

# SWASTI VINAYAKA ART AND HERITAGE CORPORATION LIMITED

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August 14, 2025

To,

**BSE Limited**

Department of Corporate Services,  
Phiroze Jeejeebhoy Tower,  
Dalal Street, Fort, Mumbai-400001.

[BSE Scrip code: 512257]

Dear Sir/Madam,

**Sub: Disclosure pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

Pursuant to Regulation 30 read with Schedule III of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we wish to inform that the Board of Directors of the Company at its meeting held on Thursday, August 14, 2025, have, inter-alia, transacted the following item of business, and took the decisions as under:

1. Appointment of M/s. Sandeep Dar & Co. as a Secretarial Auditor for the consecutive period of five years, commencing from Financial year 2025-26 upto 2029-30. **(Annexure I)**
2. Appointment of M/s. M.M. Dubey & Co. as Internal Auditor for the financial year 2025-26. **(Annexure II)**
3. Based on the recommendation of Nomination & Remuneration Committee, appointment of Mr. Yash Sanjiv Rungta (DIN: 07334695) as an Additional Director (Independent) of the Company till the ensuing Annual General Meeting and to recommend his appointment as an Independent Director of the company for approval of members of the Company in the ensuing Annual General Meeting. **(Annexure III)**
4. Change in Composition of Committees of Directors w.e.f. August 14, 2025. **(Annexure IV).**
5. Based on the recommendation of Nomination & Remuneration Committee, re-appointment of Mr. Dinesh Ramprasad Poddar (DIN: 00164182) as a Managing Director of the Company for a term of 3 (Three) years w.e.f. June 01, 2026 to May 31, 2029 on the expiry of his existing term on May 31, 2026, subject to approval of members of the Company in the ensuing Annual General Meeting. **(Annexure V).**
6. Based on the recommendation of Nomination & Remuneration Committee, re-appointment of Mr. Prabhat Dinesh Poddar (DIN: 09637477) as a Whole-time Director of the Company for a term of 3

(Three) years w.e.f. April 01, 2026 to March 31, 2029 on the expiry of his existing term on March 31, 2026, subject to approval of members of the Company in the ensuing Annual General Meeting.  
**(Annexure VI).**

Kindly update the same in your record.

Thanking You,

For **SWASTI VINAYAKA ART AND HERITAGE CORPORATION LIMITED**

**DINESH RAMPRASAD PODDAR**  
**MANAGING DIRECTOR**  
**DIN: 00164182**

**Encl.: As above**

THE DETAILED DISCLOSURE AS REQUIRED UNDER REGULATION 30 OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 READ WITH SEBI CIRCULAR NO. SEBI/HO/CFD/POD2/CIR/P/0155 DATED NOVEMBER 11, FOR THE FOLLOWING ITEMS:

ANNEXURE I

BRIEF PROFILE OF M/S. SANDEEP DAR & CO., SECRETARIAL AUDITOR

<b>Name of Secretarial Auditor</b>	M/s. Sandeep Dar & Co, Company Secretary in Practice. (FCS No. 3159, COP No. 1571)
<b>Reason for change viz. appointment, resignation, removal, death or otherwise.</b>	Recommendation for Appointment as Secretarial Auditor for the F.Y. 2025-26 as per the requirements under Companies Act, 2013 and SEBI (LODR) Regulations, 2015.
<b>Date of appointment &amp; term of appointment</b>	Appointed from the date of ensuing Annual General Meeting. <b>Term:</b> Appointment as a Secretarial Auditor for the consecutive period of 5 (five) years commencing from Financial Year 2025-26 upto 2029-30 to conduct Secretarial Audit under section 203 of the Companies Act, 2013 of the Company.
<b>Brief profile</b>	Mr. Sandeep Dar is proprietor of firm M/s. Sandeep Dar and Co. having its office in Vashi, Navi Mumbai. The firm has experience of 36 years and is engaged in providing services in areas of Company Law, SEBI laws, RBI, FEMA, Intellectual Property Law and is also registered with IBBI as Insolvency Professional.
<b>Relationships, if any, between Director inter-se</b>	<b>N. A.</b>

**ANNEXURE II**

**BRIEF PROFILE OF M/S. M.M. DUBEY & CO., INTERNAL AUDITOR**

<b>Name of Secretarial Auditor</b>	M/s. M. M. DUBEY & CO, Chartered Accountants (FR No. 102771W, Membership No. 139304)
<b>Reason for change viz. appointment, resignation, removal, death or otherwise.</b>	Appointment as Internal Auditor for the F.Y. 2025-26 as per the requirements under Companies Act, 2013 and SEBI (LODR) Regulations, 2015.
<b>Date of appointment &amp; term of appointment</b>	August 14, 2025 and Appointed as Internal Auditor for the F.Y. 2025-26.
<b>Brief profile</b>	M/s. M.M. Dubey &, Chartered Accountants is a proprietorship firm having its office in Mumbai. The Firm has immense experience in the field of audit, taxation, finance etc.
<b>Relationships, if any, between Director inter-se</b>	<b>N. A.</b>

### ANNEXURE III

#### BRIEF PROFILE OF MR. YASH SANJIV RUNGTA, ADDITIONAL INDEPENDENT DIRECTOR

<b>Reason for change viz. appointment, resignation, removal, death or otherwise.</b>	<p>The Corporate Governance applies on company from April 01, 2025 and company has to comply with the provision of Regulation 17(1)(b) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 where the listed entity does not have a regular non - executive chairperson, at least half of the board of directors shall comprise of independent director. Therefore, to comply with the provisions of Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the Company has decided to appoint an independent Director. Hence, Mr. Yash Sanjiv Rungta is appointed as an Additional Director (Independent),</p>
<b>Date of appointment &amp; term of appointment</b>	<p><b>Date of Appointment:</b> Appointed w.e.f. August 14, 2025</p> <p><b>Term of Appointment:</b> To hold office as an Additional Director till the conclusion of ensuing Annual General Meeting.</p> <p>Recommendation for appointment as Independent Director for a term of 5 Years, subject to approval of Shareholders in ensuing Annual General Meeting.</p>
<b>Brief profile</b>	<p>Mr. Yash Sanjiv Rungta, 38 years old, is a qualified Chartered Accountant. He completed his CA from Institute of Chartered Accountant of India (ICAI) in the year 2010 and subsequently obtained his CPA from Australia in 2015. He is a Mumbai based Practicing Chartered Accountant with Overseas Experience and possesses requisite knowledge, experience and skills necessary for the position of Independent Director. His appointed brings a wealth of financial acumen and a strong understanding of corporate governance to the Board.</p>
<b>Relationships, if any, between Director inter-se</b>	<b>N.A.</b>

**ANNEXURE IV**

**CHANGE IN COMPOSITION OF THE FOLLOWING COMMITTEES W.E.F AUGUST 14, 2025**

**I. Reconstitution of Nomination and Remuneration Committee shall be as follows:**

<b>Sr. No.</b>	<b>Name</b>	<b>Designation</b>
1.	Mr. Madhusudhan Lohia	Chairperson
2.	Mr. Harsh Agarwal	Member
3.	Mr. Yash Sanjiv Rungta	Member

**II. Reconstitution of Audit Committee shall be as follows:**

<b>Sr. No.</b>	<b>Name</b>	<b>Designation</b>
1.	Mr. Yash Sanjiv Rungta	Chairperson
2.	Mr. Harsh Agarwal	Member
3.	Mr. Madhusudhan Lohia	Member

## ANNEXURE V

### BRIEF PROFILE OF MR. DINESH RAMPRASAD PODDAR, MANAGING DIRECTOR

Reason for change viz. Re-appointment, <del>appointment, resignation, removal, death or otherwise</del>	The term of Mr. Dinesh Ramprasad Poddar, Managing Director of the Company, will be expiring on May 31, 2026. Based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors at its meeting held today i.e. August 14, 2025 has approved the re-appointment of Mr. Dinesh Ramprasad Poddar for a term of 3 (Three) years w.e.f. June 01, 2026 to May 31, 2029, subject to approval of the Member of the Company in ensuing Annual General Meeting.
Date of <del>appointment</del> / Re-Appointment/ Cessation & term of appointment	<b>Date of Re-appointment:</b> Re-appointed as the Managing Director of Company w.e.f. June 01, 2026 <b>Term of Re-appointment:</b> Re-appointed for a Term of 3 (Three) years w.e.f. June 01, 2026 to May 31, 2029, subject to approval of the Member of the Company in ensuing Annual General Meeting.
Brief profile (in case of appointment)	Mr. Dinesh Ramprasad Poddar, 59 years old, holds a degree in M.B.A. in Finance and an M.S. in Information Systems. He possesses rich experience in financial management and has been associated with the Company since June 30, 1989. He is a businessman and possesses requisite knowledge, experience and skill for the position of Managing Director. His experience serves as a reservoir of expertise and insight.
Disclosure of relationships between directors (in case of appointment of a Director)	Rajesh Ramprasad Poddar (Brother) Prabhat Dinesh Poddar (Son) Rhea Dinesh Poddar (Daughter)

## ANNEXURE VI

### BRIEF PROFILE OF MR. PRABHAT DINESH PODDAR, WHOLE-TIME DIRECTOR

Reason for change viz. Re-appointment, <del>appointment, resignation, removal, death or otherwise</del>	The term of Mr. Prabhat Dinesh Poddar, Whole-time Director of the Company, will be expiring on March 31, 2026. Based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors at its meeting held today i.e. August 14, 2025 has approved the re-appointment of Mr. Prabhat Dinesh Poddar for a term of 3 (Three) years w.e.f. April 01, 2026 to March 31, 2029, subject to approval of the Member of the Company in ensuing Annual General Meeting.
Date of <del>appointment/</del> Re-Appointment/ <del>Cessation</del> & term of appointment	<b>Date of Re-appointment:</b> Re-appointed as the Whole-time Director of Company w.e.f. April 01, 2026. <b>Term of Re-appointment:</b> Re-appointed for Term of 3 (Three) years w.e.f. April 01, 2026 to March 31, 2029, subject to approval of the Member of the Company in ensuing Annual General Meeting.
Brief profile (in case of appointment)	Mr. Prabhat Dinesh Poddar, 24 years old, holds a degree Bachelors in Business Administration and Management. He possesses rich experience in Finance and Business Management. He is a businessman and possesses requisite knowledge, experience and skill for the position of Whole-time Director. His experience serves as a reservoir of expertise and insight.
Disclosure of relationships between directors (in case of appointment of a Director)	Dinesh Ramprasad Poddar (Father) Rhea Dinesh Poddar (Sister)