



# SIDWAL REFRIGERATION INDUSTRIES PRIVATE LIMITED

Regd. Office & Works: Plot 23, Sector-6, Faridabad, Haryana -121006 Tel: 0129-2241240, 4185100  
E-mail: sidwal@sidwal.com, website: www.sidwal.com, CIN: U74899HR1965PTC112468



## NOTICE

**NOTICE** is hereby given that the 59<sup>th</sup> Annual General Meeting (the “AGM”) of the Members of **Sidwal Refrigeration Industries Private Limited** (the “Company”) will be held on Monday, 4<sup>th</sup> day of August, 2025 at 1<sup>st</sup> Floor, Universal Trade Tower, Sector -49, Sohna Road, Gurugram – 122018, Haryana at 10:00 A.M. IST, to transact the following business :

### ORDINARY BUSINESS

1. To consider and adopt the audited financial statements of the Company for the financial year ended 31 March 2025, together with reports of the Auditors' and Board of Directors thereon and in this regard, pass the following resolution as an Ordinary Resolution:

**“RESOLVED THAT** the audited Financial Statements of the Company for the financial year ended 31st March 2025 together with reports of auditor's and directors thereon laid before the meeting, be and are hereby considered and adopted.”

2. To appoint a Director in place of Mr. Udaiveer Singh, (DIN: 08643282) who retires by rotation in terms of section 152 (6) of the Companies Act, 2013 at this Annual General Meeting and being eligible, offers himself for re-appointment and in this regard, pass the following resolution as an Ordinary Resolution:

**“RESOLVED THAT** pursuant to the provisions of section 152 and other applicable provisions of the Companies Act, 2013, the approval of members of the Company, be and is hereby accorded to re-appoint Mr. Udaiveer Singh, (DIN: 08643282) as a director, who is liable to retire by rotation.”

**RESOLVED FURTHER THAT** the re-appointment of Mr. Udaiveer Singh, (DIN: 08643282) as Director shall not be construed as a break in the continuity of his tenure as Managing Director, and all other terms and conditions of his appointment as Managing Director shall remain unaltered and shall continue to be in full force and effect.”

### SPECIAL BUSINESS

3. **Ratification of remuneration to be paid to M/s. K.G. Goyal & Associates, Cost Accountants (Firm Registration No.000024), the Cost Auditor of the Company.**

To consider and if thought fit, pass with or without modification(s), following as an **“ORDINARY RESOLUTION”**:

**“RESOLVED THAT** pursuant to the provisions of section 148 of the Companies Act, 2013 (the “Act”) and all other applicable provisions, if any, of the Act and the Companies



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(Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), the remuneration of Cost Auditor, M/s. K.G. Goyal & Associates, Cost Accountants (having Firm Registration No. 000024) appointed by the Board of Directors at its meeting held on 16 May 2025 to conduct the audit of the cost records of the Company for the financial year 2025 -26 at a remuneration of Rs. 15,000/- (Rupees Fifteen Thousand only) per annum excluding the applicable tax and out of pocket expenses, if any, as may be incurred during said audit, be and are hereby ratified and approved by the members.

**RESOLVED FURTHER THAT** for the purpose of giving effect to this resolution, the Board of Directors be and is hereby authorized to do all such acts, deeds, matters and things as it may in its absolute discretion deem necessary, proper, or desirable and to settle any question, difficulty, doubt that may arise thereof aforesaid and further to do all such acts, deeds and things and to execute all documents and writings as may be necessary, proper, desirable or expedient to give effect to this resolution.”

4. **Re-appointment of Ms. Simran Singh (DIN: 01716011) as Non-Executive and Independent Director of the Company for a second term of 5 (Five) consecutive years with effect from 09 August 2025**

To consider and if thought fit, pass with or without modification(s), following resolution as a **SPECIAL RESOLUTION:**

**“RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152, Schedule IV of the Companies Act, 2013 (the “Act”), read with the Companies (Appointment and Qualification of Directors), Rules, 2014, and any other applicable provisions, if any, including any statutory modification(s) or re-enactment(s) thereof for the time being in force as amended from time to time, the Articles of Association of the Company, and on the recommendation of the Nomination and Remuneration Committee and the Board of Directors of the Company, Ms. Simran Singh (DIN: 01716011), who was appointed as an Independent Director of the Company at the 57th Annual General Meeting of the Company for the period of 3 (Three) years with effect from 09 August 2022 to 08 August 2025 and who is eligible for re-appointment and who meets the criteria for independence as provided in section 149(6) of the Act and who has submitted a declaration to that effect and in respect of whom the Company has received a Notice in writing from a Member under section 160(1) of the Act proposing her candidature for the office of Director, be and is hereby re-appointed as a Non-Executive Independent Director of the Company, not liable to retire by rotation, to hold office for the second term of 5 (Five) consecutive years, i.e., from 09 August 2025 to 08 August 2030 (both days inclusive).

**RESOLVED FURTHER THAT** the Board of Directors of the Company, (including its committees thereof), be and is hereby authorized to do all such things, deeds, matters



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and acts, as may be required to give effect to this resolution and to do all things incidental and ancillary thereto.”

5. **Re-appointment of Dr. Girish Kumar Ahuja (DIN: 00446339) as the Non-Executive and Independent Director of the Company for a second term of 5 (Five) consecutive years with effect from 06 August 2025**

To consider and if thought fit, pass with or without modification(s), following resolution as a **SPECIAL RESOLUTION:**

**“RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152, Schedule IV of the Companies Act, 2013 (the “Act”), read with the Companies (Appointment and Qualification of Directors), Rules, 2014, and any other applicable provisions, if any, including any statutory modification(s) or re-enactment(s) thereof for the time being in force as amended from time to time, the Articles of Association of the Company, and on the recommendation of the Nomination and Remuneration Committee and the Board of Directors of the Company, Dr. Girish Kumar Ahuja (DIN: 00446339), who was appointed as an Independent Director of the Company at the 54th Annual General Meeting of the Company for a period of 5 (Five) years with effect from 06 August 2020 to 05 August 2025 and who is eligible for re-appointment and who meets the criteria for independence as provided in section 149(6) of the Act and who has submitted a declaration to that effect and in respect of whom the Company has received a Notice in writing from a Member under section 160(1) of the Act proposing his candidature for the office of Director, be and is hereby re-appointed as a Non-Executive Independent Director of the Company, not liable to retire by rotation, to hold office for the second term of 5 (Five) consecutive years, i.e., from 06 August 2025 to 05 August 2030 (both days inclusive).

**RESOLVED FURTHER THAT** the Board of Directors of the Company, (including its committees thereof), be and is hereby authorized to do all such things, deeds, matters and acts, as may be required to give effect to this resolution and to do all things incidental and ancillary thereto.”

For and on behalf of Board of Directors  
Sidwal Refrigeration Industries Private Limited



(Jasbir Singh)

Whole Time Director

DIN: 00259632

Address: 514A, The Camellias, DLF Golf Links,  
Golf Course Road, Arjun Nagar, Haryana- 122001

Place : Gurugram

Date : 16 May 2025



**Notes :**

1. **A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING (“AGM”) IS ENTITLED TO APPOINT A PROXY, OR, WHERE THAT IS ALLOWED, ONE OR MORE PROXIES, TO ATTEND AND VOTE ON A POLL ON HIS/ HER BEHALF AND SUCH PROXY NEED NOT BE A MEMBER OF COMPANY. THE INSTRUMENT APPOINTING THE PROXY TO BE EFFECTIVE, SHOULD BE DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LATER THAN FORTY-EIGHT (48) HOURS BEFORE THE COMMENCEMENT OF THE MEETING. BLANK PROXY FORM FOR THE AGM IS ENCLOSED.**

A person can act as a proxy on behalf of members not exceeding fifty (50) and holding in the aggregate not more than ten percent of the total share capital of the Company carrying voting rights. A member holding more than ten percent of the total share capital of the Company carrying voting rights may appoint a single person as proxy and such person shall not act as a proxy for any other person or member.

*Proxies Register shall be made available for inspection during the period beginning from 24 hours before AGM time till AGM conclusion time.*

2. **PROXIES SUBMITTED ON BEHALF OF COMPANIES AND OTHER BODIES CORPORATE, SOCIETIES, TRUST, ETC., MUST BE SUPPORTED BY AN APPROPRIATE RESOLUTION, AS APPLICABLE.**
3. A corporate member entitled to attend the AGM shall along with their authorised representative(s) send a certified true copy of a resolution passed by the Board of Directors and vote on their behalf at the meeting.
4. **THE REGISTER OF MEMBERS AND SHARE TRANSFER BOOKS WILL REMAIN CLOSED FROM 30 JULY 2025 TILL 08 AUGUST 2025 (BOTH DAYS INCLUSIVE) FOR THE PURPOSE OF AGM FOR THE FINANCIAL YEAR ENDED ON 31 MARCH 2025.**
5. The Notice is being sent to all the members, whose names appear in the register of members, Directors of the Company & Statutory Auditors.
6. Members/ Proxies should bring their attendance slip/sheet duly completed for attending the meeting, no extra attendance slip will be provided at the venue of the AGM.
7. Members are requested to bring Annual Report 2024 - 25 along with them to the AGM, since extra copies will not be supplied at the meeting.



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8. In case of joint holders attending the AGM, only such joint holder who is higher in the order of names will be entitled to vote.
9. In respect of members whose e-mail ids are registered with the Company the Annual Report is sent in electronic mode. The members who have not registered their e-mail ID are requested to register the same with the Company for receiving all communication including Annual Report, Notices, Circulars, etc. from the Company electronically.
10. Members are requested to notify immediately of any change of address:
  - (i) To their Depository Participants (DPs) in respect of the shares held in **Dematerialized form** and;
  - (ii) To the Company and its Registrar & Share Transfer Agent (RTA) i.e. RCMC Share Registry Pvt. Ltd, B-25/1, First Floor, Okhla Industrial Area Phase II, New Delhi – 110020 in respect of the shares held in physical form together with a proof of address viz. Electricity Bill/Telephone Bill/Ration Card/Voter ID Card/Passport etc. quoting correct Folio Number.
11. Members are requested to make all correspondence in connection with shares held by them by addressing letters directly to the Company quoting reference of their Folio numbers /DPID and Client ID.
12. The Register of Directors and Key Managerial Personnel and their shareholding maintained under section 170 of the Companies Act, 2013 (hereinafter referred to as the "Act") and the Register of Contracts or Arrangements in which the directors are interested maintained under section 189 of the Act will be available for inspection by the members at the commencement of AGM of the Company and shall remain open and accessible during the continuance of the AGM to any person having the right to attend the meeting.
13. The explanatory statement pursuant to section 102 of the Act relating to the special business from item no. 3 to 5 of the accompanying Notice is annexed hereto and form part of this Notice.
14. Pursuant to section 101 and section 136 of the Act read with relevant Companies (Management and Administration) Rules, 2014, companies can serve Annual Reports and other communications through electronic mode to those members who have registered their e-mail addresses with the Company.
15. Additional Information w.r.t appointment/re-appointment of a Director, as required under Secretarial Standards-2 as prescribed by the Institute of Company Secretaries of India is provided in Annexure hereto.



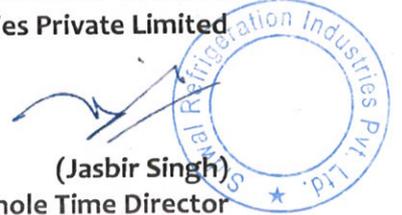
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16. All the documents referred to in the accompanying notice and explanatory statement shall be open for inspection at the Registered Office of the Company during business hours except on holidays, up to and including the date of the Meeting.

For and on behalf of Board of Directors  
Sidwal Refrigeration Industries Private Limited



(Jasbir Singh)

Whole Time Director

DIN: 00259632

Address: 514A, The Camellias, DLF Golf Links,  
Golf Course Road, Arjun Nagar, Haryana- 122001

Place: Gurugram

Date: 16 May 2025



### **EXPLANATORY STATEMENT**

*{Pursuant to Section 102 of the Companies Act, 2013, to the resolutions proposed to be passed at the Annual General Meeting (AGM) to be held on Notice on Friday, 8<sup>th</sup> day of August, 2025 at 04:00 P.M. IST}*

#### **ITEM NO. 3**

Pursuant to the provisions of section 148(3) of the Companies Act, 2013 (hereinafter referred to as the "Act") read with Rule 14 of the Companies (Audit and Auditors) Rules, 2014 (including any statutory amendment(s) or re-enactments thereof), and all other applicable rules, regulations and guidelines framed thereunder as may be applicable from time to time, the Board of Directors of the Company at its meeting held on 16 May 2025 on the recommendation of the Audit Committee, approved the appointment of M/s. K.G. Goyal & Associates, a firm of Cost Accountants (Firm Registration No. 000024), having its office at 4A, Pocket 2, Mix Housing Scheme, New Kondli, Mayur Vihar – III, New Delhi – 110096 as Cost Auditor of the Company for the financial year 2025-26 at a remuneration of Rs. 15,000/- (Rupees Fifteen Thousand only) per annum excluding the applicable tax and out of pocket expenses, if any, as may be incurred during the said audit.

In terms of the provisions of section 148(3) of the Act read with Rule 14(a)(ii) of the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditor is required to be ratified by the members of the Company. Accordingly, the consent of the members is sought to ratify the remuneration payable to the Cost Auditor.

The Partners of the Firm are holding a valid certificate of practice under sub-section (1) of Section 6 of Cost and Works Accountants Act, 1959.

M/s. K.G. Goyal & Associates, a firm of Cost Accountants, had certified that their appointment is within the limits prescribed under section 141(3)(g) of the Act read with section 148 of the Act and further they are independent firm of Cost Accountants and having arm's length relationship with our Company.

M/s. K.G. Goyal & Associates also confirmed that there are no orders or proceedings which are pending against their firm or any of their partners relating professional matters of conduct before the Institute of Cost Accountants of India or any competent authority or any court.

None of the Directors or the manager or any other key managerial personnel or their relatives have got any concern or interest whether financial or otherwise, if any, in respect of Ordinary Resolution proposed at item No.3.



The Company has disclosed all the related information and to the best of understanding of the Board of Directors no other information and facts are required to be disclosed that may enable members to understand the meaning, scope, and implications of the items of business and to take decisions thereon.

The Board of Directors of your Company recommends that the Ordinary Resolution under Item No. 3 be passed in the Interest of your Company.

**ITEM NO. 4**

Based on recommendation of the Nomination & Remuneration Committee and on the basis of the performance evaluation conducted by the Board on 23 January 2025 evaluating Ms. Simran Singh (DIN: 01716011) ("Ms. Singh") Independence from the Company, her abilities to exercise independent judgement in decision making, contributing strongly to the objectivity of the Board's deliberations and attendance at the Board/ Committee Meetings, the Board, after taking into consideration the skills, expertise and competencies found her performance satisfactory and at its meeting held on 16 May 2025, re-appointed Ms. Singh as Non-Executive Independent Director, not liable to retire by rotation, for the second term of 5 (Five) consecutive years from 09 August 2025 to 08 August 2030 (both days inclusive), subject to the approval of the Members at the AGM.

The Company has received the following intimations/declarations from Ms. Singh (DIN: 01716011) as Independent Director :

- (i) Consent in writing to act as Director in Form DIR-2 pursuant to Rule 8 of the Companies (Appointment & Qualification of Directors) Rules, 2014 ("the Appointment Rules");
- (ii) Intimation in Form DIR-8 in terms of the Appointment Rules to the effect that she is not disqualified under sub-section (2) of Section 164 of the Act;
- (iii) A declaration to the effect that she meets the criteria of independence as provided in sub-section (6) of section 149 of the Act;
- (iv) Confirmation that she is not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact her ability to discharge her duties as an Independent Director of the Company;
- (v) A declaration that she is in compliance with Rules 6(1) and 6(2) of the Companies (Appointment and Qualification of Directors) Rules, 2014, with respect to her registration with the data bank of independent directors maintained by the Indian Institute of Corporate Affairs.

In terms of section 160 of the Act, the Company has received notice in writing from a member proposing the candidature of Ms. Singh for re-appointment as Non-Executive Independent Director.



**Additional Information on Director recommended for appointment/re-appointment as required under Secretarial Standards-2 as prescribed by the Institute of Company Secretaries of India is provided in Annexure-A hereto.**

Given Ms. Singh, knowledge, acumen, experience and substantial contribution, the Board considers it desirable and in the interest of the Company to re-appoint her on the Board of the Company and accordingly the Nomination and Remuneration Committee and Board recommends the reappointment of Ms. Singh as Non-Executive Independent Director, as proposed in the resolution set out at Item No. 4 for approval by the Members as Special Resolution.

Except for Ms. Singh and/or their relatives, no other Director, Key Managerial Personnel or their respective relatives are, in any way, concerned or interested, financially or otherwise, in the special resolution no. 4.

The Company has disclosed all the related information and to the best of understanding of the Board of Directors, no other information and facts are required to be disclosed that may enable the members to understand the meaning, scope and implications of the items of business and to take decision thereon.

The Board of Directors of your Company recommends that the special resolution under Item No. 4 be passed in the Interest of your Company.

#### **ITEM NO. 5**

Based on recommendation of the Nomination & Remuneration Committee and on the basis of the performance evaluation conducted by the Board on 23 January 2025, evaluating Dr. Girish Kumar Ahuja (DIN: 00446339) ("Dr. Ahuja"), Independence from the Company, his abilities to exercise independent judgement in decision making, contributing strongly to the objectivity of the Board's deliberations and attendance at the Board/ Committee Meetings, the Board, after taking into consideration the skills, expertise and competencies found his performance satisfactory and at its meeting held on 16 May 2025, re-appointed Mr. Ahuja as Non-Executive Independent Director, not liable to retire by rotation, for the second of 5 (Five) consecutive years from 06 August 2025 to 05 August 2030 (both days inclusive), subject to the approval of the Members at the AGM.

The Company has received the following intimations/declarations from Dr. Ahuja as a Non-Executive Independent Director :

- (i) Consent in writing to act as Director in Form DIR-2 pursuant to Rule 8 of the Companies (Appointment & Qualification of Directors) Rules, 2014 ("the Appointment Rules");
- (ii) Intimation in Form DIR-8 in terms of the Appointment Rules to the effect that he is not disqualified under sub-section (2) of section 164 of the Act;



- (iii) A declaration to the effect that he meets the criteria of independence as provided in sub-section (6) of section 149 of the Act;
- (iv) Confirmation that he is not aware of any circumstance or situation which exists or may be reasonably anticipated that could impair or impact his ability to discharge his duties as an Independent Director of the Company;
- (v) A declaration that he is in compliance with Rules 6(1) and 6(2) of the Companies (Appointment and Qualification of Directors) Rules, 2014, with respect to his registration with the data bank of independent directors maintained by the Indian Institute of Corporate Affairs.

In terms of section 160 of the Act, the Company has received notice in writing from a member proposing the candidature of Dr. Ahuja for re-appointment as Independent Director.

**Additional Information on Director recommended for appointment/re-appointment as required under Secretarial Standards-2 as prescribed by the Institute of Company Secretaries of India is provided in Annexure-A hereto.**

Given Dr. Girish Kumar Ahuja, knowledge, acumen, experience and substantial contribution, the Board considers it desirable and in the interest of the Company to re-appoint him on the Board of the Company and accordingly the Nomination and Remuneration Committee and Board recommends the reappointment of Dr. Ahuja as Non-Executive Independent Director, as proposed in the resolution set out at Item No. 5 for approval by the Members as Special Resolution.

Except for Dr. Ahuja and/or their relatives, no other Director, Key Managerial Personnel or their respective relatives are, in any way, concerned or interested, financially or otherwise, in the said resolution.

The Company has disclosed all the related information and to the best of understanding of the Board of Directors, no other information and facts are required to be disclosed that may enable the members to understand the meaning, scope and implications of the items of business and to take decision thereon.

The Board of Directors of your Company recommends that the special resolution under Item No. 5 be passed in the Interest of your Company.



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For and on behalf of Board of Directors  
**Sidwal Refrigeration Industries Private Limited**



(Jasbir Singh)

Whole Time Director

DIN: 00259632

Address: 514A, The Camellias, DLF Golf Links,  
Golf Course Road, Arjun Nagar, Haryana- 122001

Place : Gurugram

Date : 16 May 2025



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## ROUTE MAP TO THE VENUE OF 59<sup>TH</sup> ANNUAL GENERAL MEETING





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## ANNEXURE A

### ADDITIONAL INFORMATION ON DIRECTOR RECOMMENDED FOR APPOINTMENT/RE-APPOINTMENT AS PER SECRETARIAL STANDARD - 2 AS PRESCRIBED BY THE INSTITUTE OF COMPANY SECRETARIES OF INDIA

Name of Director	Mr. Udaiveer Singh	Ms. Simran Singh	Dr. Girish Kumar Ahuja
Age	54 Years	60 Years	79 Years
Qualifications	Diploma in mechanical engineering from Board of Technical Education, Uttar Pradesh	Bachelors in Arts (Honours) in mathematics from the Punjab University.  Master of Business Administration (MBA), Faculty of Management Studies, University of Delhi.	Bachelor's and Master's degree in commerce from University of Delhi. He did his Ph.D from University of Delhi.
Experience/Expertise	He has been inducted as a member of Board w.e.f. 30 January 2020, liable to retire by rotation. Mr. Udaiveer Singh has been serving as the Managing Director of the Company since 29 May 2020.  Mr. Udaiveer Singh is associated with Amber Group Company since 1992 and has over 33 years of the experience in manufacturing industry.	She has been inducted as a member of Board w.e.f 09 August 2022, as an Independent Director for a period of 3 (Three) years with effect from 09 August 2022 to 08 August 2025.  A professional with 35 years of experience, Ms. Simran Singh has spent a major part of her career working with the fast-growing retail industry.  Being one of the early	Qualified and practicing Chartered Accountant.  Member of Task Force Constituted by the Government of India for Drafting the New Income Tax Law.  He is a qualified and practicing Chartered Accountant for the past 55 years consultancy experience in international and domestic taxation, joint ventures, etc. and a Member of the Institute of Chartered Accountants of India.  He is a Member of Task Force Constituted by the Government of India for Drafting the New Income Tax Law.  He is also nominated by the Government of India as a part time



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	<p>Mr. Udaiveer Singh has played an instrumental role in driving growth through organic and in organic acquisitions and further, under Mr. Udaiveer Singh's astute guidance, reins and strategic thinking, the Company's growth has significantly augmented.</p> <p>Nature of expertise in specific functional areas: Financial, Diversity, Global Business, Strategy, Leadership, Board Service and Governance, Sales, Marketing and Manufacturing.</p>	<p>professionals in the field she has helped launch and scale some of the significant retail brands in the country.</p> <p>She is a multi-faceted professional and has worked both as retail professional, managing large and diverse teams nationally, and as an entrepreneur. She has held academic positions, worked as consultant with international organizations, and written for leading newspapers including Business Standard, Economic Times, and industry specific publications.</p> <p>She has been the industry expert consulted (through Gerson Lehrman) by a number of PE companies at the time of making investments in Indian retail brands. As retail expert, she has also worked on a number of assignments for the International Trade Center, Geneva.</p> <p>She has a strong sense of social responsibility and has been actively involved at a personal level in areas of mental health, student education and animal</p>	<p>non-official Director to the Central Board of Directors of State Bank of India. He is a consultant on tax matters to various industries and non-profit making organizations.</p> <p>He was also nominated as Member of high powered committee formed by Government of India under the Chairmanship of Justice A.P. Shah, the then Chairman Law Commission to look into (i) issue of applicability of MAT provisions in the case of foreign companies and FII's (ii) any other issue relating to applicability of direct tax provisions which may be referred to it by the Government/CBDT from time to time.</p> <p>He is author of more than 25 books on Direct Taxation both for students and professionals including a Concise Commentary on Income Tax, Compendium of Issues of Income Tax, Direct Taxes Ready Reckoner, Direct Taxes Law and Practice, Guide to TDS, Taxation on Capital Gains.</p>
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Terms and conditions of appointment or re-appointment			
<p>He has been inducted as a member of the Board w.e.f. 30 January 2020 and appointed as Managing Director w.e.f. 29 May 2020, liable to retire by rotation.</p> <p>He was re-appointed as the Managing Director of the Company for the second term of five years w.e.f 29 May 2025 to 28 May 2030 and subsequently he was reappointed as the Managing Director by the members in Extra Ordinary General Meeting of the Company held on 04 November 2024 whose office was also liable to retire by rotation under section 152(6) of the Act.</p> <p>Pursuant to the requirement of Section 152 of the Act, he being eligible is proposed to be re-appointed as the director. Further, the instant re-</p>	<p>care. Moved by the challenges of the elderly in India, she has launched a social enterprise — Amaltas Senior Care in 2021.</p> <p>She was a gold medalist and scholarship holder during her BA (Honours) in mathematics from Punjab University.</p> <p>Ms. Simran Singh has been inducted as a member of Board with effect from 09 August 2022, in the capacity of Independent Director and she was not liable to retire by rotation.</p> <p>Her first term as an Independent Director is concluding on 08th August 2025, upon completion of her initial tenure of directorship.</p> <p>Re-appointed for second term of 5 (Five) consecutive years, with effect from 09 August 2025 to hold office upto 08 August 2030 (Both day inclusive).</p>	<p>Dr. Girish Kumar Ahuja has been inducted as a member of Board with effect from 06 August 2020, in the capacity of Independent Director and he was not liable to retire by rotation.</p> <p>His first term as an Independent Director is concluding on 05th August 2025, upon completion of her initial tenure of directorship.</p> <p>Re-appointed for second term of 5 (Five) consecutive years, with effect from 06 August 2025 to hold office upto 05 August 2030 (Both day inclusive).</p>	



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	appointment in terms of section 152 of the Act as provided under the Item No. 2 of this Notice of the ensuing AGM, shall not be treated as break in his term/ service as the Managing Director/ employee of the Company.		
Details of remuneration sought to be paid and the remuneration last drawn by such person, if applicable	Rs. 2,00,00,100/- (Rupees Two Crore and One Hundred Only) remuneration was drawn by Mr. Udaiveer Singh in the financial year 2024 - 25.	Eligible for sitting fees for attending meetings of the Board and its Committees during the financial year 2024-25, as per the provisions of the Companies Act, 2013 and the Company's policy on remuneration. Additionally, eligible for commission payment for the financial year 2024-25, in accordance with the limits approved by the shareholders and as determined by the Board, based on the performance of the Company and their contribution to the Board and committee proceedings.	Eligible for sitting fees for attending meetings of the Board and its Committees during the financial year 2024-25, as per the provisions of the Companies Act, 2013 and the Company's policy on remuneration. Additionally, eligible for commission payment for the financial year 2024-25, in accordance with the limits approved by the shareholders and as determined by the Board, based on the performance of the Company and their contribution to the Board and committee proceedings.
Date of first appointment on the Board	He has been inducted as a member of the Board w.e.f. 30 January 2020.	09 August 2022	06 August 2020
Shareholding in the Company	Nil	Nil	Nil
Relationship with other	None	None	None



# SIDWAL REFRIGERATION INDUSTRIES PRIVATE LIMITED

Regd. Office & Works: Plot 23, Sector-6, Faridabad, Haryana -121006 Tel: 0129-2241240, 4185100  
E-mail: sidwal@sidwal.com, website: www.sidwal.com, CIN: U74899HR1965PTC112468



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Directors, Manager and other Key Managerial Personnel of the Company				
Number of Meetings of the Board attended during the financial year	4	4	4	4
Other Directorships	<ol style="list-style-type: none"><li>Shivaliks Mercantile Limited (Formerly Known as Shivaliks Mercantile Private Limited)</li><li>AT Railway Sub Systems Private Limited</li><li>Yujin Machinery India Private Limited</li></ol>	<ol style="list-style-type: none"><li>Travelmatics Pvt Ltd</li><li>Ascent Circuits Private Limited</li><li>Pravartaka Tooling Services Private Limited</li></ol>	<ol style="list-style-type: none"><li>Servotech Renewable Power System Limited</li><li>Flair Publications Private Limited</li><li>RJ Corp Limited</li><li>Devyani Food Industries Limited</li><li>Patanjali Foods Limited</li><li>Unitech Limited</li><li>Devyani International Limited</li><li>Dharampal Satyapal Limited</li><li>Belrise Industries Limited</li><li>Transline Technologies Limited</li></ol>	



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## MEMBERSHIP/ CHAIRMANSHIP OF COMMITTEES OF OTHER BOARDS

Name of Director	Names of the Company	Type of Committee	Membership Status	
Mr. Udaiveer Singh	Pravartaka Tooling Services Private Limited	None		
		Nomination and Remuneration Committee	Chairperson	
Ms. Simran Singh	Ascent Circuits Private Limited	Audit Committee	Member	
		Nomination and Remuneration Committee	Member	
Dr. Girish Kumar Ahuja	RJ Corp Limited	Audit Committee	Member	
		Corporate Social Responsibility Committee	Chairperson	
	Devyani Food Industries Limited	Audit Committee	Member	
		Nomination and Remuneration Committee	Member	
	Patanjali Foods Limited	Audit Committee	Chairman	
		Risk Management Committee	Member	
	Unitech Limited	Corporate Social Responsibility Committee	Member	
		Audit Committee	Chairman	
	Dharampal Limited	Satyapal	Risk Management Committee	Chairman
			Nomination and Remuneration Committee	Chairman
Dharampal Limited	Satyapal	Audit Committee	Member	
		Corporate Social Responsibility Committee	Member	
Dharampal Limited	Satyapal	Nomination and Remuneration Committee	Member	
		Audit Committee	Member	
Dharampal Limited	Satyapal	Corporate Social Responsibility Committee	Member	
		Nomination and Remuneration Committee	Member	
Dharampal Limited	Satyapal	Audit Committee	Member	
		Corporate Social Responsibility Committee	Member	
Dharampal Limited	Satyapal	Nomination and Remuneration Committee	Member	
		Audit Committee	Member	



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Limited	Risk Management Committee	Member
Transline Technologies Limited	Audit Committee	Chairman
Beirise Industries Limited	Nomination and Remuneration Committee	Member
	Audit Committee	Chairman