

To,
National Stock Exchange of India Limited,
Exchange Plaza, 5th Floor, Plot No. C/1, G Block,
Bandra Kurla Complex, Bandra East, Mumbai 400051

SYMBOL:TEMBO/ INE869Y01010

Subject – Outcome of Board Meeting held on 15 July, 2025

Dear Sir / Madam,

Pursuant to Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), we wish to inform you that the Board of Directors of the Company, at its meeting held today i.e. May 15, 2025, has, inter alia:

1) The Board took note of the resignation tendered by **Mr. Girish Jethmalani** as Chief Financial Officer of the Company, with effect from June 11, 2025.

After due consideration, the Board accepted the resignation and placed on record its appreciation for the valuable contributions made by Mr. Girish Jethmalani during their tenure with the Company.

2) The Board took note of the consent received from Ms. Fatema S. Kachwala to be appointed as Chief Financial Officer and to be designated as a Key Managerial Personnel and after taking into consideration her profile, The Board decided to appoint her as Chief Financial Officer with effect from June 12, 2025

3) The Board took note of the resignation of Mr. Jasbir Anand and accepted the resignation and placed on record its appreciation for the valuable contributions made by Mr. Anand during their tenure with the Company.

4) Took on record Resignation of M/s R.A.Kuvadia & Co as Statutory Auditors of the Company due to expiration of peer review certificate of his firm and his inability to conduct audit due to serious health issues including a major angioplasty surgery.



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5) The Board after reviewing recommendation of audit committee for appointment of M/s Karta and Company as Statutory Auditor of the Company due to resignation by casual vacancy of existing auditor, deliberated and finalized appointment of M/s Karta and Company, Chartered Accountants as Statutory Auditors till upcoming general meeting.

6) After viewing a brief presentation provided in detail with regards to proposal for fundraising the Board has granted its consent, in its today's meeting, to raise funds not exceeding ₹500 Crore, in one or more tranches, by way of issuance of Equity Shares through Qualified Institutional Placement (QIP), Preferential Allotment, Rights Issue, Convertible Securities into equity shares/preference shares whether fully or partly or any other permissible mode, as may be considered appropriate.

The proposed fundraising is intended to support the Company's business expansion and strategic investments in the defence and solar energy sectors. These initiatives are in line with the earlier disclosures made to the stock exchanges and the press release dated January 22, 2025, announcing a ₹1,000 Crore investment agreement signed with the Government of Maharashtra and setting up of Tembo Defence Products manufacturing unit for manufacturing of small arms and ammunitions through technical collaboration with a European Company. The fundraising also aligns with the press releases dated October 15, 2024, regarding the receipt of an order from Maharashtra State Electricity Distribution Co. Ltd. (MSEDCL) for a 25-year Power Purchase Agreement (PPA) to develop solar photovoltaic power generating stations with a total capacity of 124 MW (AC).

Pursuant to regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'), the company has paid penalty for the non compliance of non-compliance under Regulation 17(1A) of the SEBI (Listing Obligations and Disclosure Requirements) SOP received on May 29, The non-compliance pertained to the continuation of Mr. Jashbir, who is above the age of 75 years, as a Director without obtaining prior approval from the shareholders. The Board was apprised in detail of the matter, and the Chairman assured that the penalty has been duly paid for the Rs. 304440. He further emphasized that the Company will adopt a more proactive approach going forward and ensure strict adherence to proper corporate governance practices to avoid any such non-compliances in the future.

The Board Meeting commenced at 01 :40p.m and concluded at 2:15 p.m

We request you to disseminate the above information on your website.

**Thanking You,
Yours Faithfully,
For Tembo Global Industries Limited**

**Sanjay Patel
Managing Director
DIN: 01958033
Dated:15-07-2025**

Annexure-1

Disclosures in terms of Regulation 30 of the SEBI Listing Regulations read with SEBI Circular No.SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023, concerning the resignation of Chief Financial Officer

Sr. No.	Particulars	Resignation of Mr. Girish Jethmalani
1.	Reason for change viz. appointment, reappointment, resignation, removal, death or otherwise	Resignation of Mr. Girish Jethmalani as part of an internal transition whereby he will be taking a new role
2.	Date of appointment/ reappointment /cessation (as applicable) & term of appointment/reappointment	Cessation with effect from closure of Business Hours on June 11, 2025
3.	Brief Profile (in case of appointment)	Not Applicable
4.	Disclosure of relationships between directors (in case of appointment of a director)	Not Applicable
5.	Information as required pursuant to BSE Circular with ref. no. LIST/COMP/14/2018-19 and the National Stock Exchange of India Ltd with ref. no. NSE/CML/2018/24, dated June 30, 2018	Not Applicable
6.	Name of the Listed Entities in which the resigning Director holds Directorship	None



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Appointment of Chief Financial Officer of the Company

Disclosures in terms of Regulation 30 of the SEBI Listing Regulations read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023, concerning the appointment of Chief Financial Officer

SN	Particulars	Details of appointment of Ms. Fatema S. Kachwala as Chief Financial Officer of the Company
1	Reason for change viz. appointment, reappointment, resignation, removal, death or otherwise	Appointment of Ms. Fatema Kachwala as CFO & KMP
2	Date of appointment/ reappointment/cessation (as applicable) & term of appointment/re-appointment	Appointment with effect from June 12, 2025
3	Brief Profile (in case of appointment)	Mrs. Fatema Kachwala is a seasoned professional with a Master's degree in Commerce from the University of Pune and a Post Graduate Diploma in International Business. Bringing over 11 years of experience, she has developed a well-rounded understanding of business operations, with a strong foundation in human resource management. Her thoughtful leadership and strategic perspective continue to contribute significantly to Tembo Global's organizational growth and planning efforts.
4	Disclosure of relationships between directors (in case of appointment of a director)	Not Related to any Director



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Resignation of Independent Directors/ Non-Executive Director

Disclosures in terms of Regulation 30 of the SEBI Listing

Regulations read with SEBI Circular No. SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023, concerning the resignation of Independent Directors

SN	Particulars	
		Resignation of Mr. Jasbir Singh Jaswant Singh Anand (DIN: 08017248) from the post of Independent Director of the Company
1.	Reason for Change viz. appointment, reappointment, resignation, removal, death or otherwise	Resignation of Mr. Jasbir Singh Jaswant Singh Anand (DIN: 08017248) due to health issues from age.
2.	Date of appointment/ reappointment/cessation (as applicable) & term of appointment/re-appointment	Cessation with effect from closing of Business Hours on May 30, 2025
3.	Brief Profile (in case of appointment)	Not Applicable
4.	Disclosure of relationships between directors (in case of appointment of a director)	Not Applicable
5.	Information as required pursuant to BSE Circular with ref. no. LIST/COMP/14/2018-19 and the National Stock Exchange of India Ltd with ref. no. NSE/CML/2018/24, dated June 30, 2018	Not Applicable



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Annexure I

Disclosure pursuant to Schedule III of Regulation 30 of SEBI Listing Regulations read with SEBI Circular no. SEBI/HO/CFD/CFDPoD1/P/CIR/2023/123 dated July 13, 2023

S.NO	PARTICULARS	DISCLOSURE
1	Name of Statutory Auditor	R.A. Kuvadia & Co.
2	Reason for change viz. appointment , resignation, removal , death or otherwise	Resignation
3	Date of appointment/cessation (as applicable) & Term of appointment	27 th June, 2025
4	Brief Profile (in case of appointment)	NA
5.	Detailed reason for Resignation	Due to major critical heart (coronary angioplasty) and Peer Review Certificate validity has expired and the renewal of certificate is under process and having uncertainty of time frame, hence it is deemed fit to submit resignation
6.	Disclosure of relationships between directors (in case of appointment of a director)	NA

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Annexure 4

Details under amended Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

S.NO	Particulars	Appointment of Statutory Auditor
1	Reason for change viz. appointment, re-appointment, resignation, removal, death or otherwise	Appointment of Statutory Auditor
2	Date of appointment / re-appointment / cessation (as applicable)	Appointment shall be effective from the conclusion of the Annual General Meeting (AGM).
3	Term of Appointment / re-appointment	5 years subject to approval of shareholder
4	Brief profile (in case of appointment)	KARTA & COMPANY (FRN FRN No. 160122W) ("the Audit Firm"), was established in the year. It has head office in Marine line and Andheri and the firm is registered as such with the Institute of Chartered Accountants of India (ICAI). The Audit Firm has a valid Peer Review certificate. All the network firms including the Audit firm are engaged in providing audit and assurance services to its clients.
5	Disclosure of relationships between directors (in case of appointment of a Director)	NA
6	Information as required pursuant to BSE Circular ref. no. LIST/COMP/14/ 2018-19 and NSE ref. no. NSE/CML/2018/24, dated June 20, 2018	NA

Form – B

(Details as required under the applicable provisions of Regulation 30, read with schedule III, Part- A, ParaA, sub-para 20)

Name of the Authority	National Stock Exchange of India Limited (NSE)
Nature and details of the action(s) taken or order(s) passed	Fine levied for non-compliance with the certain provisions of Regulation 17(1)A under the SEBI Listing Regulations in connection with the appointment of Independent Director beyond 75 year, during the quarter ended December 31, 2024 till May 30, 2025 Fine amount - Rs. 304440/- (incl. of GST) payable to NSE
Date of receipt of direction or order, including any ad-interim or interim orders, or any other communication from the authority	May 29, 2025
Details of the violation(s)/contravention(s) committed or alleged to be committed;	Non-compliance with certain provisions of Regulation 17 (1A) of the SEBI Listing Regulations in connection with the continuation of appointment of Independent Director without prior approval of Members during till 31 st March, 2025
Impact on financial, operation or other activities of the listed entity, quantifiable in monetary terms to the extent possible	None. Financial impact only to the extent of Fine amount - Rs. 304440/- (incl. of GST) payable to BSE and NSE. The Company will be filing its response in connection with the said notices to NSE and seek a waiver of fines as per the process prescribed by NSE

Tembo Global Industries Ltd.

GST NO. 27AAPCS4498C1ZV | CIN - L24100MH2010PLC204331 | Toll Free : 1800 123 7991 | sales@tembo.in | www.tembo.in
 Reg. Off. : Plot No.D-146/147, Turbhe MIDC, TTC Industrial Estate, S Cental Road, Opp. Balmer Lawrie Vaan Leer, Navi Mumbai, Maharashtra 400 705.
 Factory Add.: Unit No.1/B - Badrinath, Ground Floor, Tungreshwar Industrial complex, Sativali Village, Vasai (East), Dist.Palghar- 401208.