

SIDH AUTOMOBILES LIMITED

R-13, S/F GREATER KAILASH-I NEW DELHI -110048 CIN: L34102DL1985PLC020156
Email: sidhindia1985@gmail.com; Website: www.sidhgroup.in Tel No.: 011-41053325

NOTICE

Notice is hereby given that the 39th Annual General Meeting of the Members of **SIDH AUTOMOBILES LIMITED** will be held on Saturday, 28th day of September 2024 at 1:00 PM. at the Registered Office of the Company at R-13, S/F Greater Kailash-I, New Delhi -110048 to transact the following business:

ORDINARY BUSINESS

1. To approve, consider and adopt the audited financial statements of the Company for the financial year ended March 31, 2024, the Statement of Profit and Loss and Cash Flow Statement for the year ended on that date and the Reports of Directors' and Auditors' thereon.
2. To appoint a Director in place of Mr. Harvinder Singh (DIN: 00671894), who retires by rotation and being eligible, offers himself for re-appointment.
3. **Appointment of M/s. Sumit Ranka & Associates, Chartered Accountants (FRN: 147837W) as statutory auditors of the company.**

"RESOLVED THAT pursuant to the provisions of Section 139(8) of the Companies Act, 2013 read with the Companies (Audit and Auditors Rules), 2014 (the Rules), including any statutory modification(s) or re-enactment(s) thereof for the time being in force and pursuant to the recommendation made by the Board of Directors through resolution passed on August 16, 2024, M/s. Sumit Ranka & Associates, Chartered Accountants (FRN: 147837W), be and are hereby appointed as the Statutory Auditors of the Company to fill the casual vacancy caused by the resignation of M/s. Goel Mintri & Associates, Chartered Accountants (FRN: 013211N).

RESOLVED FURTHER THAT M/s. Sumit Ranka & Associates, Chartered Accountants (FRN: 147837W), be and are hereby appointed as the Statutory Auditors of the Company, they shall hold the office of the Statutory Auditors of the Company from the conclusion of this meeting until the conclusion of the annual General Meeting for the FY 2028-29 on such remuneration and out-of-pocket expenses, as may be fixed by the Management of the Company, in consultation with them.

RESOLVED FURTHER THAT any Director of the Company be and is hereby severally authorized to do all acts, deeds, matters and things as considered necessary and execute all necessary documents, applications and returns for the purpose of giving effect to the aforesaid resolutions."

SPECIAL BUSINESS

4. **Appointment of Mr. NIRAJ NABH KUMAR (DIN 03401815) as an Independent Director of the Company.**

To consider and if thought fit, to pass with or without modification(s), the following Resolution as an Ordinary Resolution:

"RESOLVED that pursuant to the provisions of Section 149, 152, 160, and other applicable provisions, if any, of the Companies Act, 2013, Companies (Appointment and Qualification of Directors) Rules, 2014, the Companies (Amendment) Act, 2017 (including any statutory modification(s) or re-enactment thereof for the time being in force), relevant applicable regulation(s) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 and also provisions of Article Articles of Association of the Company, **Mr. NIRAJ NABH KUMAR (DIN 03401815)** who was appointed as an Additional Director and also as an Independent Director of the Company by the Board of Directors with effect from February 16, 2024 and who holds the said office pursuant to the provisions of Section 161 of the Companies Act, 2013 upto the date of this Annual General Meeting and who is eligible for appointment under the relevant provisions of the Companies Act, 2013, and in respect of whom the Company has received a notice in writing from a member signifying his intention to propose him as a candidate for the office of the Director, be and is hereby appointed as an Independent Director of the Company and to hold office for a term upto February 15, 2029 (five) consecutive years, not liable to retire by rotation.

5. **Appointment of Mr. SANDIP GHOSE (DIN 07482589) as an Independent Director of the Company.**

To consider and if thought fit, to pass with or without modification(s), the following Resolution as an Ordinary Resolution:

"RESOLVED that pursuant to the provisions of Section 149, 152, 160, and other applicable provisions, if any, of the Companies Act, 2013, Companies (Appointment and Qualification of Directors) Rules, 2014, the Companies (Amendment) Act, 2017 (including any statutory modification(s) or re-enactment thereof for the time being in force), relevant applicable

regulation(s) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 and also provisions of Article Articles of Association of the Company, **Mr. SANDIP GHOSE (DIN 07482589)** who was appointed as an Additional Director and also as an Independent Director of the Company by the Board of Directors with effect from February 16, 2024 and who holds the said office pursuant to the provisions of Section 161 of the Companies Act, 2013 upto the date of this Annual General Meeting and who is eligible for appointment under the relevant provisions of the Companies Act, 2013, and in respect of whom the Company has received a notice in writing from a member signifying his intention to propose him as a candidate for the office of the Director, be and is hereby appointed as an Independent Director of the Company and to hold office for a term upto February 15, 2029 (five) consecutive years, not liable to retire by rotation.

6. Appointment of Ms. SALONI MEHRA (DIN 10062907) as an Independent Director of the Company.

To consider and if thought fit, to pass with or without modification(s), the following Resolution as an Ordinary Resolution:

“**RESOLVED** that pursuant to the provisions of Section 149, 152, 160, and other applicable provisions, if any, of the Companies Act, 2013, Companies (Appointment and Qualification of Directors) Rules, 2014, the Companies (Amendment) Act, 2017 (including any statutory modification(s) or re-enactment thereof for the time being in force), relevant applicable regulation(s) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 and also provisions of Article Articles of Association of the Company, **Ms. SALONI MEHRA (DIN 10062907)** who was appointed as an Additional Director and also as an Independent Director of the Company by the Board of Directors with effect from March 11, 2024 and who holds the said office pursuant to the provisions of Section 161 of the Companies Act, 2013 upto the date of this Annual General Meeting and who is eligible for appointment under the relevant provisions of the Companies Act, 2013, and in respect of whom the Company has received a notice in writing from a member signifying his intention to propose him as a candidate for the office of the Director, be and is hereby appointed as an Independent Director of the Company and to hold office for a term upto March 10, 2029 (five) consecutive years, not liable to retire by rotation.

7. Appointment of Mr. PRASHANT KUMAR (DIN: 08782437) as Director of the Company.

To consider and if thought fit, to pass with or without modification(s), the following Resolution as an Ordinary Resolution:

“**RESOLVED THAT** pursuant to the provisions of Section 152 and all other applicable provisions of the Companies Act, 2013 read with the Companies (Appointment and Qualifications of Directors) Rules, 2014 (including any statutory modification(s) or enactment thereof for the time being in force) (the “Act”), on the recommendation of Nomination and Remuneration Committee and the Board of Directors, **Mr. PRASHANT KUMAR (DIN: 08782437)** who was appointed as an Additional Director and also as a Non Executive Non Independent Director of the Company by the Board of Directors with effect from February 08, 2024 and who holds the said office pursuant to the provisions of Section 161 of the Companies Act, 2013 upto the date of this Annual General Meeting and who is eligible for appointment under the relevant provisions of the Companies Act, 2013 in respect of whom the Company has received notice in writing under Section 160 of the Act from a member proposing his candidature for the office of Director, be and is hereby appointed as Non-Executive Non Independent Director, of the Company, liable to retire by rotation.”

**By the order of the Board
For SIDH AUTOMOBILES LIMITED**

**Date: 23.08.2024
Place: New Delhi**

**PRASHANT KUMAR
Director
DIN: 08782437**

NOTES:

- 1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE ANNUAL GENERAL MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND THE MEETING AND VOTE ON A POLL, IF ANY, INSTEAD OF HIMSELF/HERSELF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY. PROXY FORM DULY FILLED IN MUST REACH THE REGISTERED OFFICE OF THE COMPANY AT LEAST FORTY-EIGHT HOURS BEFORE THE MEETING. A BLANK PROXY FORM IS ANNEXED.**
2. Pursuant to the provision of the Companies Act, 2013 and rules made there under a person can act as 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 shareholder.
3. The proxy form should be in writing and be signed by the appointer or his/her attorney duly authorized in writing or, if the appointer is a body corporate, be under its seal or be signed by an officer or an attorney duly authorized by it.
4. Corporate Members are required to send a certified copy of the Board Resolution, pursuant to section 113 of the Companies Act, 2013, authorizing their representatives to attend and vote at the AGM.
5. Pursuant to Section 91 of the Companies Act, 2013 and Regulation 42 of SEBI (LODR) Regulations, 2015 the Register of Members and Share Transfer Books of the Company shall remain closed from Wednesday, 18th September, 2024 to Tuesday, 24th September, 2024 (both days inclusive)
6. Members desiring any information as regards to Accounts are requested to write 7 days in advance to the Company before the date of the meeting to enable the Management to keep the required information ready.
7. **Inspection of documents:** Documents referred into the Notice etc. are open for inspection at the registered office of the Company at all working days except Saturdays and Sundays between 11:00 A.M. and 2:00 P.M. upto the date of Annual General Meeting.
8. For convenience of Members, an attendance slip is annexed to the proxy form. Members / Proxies are requested to affix their signatures at the space provided therein and hand over the attendance slip at the venue of the meeting. The Proxy of a Member should mark on the attendance slip as "Proxy".
9. Members / Proxies attending the meeting are requested to bring their copy of the Annual Report for reference at the Meeting.
10. Members still holding physical shares are requested to send their Permanent Account Number (PAN) details and photocopy of PAN Card while lodging their requests to the Company / Registrar & Share Transfer Agent for transfer of their said physical shares, failing which the transfer requests shall be rejected and the submitted transfer documents will be returned to the Lodger / Buyer.
11. In case of joint holder (s), if more than one holder intends to attend the meeting, they may obtain additional admission slip (s) on request from the Registered Office of the Company on or before 28th September 2024. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote.
12. The members are requested to notify any change of address to (1) The depository participant, in respect of their electronic share account and (ii) The Registrar and Share Transfer Agent, M/s. Skyline Financial Services Private Limited having Registered Office at D-153/A, 1st Floor, Phase-1, Okhla Industrial Area, New Delhi-110020, in respect of their physical shares. Members are also requested to quote ledger folio no. or DP ID & Client ID in their correspondence.
13. Members who hold shares in dematerialized form are requested to bring their Client ID and DP ID number for easy identification of attendance at the Meeting.

14. All the Equity Shares of the Company are admitted by NSDL & CDSL and are eligible for dematerialization and the Equity Shareholders of the Company can get their securities dematerialized with any of the Depository Participants registered with NSDL & CDSL. Members holding shares in physical form are requested to consider converting their holding to dematerialized form to eliminate all risks associated with physical shares and for ease of portfolio management. Members can contact the Company or its Registrar and Share Transfer Agent, for assistance in this regard.

15. Important Communication to Members The Ministry of Corporate Affairs has taken a "Green Initiative in the Corporate Governance" by allowing paperless compliances by companies and as per Rule 18 of the Companies (Management and Administration) Rules, 2014 allowed companies to send any notice/document (including Annual Report) to its members via e-mail. To support this green initiative of the Government in letter and spirit, the Company has taken an initiative to collect e-mail addresses of all its members. Members holding shares in physical form are requested to provide / update their e-mail addresses to M/s. Skyline Financial Services Private Limited. (Registrar and Share Transfer Agent). Note: Members holding shares in dematerialized form may kindly update their e-mail addresses with their respective Depository Participant (DP's).

16. The company has appointed M/s. Teena Rani, H/o MSTR & Associates, Company Secretaries to act as the scrutinizer, to scrutinize the remote e-voting and e-voting at AGM in accordance with the law in a fair and transparent manner.

17. In accordance with Regulation 15(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015; our Company is exempted from compliance with the Corporate Governance provisions and hence Corporate Governance report is not required to be attached with this Annual Report.

18. Voting through Electronic

Step 1 : Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

Step 2 : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

- (i) The voting period begins on <Date and Time> and ends on <Date and Time>. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date (record date) of <Record Date> may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

Step 1 : Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

- (iv) In terms of SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Pursuant to abovesaid SEBI Circular, Login method for e-Voting for Individual shareholders holding securities in Demat mode CDSL/NSDL is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL Depository	<ol style="list-style-type: none"> 1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login to Easi / Easiest are requested to visit cdsi website www.cdslindia.com and click on login icon & New System Myeasi Tab. 2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. 3) If the user is not registered for Easi/Easiest, option to register is available at cdsi website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option. 4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders holding securities in demat mode with NSDL Depository	<ol style="list-style-type: none"> 1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: https://eservices.nsd.com either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be re-directed to e-Voting service provider website for casting your vote during the remote e-Voting period. 2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsd.com. Select "Register Online for IDeAS "Portal or click at https://eservices.nsd.com/SecureWeb/Id easDirectReg.jsp 3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsd.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.
Individual Shareholders (holding securities in demat mode) login through their Depository Participants (DP)	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period.

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL and NSDL

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33

Step 2 : Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

- (v) Login method for Remote e-Voting for Physical shareholders and shareholders other than individual holding in Demat form.
- 1) The shareholders should log on to the e-voting website www.evotingindia.com.
 - 2) Click on “Shareholders” module.
 - 3) Now enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
 - 4) Next enter the Image Verification as displayed and Click on Login.
 - 5) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.
 - 6) If you are a first-time user follow the steps given below:

	For Physical shareholders and other than individual shareholders holding shares in Demat.
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"> • Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. <ul style="list-style-type: none"> • If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.

- (vi) After entering these details appropriately, click on “SUBMIT” tab.
- (vii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (viii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (ix) Click on the EVSN for the relevant <Company Name> on which you choose to vote.
- (x) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (xi) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.
- (xii) After selecting the resolution, you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- (xiii) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.

- (xiv) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- (xv) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xvi) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.
- (xvii) Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the "Corporates" module.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
 - The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
 - It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
 - Alternatively Non Individual shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz;sidhindia1985@gmail.com, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to Company/RTA email id.
2. For Demat shareholders -, Please update your email id & mobile no. with your respective Depository Participant (DP).
3. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

If you have any queries or issues regarding e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 22 55 33

All grievances connected with the facility for voting by electronic means may be addressed to Mr. Rakesh Dalvi, Sr. Manager, (CDSL,) Central Depository Services (India) Limited, A Wing, 25th Floor, Marathon Futurex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call at toll free no. 1800 22 55 33

**By the order of the Board
For SIDH AUTOMOBILES LIMITED**

**PRASHANT KUMAR
Director DIN: 08782437**

**Date: 23.08.2024
Place: New Delhi**

Information required under Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015 and Secretarial Standard 2 with respect to appointment/re-appointment of Directors:

Brief Profile

Director Name	Mr. HARVINDE R SINGH	Mr. NIRAJ NABH KUMAR	Mr. SANDIP GHOSE	Ms. SALONI MEHRA	Mr. PRASHANT KUMAR
DIN	00671894	03401815	07482589	10062907	08782437
Date of Birth (Age)	18/09/1954 , 70 years	07.12.1957	07.08.1953	08.01.1994	08.05.1989
Qualifications	Graduate	IRS	Post graduate	Company Secretary.	He is an MBA from IIM Calcutta and Bachelor of Technology from IIT Dhanbad and Ranked in top 10% of students at IIM Calcutta across all mandatory terms.
Experience/ Nature of Expertise	He has the experience spanning over 35 years in the field of Business.	Mr. N. N. Kumar, a 1984 batch officer of the Indian Revenue Service (Income Tax), holds a B.Sc. from Science College, Patna, followed by an M.Sc. from Patna University. He furthered his education with Professional and Management qualifications from the National Academy of Direct Taxes in Nagpur. Additionally, he completed various development courses	Mr Ghose was the founder Director of the National Institute of Securities Markets (NISM) an educational initiative of the capital Market Regulator , SEBI . NISM, under his leadership, became the staff college for the officers SEBI and the staff of other Securities Commissions of Bangladesh, Cambodia, Laos, Vietnam and Myanmar. He also was instrumental in setting up the National Centre for Financial Education promoted by the four financial sector regulators in Mumbai which today is responsible for implementing the National Strategy for Financial Education and Mr Ghose has had tremendous learning experienced through exposure to numerous global conferences and meetings of the G-20, IMF, World Bank, BIS, Commonwealth et al, over the period of 9 years spent as Advisor to successive Governors of the RBI. Regular speaker on different areas of Central Banking, Capital Markets, as also on aspects of self-development and leadership, personal branding, talent management, at global seminars across the country and abroad. He also Served as Director on the board of	CS Saloni, a young and dynamic professional with highly efficient management skills. She is a qualified Associate member of the Institute of Company Secretaries of India (ICSI), a Post Graduate Commerce (M.Com) from GNDU Regional University and a Graduate in Commerce (B.Com.) from GNDU University. She got registration in Independent Director Databank under Indian Institute of Corporate Affairs (IICA) having registration no. IDDB-PA202210- 044582. She has qualified the exam of Independent Director. She has more than 1.5 years of experience in the field of Corporate Laws, Securities Law, SEBI Compliances, Financial Management, Accounts and Taxation etc. in Listed Companies, Public and Private Companies. She is	He has over and above 12 years of experience in the various field.

		from esteemed institutions such as the Treasury Department, Federal Govt., USA, Indian Institute of Management, Ahmedabad, Indian Institute of Management, Bangalore, and Wharton School of the University of Pennsylvania, USA.	two major public sector banks- UCO Bank, Kolkata (2004-2007) and Punjab and Sind Bank, New Delhi (2009-2011). With over 32 years of experience, Mr. Kumar served in various capacities with the Income Tax Department, Central Board of Direct Taxes, Department of Revenue, Ministry of Finance, Ministry of Shipping and Road Transport, and NITI Ayog at different stations in India such as Delhi, Kolkata, Nagpur, Agra, Aurangabad, Nagpur & Pune. In February 2010, Mr. Kumar joined Jawaharlal Nehru Port Trust (Ministry of Shipping and Road Transport, Government of India) and served as Deputy Chairman/Chairman for five years. Throughout his tenure, he spearheaded key policy initiatives and successfully implemented large complex infrastructure projects, with a special focus on PPP Mode.	strive for a progressive, professional and a challenging work ecosystem comprising a blend of legal, compliance & secretarial profile	
Terms and Conditions of appointment/reappointment along with the details of remuneration sought to be paid and the last remuneration drawn.	Re-appointment of Mr. Harvinder Singh (DIN: 00671894), who retires by rotation.	Appointment of Mr. Niraj Nabh Kumar as Non-Executive Independent Director of the Company.	Appointment of Mr. Sandip Ghose as Non-Executive Independent Director of the Company.	Appointment of Ms. Saloni Mehra as Non-Executive Independent Director of the Company.	Appointment of Mr. Prashant Kumar as Non-Executive and Non Independent Director of the Company and liable to retire by rotation.
Date of first appointment on the Board	18/05/1994	16/02/2024	16/02/2024	11/03/2024	08/02/2024
Shareholding in the Company	Nil	Nil	Nil	Nil	Nil
Relationship with other Directors, Manager, and other Key Managerial Personnel	Nil	Nil	Nil	Nil	Nil
No. of Meetings of the Board attended during the year	During the Financial Year 2023-24, Mr. Harvinder Singh attended all the Ten (10) Board meetings of the company.	During the Financial Year 2023-24, Mr. Niraj Nabh Kumar attended the Two (02) Board meetings of the company.	During the Financial Year 2023-24, Mr. Sandip Ghose attended two (02) Board meetings of the company.	During the Financial Year 2023-24, Ms. Saloni Mehra attended (1) Board meeting of the company.	During the Financial Year 2023-24, Mr. Prashant Kumar attended Four (4) Board meetings of the company.
Other Directorships, Membership/ Chairmanship of Committees of other Boards.	Other Directorships: - 1. PUNJAB ACIDS CHEM PRIVATE LIMITED	Other Directorships: - 1. GANESH BENZOPLAST LIMITED	Other Directorships: - 1. INDIA INTERNATIONAL DEPOSIT ORY IFSC LIMITED 2. INFOMERICS	Other Directorships- 1. INDRA INDUSTRIES LIMITED 2. AAR SHYAM INDIA INVESTMENT	Other Directorships- Quasar Pulse Technology Private Limited

	<p>2. BALWANT SINGH AND SONS PRIVATE LTD</p> <p>3. ULTIMATE COMMODIAL PRIVATE LIMITED</p> <p>4. D. K. TISSUE & PAPERS PRIVATE LIMITED</p> <p>5. D K CHEMICALS PRIVATE LIMITED</p> <p>Chairmans hip of Committees of other Boards - Nil</p>	<p>2.HINDUSTAN POWER EXCHANGE LIMITED</p> <p>Chairmans hip of Committees of other Boards – Chairman of Audit Committee and Nomination and Remuneration Committee and stakeholder Relations hip Committee and CSR Committee of Ganesh Benzoplast Limited</p>	<p>VALUATION AND RATING PRIVATE LIMITED</p> <p>3. UNITY SMALL FINANCE BANK LIMITED</p> <p>4. MOTILAL OSWAL TRUSTEE COMPANY LIMITED</p> <p>Chairmanship of Committees of other Boards- Nil</p>	<p>COMPANY LIMITED</p> <p>3. WAVE BEVERAGES PRIVATE LIMITED</p> <p>4. CHANDRA NSHU MARKETING LIMITED</p> <p>5. CORPORATE MERCHANT BANKERS LIMITED</p> <p>6. RAJNISH WELLNES S LIMITED</p> <p>7. NIMSTECH INDUSTRIES LIMITED</p> <p>8. DAVIN SONS RETAIL LIMITED</p> <p>9. KRISHNA VENTURES LIMITED</p> <p>10. Chairmans hip of Committees of other Boards – Member of Nomination and Remuneration Committee and Stakeholder Relations hip Committee of Rajnish Wellness Limited</p>	<p>Chairmans hip of Committees of other Boards - Nil</p>
--	--	---	---	---	--

EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT 2013.

Item No. 4 Appointment of Mr. NIRAJ NABH KUMAR (DIN 03401815) as an Independent Director of the Company.

The Board of Directors of the Company at its meeting held on February 16, 2024, appointed Mr. Niraj Nabh Kumar as an Additional Director of the Company in the capacity of Independent Director for a term of 5 years with effect from February 16, 2024, subject to the approval of the Members of the Company. In terms of section 160 of the Companies Act, 2013, the Nomination and Remuneration Committee and the Board have recommended the appointment of Mr. Niraj Nabh Kumar as an Independent Director pursuant to the provisions of Sections 149 and 152 of the Companies Act, 2013. The Company has also received a notice in writing from a member proposing the candidature of Mr. Niraj Nabh Kumar to be appointed as Director of the Company. The Company has received a declaration from Mr. Niraj Nabh Kumar confirming that he meets the criteria of independence under the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. Further, the Company has also received Mr. Niraj Nabh Kumar consent to act as a Director in terms of section 152 of the Companies Act, 2013 and a declaration that he is not disqualified from being appointed as a Director in terms of Section 164 of the Companies Act, 2013. In the opinion of the Board, Mr. Niraj Nabh Kumar fulfils the conditions specified in the Companies Act, 2013 and rules made thereunder and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, for his appointment as an Independent Director of the Company and he is independent of the management. Considering Mr. Niraj Nabh Kumar knowledge and experience, the Board of Directors is of the opinion that it would be in the interest of the Company to appoint him as an Independent Director for a period of five years with effect from February 16, 2024. Copy of letter of appointment of Mr. Niraj Nabh Kumar setting out the terms and conditions of appointment is being made available for inspection by the members through electronic mode. Additional information in respect of Mr. Niraj Nabh Kumar, pursuant to Regulation 36 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Secretarial Standards on General Meetings (SS-2), is attached to the notice. Except Mr. Niraj Nabh Kumar, being the appointee, or his relatives, none of the Directors and Key Managerial Personnel of the Company or their relatives are concerned or interested financially or otherwise, in the resolution set out at Item No. 4.

Item No. 5 Appointment of Mr. SANDIP GHOSE (DIN 07482589) as an Independent Director of the Company.

The Board of Directors of the Company at its meeting held on February 16, 2024, appointed Mr. Sandip Ghose as an Additional Director of the Company in the capacity of Independent Director for a term of 5 years with effect from February 16, 2024, subject to the approval of the Members of the Company. In terms of section 160 of the Companies Act, 2013, the Nomination and Remuneration Committee and the Board have recommended the appointment of Mr. Sandip Ghose as an Independent Director pursuant to the provisions of Sections 149 and 152 of the Companies Act, 2013. The Company has also received a notice in writing from a member proposing the candidature of Mr. Sandip Ghose to be appointed as Director of the Company. The Company has received a declaration from Mr. Sandip Ghose confirming that he meets the criteria of independence under the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. Further, the Company has also received Mr. Sandip Ghose consent to act as a Director in terms of section 152 of the Companies Act, 2013 and a declaration that he is not disqualified from being appointed as a Director in terms of Section 164 of the Companies Act, 2013. In the opinion of the Board, Mr. Sandip Ghose fulfils the conditions specified in the Companies Act, 2013 and rules made thereunder and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, for his appointment as an Independent Director of the Company and he is independent of the management. Considering Mr. Sandip Ghose knowledge and experience, the Board of Directors is of the opinion that it would be in the interest of the Company to appoint him as an Independent Director for a period of five years with effect from February 16, 2024. Copy of letter of appointment of Mr. Sandip Ghose setting out the terms and conditions of appointment is being made available for inspection by the members through electronic mode. Additional information in respect of Mr. Sandip Ghose, pursuant to Regulation 36 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Secretarial Standards on General Meetings (SS-2), is attached to the notice. Except Mr. Sandip Ghose, being the appointee, or his relatives, none of the Directors and Key Managerial Personnel of the Company or their relatives are concerned or interested financially or otherwise, in the resolution set out at Item No. 5.

Item No. 6 Appointment of Ms. SALONI MEHRA (DIN 10062907) as an Independent Director of the Company.

The Board of Directors of the Company at its meeting held on March 11, 2024, appointed Ms. Saloni Mehra as an Additional Director of the Company in the capacity of Independent Director for a term of 5 years with effect from March 11, 2024, subject to the approval of the Members of the Company. In terms of section 160 of the Companies Act, 2013, the Nomination and Remuneration Committee and the Board have recommended the appointment of Ms. Saloni Mehra as an Independent Director pursuant to the provisions of Sections 149 and 152 of the Companies Act, 2013. The Company has also received a notice in writing from a member proposing the candidature of Ms. Saloni Mehra to be appointed as Director of the Company. The Company has received a declaration from Ms. Saloni Mehra confirming that he meets the criteria of independence under the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. Further, the Company has also received Ms. Saloni Mehra consent to act as a Director in terms of section 152 of the Companies Act, 2013 and a declaration that she is not disqualified from being appointed as a Director in terms of Section 164 of the Companies Act, 2013. In the opinion of the Board, Ms. Saloni Mehra fulfils the conditions specified in the Companies Act, 2013 and rules made thereunder and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, for her appointment as an Independent Director of the Company and she is independent of the management. Considering Ms. Saloni Mehra knowledge and experience, the Board of Directors is of the opinion that it would be in the interest of the Company to appoint her as an Independent Director for a period of five years with effect from March 11, 2024. Copy of letter of appointment of Ms. Saloni Mehra setting out the terms and conditions of appointment is being made available for inspection by the members through electronic mode. Additional information in respect of Ms. Saloni Mehra, pursuant to Regulation 36 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

and the Secretarial Standards on General Meetings (SS-2), is attached to the notice. Except Ms. Saloni Mehra, being the appointee, or his relatives, none of the Directors and Key Managerial Personnel of the Company or their relatives are concerned or interested financially or otherwise, in the resolution set out at Item No. 6.

Item No. 7 Appointment of Mr. PRASHANT KUMAR (DIN: 08782437) as Director of the Company.

Mr. PRASHANT KUMAR (DIN: 08782437) who was appointed as an Additional Director in the category of Non Executive Non Independent Director of the Company by the Board of Directors with effect from February 08, 2024 and who holds the said office pursuant to the provisions of Section 161 of the Companies Act, 2013 upto the date of this Annual General Meeting and who is eligible for appointment under the relevant provisions of the Companies Act, 2013 in respect of whom the Company has received notice in writing under Section 160 of the Act from a member proposing his candidature for the office of Director appointed as Non-Executive Non Independent Director, of the Company, liable to retire by rotation.”

Your Directors recommend the Resolution set out in Item No. 7 of this AGM Notice to the Members for their consideration and approval by Ordinary Resolution.

None of the Promoters, Directors, Key Managerial Personnel of the Company or their relative are in any way concerned or interested, financially or otherwise, in the Resolution except Mr. Prashant Kumar.

SIDH AUTOMOBILES LIMITED

R-13, S/F GREATER KAILASH-I NEW DELHI -110048 CIN: L34102DL1985PLC020156
Email: sidhindia1985@gmail.com; Website: www.sidhgroup.in Tel No.: 011-41053325

ATTENDANCE SLIP

(39th ANNUAL GENERAL MEETING): Saturday, 28.09.2024 AT 1:00 PM VENUE: R-13, S/F GREATER KAILASH-I NEW DELHI 110048)

(Please fill in the Attendance Slip and hand it over at the entrance of the meeting hall)

Date :	28.09.2024	Time :	1:00 PM
Place:	NEW DELHI		

Signature of the Shareholder/Proxy/Representative present	
--	--

Regd. Folio (If shares not dematerializ ed)		DP ID & Client ID (If shares are dematerialized)	
Name of the Shareholder			
Registered Address			
Number of Shares			
Email Id			

I certify that I am the registered shareholder(s)/proxy for the registered shareholder of the Company.

I hereby record my presence at the 39th Annual General Meeting of the Company held on Saturday, 28.09.2024 at 1:00 PM at R-13, S/F Greater Kailash-I, New Delhi 110048.

Note: Members are requested to tender their attendance slip at the registration counters at the venue of the Annual General Meeting (AGM) and seek registration before entering the meeting hall.

SIDH AUTOMOBILES LIMITED

R-13, S/F GREATER KAILASH-I NEW DELHI -110048 CIN: L34102DL1985PLC020156
Email: sidhindia1985@gmail.com; Website: www.sidhgroup.in; Tel No.: 011-41053325

Form No. MGT-11

Proxy form

[Pursuant to section 105(6) of the Companies Act, 2013 and rule 19(3) of the Companies
(Management and Administration) Rules, 2014]

Name of the Company: SIDH AUTOMOBILES LIMITED

**CIN: L34102DL1985PLC020156, Registered Office: R-13, S/F GREATER
KAILASH-I NEW DELHI -110048, E-Mail ID: sidhindia1985@gmail.com**

I/We, being the member (s) of..... shares of the above named company, hereby appoint

1. Name :

Address :E-mail Id :

Signature....., or failing him

2. Name :

Address:E-mail Id :

Signature:....., or failing him

3. Name :

Address:.....E-mail Id:.....

Signature:.....

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the 39th Annual General Meeting of the Company, to be held on, Saturday, 28.09.2024 AT 1:00 PM Venue: R-13, S/F Greater Kailash-I New Delhi 110048 and at any adjournment thereof in respect of such resolutions as are indicated below:

ORDINARY BUSINESS

Resolution number	Description	For	Against
1	To approve, consider and adopt the audited financial statements of the Company for the financial year ended March 31, 2024, the Statement of Profit and Loss and Cash Flow Statement for the year ended on that date and the Reports of Directors' and Auditors' thereon.		
2	To appoint a Director in place of		

	Mr. Harvinder Singh (DIN: 00671894), who retires by rotation and being eligible, offers himself for re-appointment.		
3	Appointment of M/s. Sumit Ranka & Associates, Chartered Accountants (FRN: 147837W) as statutory auditors of the company.		
SPECIAL BUSINESS			
4	Appointment of Mr. NIRAJ NABH KUMAR (DIN 03401815) as an Independent Director of the Company		
5	Appointment of Mr. SANDIP GHOSE (DIN 07482589) as an Independent Director of the Company.		
6	Appointment of Ms. SALONI MEHRA (DIN 10062907) as an Independent Director of the Company.		
7	Appointment of Mr. PRASHANT KUMAR (DIN: 08782437) as Director of the Company.		

Signature of shareholder

Signature of Proxy holder(s)

Note: This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.

VENUE TO ANNUAL GENERAL MEETING

REGD. OFFICE: R-13, S/F GREATER KAILASH-I NEW DELHI 110048

