

CMSINFO/2512/SDDD/002

December 31, 2025

To,

**BSE Limited**Listing Department,  
1<sup>st</sup> Floor, PJ Towers, Dalal Street,  
Fort, Mumbai – 400 001**National Stock Exchange of India Limited**Exchange Plaza, C-1, Block-G,  
Bandra Kurla Complex, Bandra (East),  
Mumbai – 400 051**Scrip Code: 543441****Symbol: CMSINFO****Subject: Disclosure under Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations') – Change in Directorate**

Dear Sir/Madam,

**a) Retirement of Ms. Sayali Karanjkar as an Independent Director**

Pursuant to Regulation 30 of the SEBI Listing Regulations, we wish to inform you that Ms. Sayali Karanjkar (DIN: 07312305), is retiring from her position as an Independent Director of the Company, after the end of working hours today, i.e. December 31, 2025, following the conclusion of her second term as an Independent Director.

The Board and the Management convey their gratitude and sincere appreciation for the valuable contributions made by Ms. Sayali Karanjkar during her tenure as an Independent Director of the Company.

**b) Approval of the name of Ms. Vidya Krishnan (DIN: 09669166) for appointment as Independent Director Designate**

We further wish to inform you that, based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors of the Company have approved the name of Ms. Vidya Krishnan (DIN: 09669166) for appointment as an Independent Director (Designate) of the Company.

Ms. Vidya Krishnan ("Ms. Krishnan"), whose brief profile is enclosed, satisfies the criteria of independence prescribed under the Companies Act, 2013 and SEBI Listing Regulations. Further, we confirm that Ms. Krishnan is not debarred from holding the office of Director by virtue of any order passed by SEBI or any other such authority. Her formal induction is currently contingent upon receiving a No Objection Certificate (NOC) from her former employer, State Bank of India (SBI).

Further details regarding the aforementioned change in directorate, as mandated under Schedule III read with Regulation 30 of the SEBI Listing Regulations and SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024, is enclosed as **Annexure**.

We request you to kindly take the same on record.

Thanking you,

**For CMS Info Systems Limited**

**Debashis Dey**  
**Company Secretary & Compliance Officer**

**Encl:** *As above*

*Annexure*

**Statement pursuant to Schedule III read with Regulation 30 of SEBI Listing Regulations and SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated November 11, 2024 in respect of :**

**a) Retirement of Ms. Sayali Karanjkar as Independent Director of the Company**

Sr. No.	Particulars	Details
1.	Reason for change viz. <del>appointment, resignation, removal, death</del> or otherwise	Retirement of Ms. Sayali Karanjkar (DIN: 07312305) as Independent Director of the Company upon completion of her tenure.
2.	Date of <del>appointment/re-appointment</del> /cessation (as applicable) & <del>term</del> of <del>appointment/re-appointment</del> ;	December 31, 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

**b) Approval of the name of Ms. Vidya Krishnan for appointment as Independent Director Designate**

Sr. No.	Particulars	Details
1.	Reason for change viz. appointment, <del>resignation,</del> <del>removal, death</del> or otherwise	The Board, on the recommendation of the Nomination and Remuneration Committee has approved the name of Ms. Vidya Krishnan (DIN: 09669166) for appointment as Independent Director (Designate) of the Company.
2.	Date of appointment/ <del>re-appointment/cessation</del> (as applicable) & term of appointment/ <del>re-appointment</del> ;	N.A  (Her formal induction is currently contingent upon receiving a No Objection Certificate (NOC) from her former employer, State Bank of India (SBI), which is expected shortly.)
3.	Brief profile (in case of appointment);	<p>Ms. Vidya Krishnan brings nearly four decades of experience with the State Bank of India (SBI) Group, with deep expertise in enterprise technology, large-scale digital platforms, and mission-critical IT systems. In her most recent role as Deputy Managing Director (Information Technology), she led SBI's Global Information Technology Centre and was responsible for the bank's global IT strategy and operations.</p> <p>She played a pivotal role in SBI's enterprise-wide digital transformation, including the development and scaling of the YONO digital banking platform and the SBI UPI ecosystem, serving millions of customers across India. Her experience spans platform modernisation, operational resilience, observability, and business continuity across Retail, Wholesale, and Investment Banking systems.</p> <p>Ms. Krishnan brings strong capabilities in technology-led risk management, system resilience, and the application of emerging technologies, including AI, in financial services—closely aligned with CMS Info Systems' focus on scalable, technology-driven solutions.</p> <p>She holds a Bachelor's degree in Physics, an MBA in Finance from the University of Mumbai, and is a Certified Associate of the Indian Institute of Bankers (CAIIB).</p>

<b>Sr. No.</b>	<b>Particulars</b>	<b>Details</b>
4.	Disclosure of relationships between directors (in case of appointment of a director)	Ms. Vidya Krishnan is not related to any of the Directors or Key Managerial Personnel of the Company.