

To,

**BSE Limited** 

Mumbai 400 001

The Department of Corporate Services

Phiroze Jeejeebhoy Towers, Dalal Street,

August 04, 2025

To,
National Stock Exchange of India Limited

Listing Department, Exchange Plaza, Bandra (E), Mumbai – 400 051

Ref Symbol: VASCONEQ Ref: Scrip Code: 533156

Dear Sir/Madam,

Subject: Disclosure under Regulation 30 and other applicable regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('Listing Regulations'): Outcome of the Board meeting

In continuation to our intimation of the Board Meeting dated 28th July, 2025 we wish to inform you that the Board of Directors of the Company at its meeting held today, have *inter alia*:

# A. <u>Approved Unaudited Financial Results (Standalone and Consolidated) for the quarter ended June 30, 2025:</u>

Pursuant to Regulation 33 and other applicable regulations of the Listing Regulations, we enclose the following at *Annexure-A*:

Unaudited Financial Results (Consolidated and Standalone) for the quarter ended June 30, 2025 along with the unmodified Limited Review Reports on the unaudited Financial Results of the Company for the first quarter ended on June 30, 2025 issued by Company's Statutory Auditors, M/s Sharp & Tannan Associates.

The said Unaudited Financial Results were duly reviewed and recommended by the Audit Committee and approved by the Board of Directors of the Company, at their respective meetings held today.

The results will be available on the websites of the Stock Exchanges at <a href="https://www.nseindia.com">www.nseindia.com</a> and <a href="https://www.uscon.com/investors/quarterly-financials-presentations">www.nseindia.com</a> and <a href="https://www.vascon.com/investors/quarterly-financials-presentations">www.nseindia.com</a> and <a href="https://www.vascon.com/investors/quarterly-financials-presentations">www.vascon.com/investors/quarterly-financials-presentations</a>

# B. REAPPOINTMENT OF DR. SANTOSH SUNDARARAJAN AS WHOLE TIME DIRECTOR AND GROUP CHIEF EXECUTIVE OFFICER [DIN: 00015229] OF THE COMPANY:

The Board of Directors of the Company, upon recommendation of the Nomination and Remuneration Committee, at its meeting held on August 04, 2025, has approved reappointment of Dr. Santosh Sundararajan as Whole Time Director and Group CEO (DIN: 00015229) of the Company w.e.f. May 31, 2026 (including remuneration) for a further period of five years subject to approval of shareholders in the ensuring Annual General meeting of the Company.



Further, in accordance with the BSE and NSE Circular dated June 20, 2018, we hereby confirm that Dr. Santosh Sundararajan is not debarred from holding the office of Director by virtue of any order of the Securities and Exchange Board of India (SEBI) or any other such authority.

The details as required under Schedule III of the SEBI Listing Regulations read with SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated 11th November 2024 (as amended) are provided in *Annexure B*.

C. APPROVAL OF REVISED REMUNERATION PAYABLE TO MR. SIDDHARTH VASUDEVAN MOORTHY, MANAGING DIRECTOR (DIN:02504124) OF THE COMPANY:

The Board of Directors of the Company, upon recommendation of the Nomination and Remuneration Committee, at its meeting held on August 04, 2025, has approved revision of remuneration payable to Mr. Siddharth Vasudevan Moorthy as Managing Director (DIN: 02504124) of the Company w.e.f. April 01, 2025 for a further period of three years subject to approval of shareholders in the ensuing Annual General meeting of the Company.

**D.** Annual General Meeting of the Company shall be held on Wednesday, 24<sup>th</sup> day of September 2025.

The meeting of the Board of Directors commenced at 11:28 a.m. and concluded at 02:42 p.m.

The above is for your information and records.

Yours faithfully For **Vascon Engineers Limited** 

Neelam Piyush Pipada Company Secretary and Compliance Officer Membership No. A31721

Encl: As above

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Independent Auditor's Limited Review Report on Standalone Unaudited Financial results of VASCON ENGINEERS LIMITED for the Quarter ended June 30, 2025, Pursuant to Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

To, The Board of Directors VASCON ENGINEERS LIMITED (CIN: L70100PN1986PLC175750) Pune 411 014.

#### Introduction

- We have reviewed the accompanying statement of Unaudited Standalone Financial results of VASCON ENGINEERS
  LIMITED ("the Company") for the quarter ended June 30, 2025, together with notes thereon ("the Statement"), being
  submitted by the Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure
  Requirements) Regulations, 2015 as amended ("Listing Regulations").
- 2. The Statement, which is the responsibility of the Company's Management and approved by the Company's Board of Directors on August 4, 2025, has been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34 "Interim Financial Reporting" ("Ind AS 34"), prescribed under Section 133 of the Companies Act, 2013, as amended ("the Act"), read with relevant rules issued there under and other recognised accounting practices and policies generally accepted in India and Regulation 33 of the Listing Regulations in this regard. Our responsibility is to express a conclusion on the Statement based on our review.

## Scope of Review

3. We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE) 2410, "Review of Interim Financial Information Performed by the Independent Auditor of the Entity" issued by the Institute of Chartered Accountants of India ("ICAI"). This standard requires that we plan and perform the review to obtain moderate assurance as to whether the Statement is free of material misstatement. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. Λ review is substantially less in scope than an audit conducted in accordance with Standards on Auditing specified under section 143(10) of the Companies Act, 2013 and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

### Conclusion

Regn. No. 109983W

4. Based on our review conducted as stated above, nothing has come to our attention that causes us to believe that the accompanying Statement, prepared in accordance with the recognition and measurement principles laid down in Ind AS 34 as prescribed under section 133 of the Act and other recognised accounting practices and policies generally accepted in India, has not disclosed the information required to be disclosed in terms of Regulation 33 of the Listing Regulations in this regard, including the manner in which it is to be disclosed, or that it contains any material misstatement.

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# **Emphasis of Matter**

5. We draw attention to Note 7 of the statement regarding the Company's divestment of its entire shareholding in Almet Corporation Limited under a Share Transfer Agreement dated March 31, 2025 and had relinquished the control. However, due to a dispute among the transferees, the agreement has been kept in abeyance. As informed by the management, the matter is under review and appropriate action will be taken upon resolution of the said dispute.

Regn. No. 109983W

Our opinion is not modified in respect of this emphasis of matter.

Sharp & Tannan Associates

Chartered Accountants Firm's Reg. No.: 0109983W by the hand of

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CA Pramod Bhise \*

Partner Membership No.: (F) 047751 UDIN: 25047751BMKXDZ4500

Pune, August 4, 2025

87 Nariman Bhavan 227 Nariman Point Mumbai 400 021 India +91 22 6153 7500, 2202 2224 / 8857 www.sharpandtannan.com



Independent Auditor's Limited Review Report on Consolidated Unaudited Financial results of VASCON ENGINEERS LIMITED for the quarter ended June 30, 2025, pursuant to Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations. 2015.

To, The Board of Directors VASCON ENGINEERS LIMITED (CIN: L70100PN1986PLC175750) Pune 411 014

### Introduction

- We have reviewed the accompanying statement of Consolidated Unaudited Financial results of VASCON ENGINEERS LIMITED (
  "the Parent Company") and its subsidiaries (the Parent Company and its subsidiaries together referred to as "the Group"), which includes Group's share of profit/(loss) in its associates and joint ventures for the quarter ended June 30, 2025, together with notes thereon ("the Statement"), being submitted by the Company pursuant to the requirement of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("Listing Regulations").
- The Statement, which is the responsibility of the Parent company's Management and approved by the Parent company's Board of Directors on August 4, 2025 has been prepared in accordance with the recognition and measurement principles laid down in Indian Accounting Standard 34, "Interim Financial Reporting" ("Ind AS 34"), prescribed under Section 133 of the Companies Act, 2013, ("the Act") as amended, read with rules issued there under and other recognised accounting practices and policies generally accepted in India and Regulation 33 of the Listing Regulations in this regard. Our responsibility is to express a conclusion on the Statement based on our review.

# Scope of Review

We conducted our review of the Statement in accordance with the Standard on Review Engagements (SRE)2410 "Review of Interim Financial Information Performed by the Independent Auditor of the Entity", issued by the Institute of Chartered Accountants of India. This standard requires that we plan and perform the review to obtain moderate assurance as to whether the Statement is free of material misstatement. A review of interim financial information consists of making inquiries, primarily of persons responsible for financial and accounting matters, and applying analytical and other review procedures. A review is substantially less in scope than an audit conducted in accordance with Standards on Auditing specified under section 143(10) of the Companies Act, 2013 and consequently does not enable us to obtain assurance that we would become aware of all significant matters that might be identified in an audit. Accordingly, we do not express an audit opinion.

We also performed procedures in accordance with the circular issued by the SEBI under Regulation 33 (8) of the Listing Regulations in this regard, to the extent applicable.





4. 'The Statement' includes the results of the following Parent Company, Subsidiary Companies, Joint Ventures and Associates;

Name of related party	Nature of relationship			
Vascon Engineers Limited	Holding Company			
Marvel Housing Private Limited	Subsidiary Company			
Vascon Value Homes Private Limited	Subsidiary Company			
Phoenix Venture	Joint Venture			
Ajanta Enterprises	Joint Venture			
Vascon Saga Construction LLP	Joint Venture			
Vascon Qatar WLL	Joint Venture			
Vascon Developers LLP (Earlier known as Rivershore Developers Private Limited)	Joint Venture			
Mumbai Estates Private Limited	Associate			
DCS Conventions and Hospitality Private Limited	Associate			

#### Conclusion

Based on our review conducted and procedures performed as stated in "Scope of review" paragraph above, nothing has come to our attention that causes us to believe that the accompanying statement, prepared in accordance with recognition and measurement principles laid down in Ind AS 34 as prescribed under section 133 of the Act and other recognised accounting practice and principles generally accepted in India, has not disclosed the information required to be disclosed in terms of Regulation 33 of the Listing Regulations in this regard, including the manner in which it is to be disclosed, or that it contains any material misstatement.

# **Emphasis of Matter**

6. We draw attention to Note 7 of the statement regarding the Company's divestment of its entire shareholding in Almet Corporation Limited under a Share Transfer Agreement dated March 31, 2025 and had relinquished the control. However, due to a dispute among the transferees, the agreement has been kept in abeyance. As informed by the management, the matter is under review and appropriate action will be taken upon resolution of the said dispute.

Our opinion is not modified in respect of this emphasis of matter.

# Other matters

We did not review the interim financial information / financial result of two subsidiaries included in the Statement, whose interim financial information / financial result reflect total revenues of Rs. 175 lakhs, total net profit after tax of Rs 52.93 lakhs, total comprehensive income of Rs 52.93 lakhs for the quarter ended June 30, 2025. The consolidated financial results also include the Group's share of profit after tax as well as total comprehensive income of Rs. (25.07) lakhs for the quarter ended June 30, 2025 respectively in respect of five joint ventures whose financial statements have not been reviewed by us.





These financial statements/information have been furnished to us by the Parent company's management and our opinion on the Statement, in so far as it relates to the amounts and disclosures included in respect of these two subsidiaries and five joint ventures are based solely on such unaudited financial information as certified by management. In our opinion and according to the information and explanations given to us by the Parent company's management, these components are not material to the Group.

Two domestic associates are non-operative entities and their financial information for the Quarter ended June 30, 2025, have not been reviewed by us. This financial information is provided by the Parent Company's management in whose opinion it is not material to the group.

Our conclusion is not modified with respect of these other matters.

Sharp & Tannan Associates

Chartered Accountants Firm's Reg. No.: 0109983W by the hand of

CA Pramod Bhiser
Partner

Membership No.: (F) 047751 UDIN: 25047751BMKXEA4061

ICAI Regn. No. 109983W

Pune, August 4, 2025

### Vascon Engineers Limited CIN: L70100PN1986PLC175750

Registered Office: Vascon Welkfield chambers, Behind Novatel Hotel, Opposite Hyatt Hotel, Pune Nagar Road, Pune - 411014
Tel. No. + 91 20 30562100 Fax no. + 91 20 30562600 Website www.vascon.com Email: compliance@vascon.com
UNAUDITED CONSOLIDATED AND STANDALONE PROFIT AND LOSS FOR THE QUARTER ENDED 30TH JUNE, 2025

(Rs in Lakhs)

	PARTICULARS	STANDALONE CONS				DLIDATED	(us ili rakiis)		
Sr. No.		Quarter Ended			Year Ended	Quarter Ended			Year Ended
		30th June, 2025	31st March, 2025	30th June, 2024	31st March, 2025	30th June, 2025	31st March, 2025	30th June, 2024	31st March, 2025
		(Unaudited)	(Unaudited)	(Unaudited)	(Audited)	(Unaudited)	(Unaudited)	(Unaudited)	(Audited)
	Continuing Operations	-							
1	Income								
	a)Revenue from Operations	22,091	38,515	19,583	1,07,524	22,118		19,623	1,07,790
	b) Other Income (Refer Note No. 6)	2,078	460	187	1,250	2,078	460	187	1,250
	Total Income	24,169	38,975	19,770	1,08,774	24,196	39,168	19,810	1,09,040
2	Expenses a) Construction Expenses / Cost of materials consumed including cost of land b) Purchase of stock- in- trade c) Changes in inventories of finished goods, work in progress and	20,131	32,056	19,017 =	98,576	20,104 -	32,475	18,924	98,672
	stock in trade	(1,044)	1,025	(3,075)	(7,390)	(1,044)	1,025	(3.075)	(7,390)
	d) Employee benefits expenses	1,012	778	1,233	3,687	1,012	778	1,233	3,687
	e) Finance Cost	496	478	420	1.888	496	478	420	1,888
	f) Depreciation and amortisation expenses	153	157	133	589	153		133	589
	g) Other expenses	770	838	885	3,929	743	679	945	4,032
j.	Total Expenses	21,518	35,332	18,613	1,01,279	21,464	35,592	18,580	1,01,478
3	Profit before tax before exceptional items and tax (1 -2)	2,651	3,643	1,157	7,495	2,732	3,576	1,230	7,562
4	Exceptional items	-	**	<u> </u>	7,479	-		\$ 1	7,406
5	Share of Profit from Joint Venture / Associates		97	2		(27)	(2)	(23)	(49)
6	Profit before tax from Continuing Operations (3+4+5)	2,651	3,643	1,157	14,974	2,705	3,574	1,207	14,919
7	Tax Expenses								
	Current tax (includes earlier year taxation)	497	412	291	2,478	497	423	291	2,489
	Deferred Tax	(39)	(214)	7	(214)	-39	(215)		(215
_	Profit for the Period / Year from Continuing Operations (6-7)	2,193	3,445	866	12,710	2,247	3,366	916	12,645
	Profit from Discountinued Operation	2	3.1	7.2	=	52	109	58	468
10	Tax expense of Discountinued Operation	-	-	× .		5	(2)	14	88
11	Profit from Discontinued Operations after taxes (9-10)	2,193	3,445	866	12,710	2,247	111	44	380
_	Profit for the Period / Year (8+11) Other Comprehensive Income (OCI)	2,193	3,445	800	12,710	2,247	3,477	960	13,025
13	Items that will not be reclassified to profit or loss (Net of tax)	(59)	(6)	15	47	(58)	(8)	(10)	3
14	Total comprehensive income (12+13)	2,134	3,439	881	12,757	2,189	3,469	950	13,028
	Total comprehensive income for the period / year attributable to:		-,				4/141	- 100	,
	Owners of the Company	2.134	3,439	881	12,757	2,189	3,469	946	12,990
	Non controlling interests	22	150	22	-	0		4	38
16	Paid-up Equity Share Capital (Face Value Rs. 10/- per share)	22,629	22,629	22,384	22,629	22,629	22,629	22,384	22,629
17	Earnings Per Share (EPS) * (for continuing operations)  a) Basic EPS (in Rs.)  b) Diluted EPS (in Rs.)	0.97 0.97	1.54 1.54	0.39 0.39	5.67 5.67	0.99 0.99	1.49 1.49	0.41 0.41	5.64 5.64
	Earnings Per Share (EPS) * (for discontinued operations)  a) Basic EPS (in Rs.)  b) Diluted EPS (in Rs.)		30 S0	*		F)	0.05 0.05	0.02 0.02	0.17 0.17
	Earnings Per Share (EPS) * (for continuing & discontinued operations)						5.00	3.02	3.17
	a) Basic EPS (in Rs.) b) Diluted EPS (in Rs.)	0.97 0.97	1,54 1.54	0.39 0.39	5.67 5.67	0.99 0.99	1.54 1.54	0.43 0.43	5.81 5.81
	* Basic and diluted EPS for all periods except for the year ended March 31, 2025 not annualised								



Partic vlars		STANDALONE				CONSOLIDATED			
	Quarter Ended Yea			Year Ended	Quarter Ended			Year Ended	
	30th June, 2025	31st March, 2025	30th June, 2024	31st March, 2025	30th June, 2025	31st March, 2025	30th June, 2024	31st Marc 2025	
	(Unaudited)	(Unaudited)	(Unaudited)	(Audited)	(Unaudited)	(Unaudited)	(Unaudited)	(Audited)	
1. Segment Revenue									
EPC (Engineering, Procurement and Construction)	20,253	34,113	19,050	1,00,505	20,253	34,329	19,050	1,00,7	
Real Estate Development	1,838	4,402	533	7,019	1,865	4,379	573	7,0	
Total	22,091	38,515	19,583	1,07,524	22,118	38,708	19,623	1,07,7	
Less: Inter-Segment Revenue	-			-	2.65	Ξ	340		
Segment Revenue from Continuing Operations	22,091	38,515	19,583	1,07,524	22,118	38,708	19,623	1,07,7	
2. Segment Results									
EPC (Engineering, Procurement and Construction)	2,693	4,672	3,012	13,966	2,746	4,626	3,012	13,9	
Real Estate Development Subtotal	294	271	437	977	294	244	488	9	
SUDIOIC	2,987	4,943	3,449	14,943	3,040	4,870	3,500	14,9	
Less: Finance Cost	(496)	(478)	(420)		(496)	(478)	(420)	(1,88	
Other unallocable expenditure net off unallocable income	160	(822)	(1,872)		161	(818)	(1,873)	1,8	
Profit before Tax from Continuing Operations	2,651	3,643	1,157	14,974	2,705	3,574	1,207	14,9	
Profff before Tax from Discontinued Operations	15.01	2	Fig.	\$6	:≇	109	58	4	
3. Segment Assets and Liabilities Segments Assets Continuing Operations -									
EPC (Engineering, Procurement and Construction)	96,705	95,801	76,452	95,801	96,865	95,801	73,825	95,8	
Real Estate Development	1,05,776	99,394	90,716	99,394	1,05,776	99,680	90,778	99,6	
Discountinued Operation	80	9	190		190	2	24,690		
Unallocable	15,213	17,356	19,834	17,356	15,226	17,364	14,669	17,3	
Total	2,17,694	2,12,551	1,87,002	2,12,551	2,17,867	2,12,845	2,03,962	2,12,8	
Segments Liabilities Continuing Operations -									
EPC (Engineering, Procurement and Construction)	54,707	57,273	47,556	57,273	54,786	57,273	47,556	57,:	
Real Estate Development	45,207	39,940	35,546	39,940	45,210	40,195	35,564	40,	
Discountinued Operation	15		32	5.	251	≅.	14,660		
Unallocable	6,374	6,086	6,862	6,086	6,382	6,095	6,850	6.0	
Total	1,06,288	1,03,299	89,964	1,03,299	1,06,378	1,03,563	1,04,630	1,03,5	





#### Notes:

- 1. The above financial results have been reviewed by the Audit Committee and approved by the Board of Directors of the Company at its meeting held on August 04, 2025
- 2. The figures for the quarter ended March 31, 2025 represents the difference between the audited figures in respect of the full financial year and the published unaudited figure for the nine month ended December 31, 2024 which was subject to Limited Review by the Statutory Auditor.
- 3. These results have been prepared in accordance with the Indian Accounting Standards ("Ind AS") as applicable and guideline issues by the Securities and Exchange Board of India ("SEBI"). The Ind AS are prescribed under Section 133 of the Companies Act, 2013 and other recognised accounting practices and policies to the extent applicable.
- 4. The Group has reported segment information as per Indian Accounting Standard 108 "Operating Segments" (Ind AS 108) read with SEBI circular dated 5th July, 2016. The identification of operating segments is consistent with performance assessment and resource allocation by the Chief Operating Decision Maker (CODM). The Company's Chief Operating Decision Maker (CODM) is CEO and Managing Director.

Primary reporting business segments are as follows:

- a) Engineering, Procurement and Construction (EPC)
- b) Real Estate Development
- 5. The Indian Parliament has approved the Code on Social Security, 2020 which would impact the contributions by the company towards Provident Fund and Gratuity. The Ministry of Labour and Employment had released draft rules for the Code on Social Security, 2020 on November 13, 2020, and invited suggestions from stakeholders which are under consideration by the Ministry. The Group will assess the impact and its evaluation once the subject rules are notified. The Company will give appropriate impact in its financial statements in the period in which the Code becomes effective and the related rules to determine the financial impact are published.
- 6. The Company had entered into a Share Purchase Agreement (SPA) with M/s. Samhi Hotels Limited ("Purchaser") on May 14, 2025, to sell its investment in optionally convertible redeemable debentures (Nos. 67,26,394) of Ascent Hotels Private Limited which is converted into Equity Shares in the ratio of 1:1 for a consideration of Rs. 45 Crs. The profit from the sale of Investment is Rs. 17.50 Crores (net of cost of investment & other direct expenses).
- 7.During the financial year 2024–25, the Company entered into a Share Transfer Agreement dated March 31, 2025, for divesting its entire shareholding in its wholly-owned subsidiary, Almet Corporation Limited, in favour of the partners of Ramanuj Venture. While the share transfer was executed in favour of two of the three intended transferees, the third transferee was unavailable at the time of execution.

Subsequently, a dispute has emerged among the partners of Ramanuj Venture, with one of the partners raising objections regarding the validity of the share transfer. In view of this development, the Share Transfer Agreement has been placed in abeyance pending the resolution of the dispute.

However, since the Company no longer retains the ability to govern the financial and operating policies of Almet Corporation Limited or direct its relevant activities and the company relinquished the control over the subsidiary. Accordingly, the Company has ceased to consolidate Almet Corporation Limited from the date such control was relinquished i.e. 31st March 2025, in accordance with Ind AS 110 – Consolidated Financial Statements. The matter continues to be reviewed, and the Company will take appropriate action based on the outcome of the dispute.

8. The figures for the corresponding period / year have been regrouped and rearranged wherever necessary to make them comparable.

Place: Pune

Date: August 04, 2025

By Order of the Board of Directors

Siddharth Vasudevan Moorthy

Managing Director



Annexure B

Disclosure details as required under Schedule III of the SEBI Listing Regulations read with SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated 11th November 2024

Sl. No.	Details of events that need to be provided	Remark
a)	reason for change viz. appointment, reappointment, resignation, removal, death or otherwise;	Reappointment of Dr. Santosh Sundararajan as Whole Time Director and Group CEO
b)	date of appointment / re-appointment / cessation (as applicable) & term of appointment / re-appointment;	The Reappointment of Dr. Santosh Sundararajan for a further period of five years w.e.f. May 31, 2026 including remuneration payable
c)	brief profile (in case of appointment);	Dr. Santosh Sundararajan is a Civil Engineer with a Ph. D in Structural Engineering from the National University of Singapore. He also holds a Master's degree in Financial Management from London University.  He is a practising structural engineer with more than 23 years' experience in the field of Civil Structural and allied building works, having worked both in Singapore and India.  He has been appointment as Whole Time Director and Group CEO w.e.f. May 31, 2021 and has been serving as the group CEO since 2013.
d)	disclosure of relationships between directors (in case of appointment of a	Not Applicable
	director).	