, including in countries like the UK, Nepal, and UAE.	Not Applicable
3.	M/s. S.K. Agarwal & Co., Chartered Accountants LLP	MICCO - Tata KPO Site; General Division (including FD); and MICCO – AMNS		Established in 1968, S K Agrawal and Co Chartered Accountants LLP has been at the forefront in providing services related to all aspects of accounts and finance of companies and individuals since before independence. Thier long standing relationship with the people of this country is attributed to their very professional approach, combined with the dedicated attention provided by them.	Not Applicable
4.	M/s. B.M. Chatrath & Co. LLP	Tea Division- Arun and Dherai Tea Estate; and Tea Division - Head Office.		B M Chatrath & Co LLP is a century-old Chartered Accountant firm founded in 1923 with a legacy spanning generations. The firm offers audit, taxation, and financial planning services with offices in Kolkata, Delhi/Noida, Mumbai, Hyderabad, and Bengaluru. They serve over 200 clients with expertise in internal/management audits and more.	Not Applicable



5.	M/s. Guha & Matilal, Chartered Accountants	Tea Division- Gairkhata and Taipoo Tea Estates; and MICCO - Tata Jamshedpur Site		The firm offers expertise in audit, management consultancy, financial management, taxation, and legal matters, catering to diverse clients. Their services include statutory audits, tax planning, project reports, and company law matters, with representation before various authorities. They serve a wide range of clients across industries, including banking, government institutions, software, healthcare, education, and more.	Not Applicable
6.	M/s R K D S & Associates, Chartered Accountants	Tea Division- Dooria, Gorunga, Borkatonee and Betjan Tea Estates		R K D S & Associates is a respected professional services firm established in 1976, offering auditing, assurance, taxation, and advisory services through offices in Kolkata, New Delhi, Mumbai, and Patna. With a skilled team, they deliver customized solutions across various industries, prioritizing quality, integrity, and client focus. Their services cater to diverse sectors, including power, infrastructure, chemicals, real estate, software, and more.	Not Applicable

*Annexure D*

**Appointment of Cost Auditor**

<b>Sr. No.</b>	<b>Details of event required to be disclosed</b>	<b>Information of such event(s)</b>
1.	<b>Reason for change viz. appointment</b>	Appointment of M/s B. Ray & Associates, Cost Accountants as the Cost Auditor of the Company.
2.	<b>Date of appointment &amp; term of appointment</b>	The Board of Directors of the Company at their meeting held on even date has approved the appointment of M/s B. Ray & Associates, Cost Accountants (Firm Registration No. – 000155) as the Cost Auditor of the Company for the financial year ending 31 <sup>st</sup> March, 2026.
3.	<b>Brief profile</b>	B. Ray & Associates is a reputable firm that has been offering high quality financial services to its clients over a vast period of time. It has several years of experience in the industry, with a solid reputation for excellence, and a commitment to provide comprehensive services.
4.	<b>Disclosure of relationships between directors (in case of appointment of a director)</b>	Not Applicable