



Patels Airtemp (India) Limited

Ref. No. : PAT/SD/OBM/2024-25/24V

Date : 24th May, 2024

To,
BSE Limited
Corporate Relation Department
Phiroze Jeejeebhoy Towers, Dalal Street, Fort,
Mumbai: 400 001

Scrip Code No. 517417 | Script Name: PATELSAI | ISIN: INE082C01024

Dear Sir/Madam,

Sub: (1) Re-appointment of Mr. Apurva V. Shah (DIN: 08197983) as Whole-time Director of the Company;
(2) Re-appointment of Mr. Rajendrakumar C. Patel (DIN: 06532676) as an Independent Director of the Company for a second term of 5 years; and
(3) Continuing the Directorship of Mr. Rajendrakumar C. Patel (DIN: 06532676), Non-Executive Independent Director, who has attained the age of 75 years.
Ref: Outcome of the Meeting of Board of Directors of the Company held on 24th May, 2024 as per Regulation 30 of SEBI (LODR) Regulations, 2015 read with Para -A of Part-A of Schedule III.

With regard to above subject, we hereby inform you that the Board of Directors ("Board") of the Company at their meeting held on today *i.e.* Friday, 24th May, 2024, inter alia considered and approved following:

1. Upon the recommendation and approval of the Nomination and Remuneration Committee (NRC), the Board of Directors of the Company has approved the re-appointment of Mr. Apurva V. Shah (DIN: 08197983) as Whole-time Director of the Company for a further period of 3 years w.e.f. 11th August, 2024 to 10th August, 2027, with payment of remuneration by way of salary of Rs. 3,60,000/- per month plus perquisites and allowances, subject to approval of shareholders by passing Ordinary Resolution through Postal Ballot. The brief profile of Mr. Apurva V. Shah is enclosed herewith as "**Annexure - A**".

Pursuant to directions issued by the Securities and Exchange Board of India ("SEBI") dated 14th June, 2018 and BSE Circular No. LIST/COMP/14/2018-19 dated June 20, 2018 and as disclosure given by Mr. Apurva V. Shah, we here by inform that Mr. Apurva V. Shah (DIN: 08197983) is not debarred from holding the office of Director by virtue of any order passed by SEBI, Ministry of Corporate Affairs ("MCA") or any such other statutory authorities.

2. Upon the recommendation and approval of the Nomination and Remuneration Committee (NRC), the Board of Directors of the Company has approved the re-appointment of Mr. Rajendrakumar C. Patel (DIN: 06532676) as Non-Executive Independent Director of the Company, not liable to retire by rotation, for a second term of 5 years from 10th August, 2024 up to 9th August, 2029, subject to approval of shareholders by passing Special Resolution through Postal Ballot. The brief profile of Mr. Rajendrakumar C. Patel is enclosed herewith as "**Annexure - B**".



Rakanpur Works :
805, 806, 807, 810, Rakanpur 382 722,
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CIN NO. L29190GJ1992PLC017801



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Mr. Rajendrakumar C. Patel meets the criteria for independence as provided in Section 149(6) of the Act and the rules made thereunder and Regulation 16(1)(b) of SEBI Listing Regulations and who has submitted a declaration to that effect. In terms of Regulation 25(8) of SEBI Listing Regulations, he has confirmed that he is not aware of any circumstances or situation which exists or may be reasonably anticipated that could impair or impact his ability to discharge his duties as an Independent Director.

His name has already been registered with Independent Director's Databank, IICA under Registration No. IDDB-PA-202002-009073 valid from 14th February, 2020 to 28th February, 2025.

Pursuant to directions issued by the Securities and Exchange Board of India ("SEBI") dated 14th June, 2018 and BSE Circular No. LIST/COMP/14/2018-19 dated June 20, 2018 and as disclosure given by Mr. Rajendrakumar C. Patel, we here by inform that Mr. Rajendrakumar C. Patel (DIN: 06532676) is not debarred from holding the office of Director by virtue of any order passed by SEBI, Ministry of Corporate Affairs ("MCA") or any such other statutory authorities.

3. In continuation of Special Resolution passed by the shareholders at the 27th Annual General Meeting (AGM) held on 28th September, 2019, pursuant to the provisions of Regulation 17(1A) of SEBI Listing Regulations for continuing the Directorship of Mr. Rajendrakumar C. Patel (DIN: 06532676) as Non-Executive Independent Director of the Company who has attained the age of 75 years during his first tenure as an Independent Director upto 9th August, 2024, the Board of Directors has again approved in respect of continuing the Directorship of Mr. Rajendrakumar C. Patel as Non-Executive Independent Director of the Company who has attained the age 75 years in respect his re-appointment for second term of 5 years subject to approval of the shareholders by passing special resolution through Postal Ballot. The brief profile of Mr. Rajendrakumar C. Patel is enclosed herewith as "Annexure - B".
4. The Company would be seeking the approval of the Shareholders for aforesaid matters mentioned under (1) to (2) above, by Postal Ballot in accordance with Section 108 and 110 and all other applicable provisions of the Companies Act, 2013 read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 and various circulars issued by Ministry of Corporate Affairs (MCA) in this regard and Regulation 44 of SEBI Listing Regulations.

In compliance with the relevant circulars, the Notice of Postal Ballot and instruction for casting vote through remote e-voting will be sent in due course of time to all the shareholders of the Company whose email addresses are registered with the Company /Depository Participant(s) as on cut of date for remote e-voting.

5. Appointment of CS Punit Lath, Practicing Company Secretary, Ahmedabad (ACS No. 26238 & COP No. 11139) as Scrutinizer for conducting the Postal Ballot through remote e-voting process in a fair and transparent manner.

The Board Meeting commenced at 3:30 p.m. and concluded at 5:30 p.m.

The information contained in this disclosure will also be available on the Company's website www.patelsairtemp.com.



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Patels Airtemp (India) Limited

You are requested to take the aforesaid matters on record.

Thanking you,

Yours faithfully,

For Patels Airtemp (India) Limited

Nikhil
Maneklal
Patel

Digitally signed by
Nikhil Maneklal Patel
Date: 2024.05.24
17:55:01 +0530



Nikhil M. Patel

**Company Secretary & Compliance Officer
(Membership No. A6814)**

Encl: As above

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Annexure - A Brief Profile of Mr. Apurva V. Shah (DIN: 08197983)

Sr. No.	Requirement	Particulars
1.	Reason for change (i.e. appointment, resignation, removal, death or otherwise)	Re-appointment of Mr. Apurva V. Shah (DIN: 08197983) as Whole-time Director of the Company for a period of 3 years with effect from 11 th August, 2024 to 10 th August, 2027.
2.	Date of Appointment / Cessation (as applicable) and terms of appointment	The tenure of the re-appointment will be for period of 3 years with effect from 11 th August, 2024 to 10 th August, 2027 with payment of salary of Rs. 3,60,000/-, per month plus perquisites and allowances which is subject to approval of shareholders by passing an Ordinary Resolution through postal ballot.
3.	Brief Profile	<p>Mr. Apurva V. Shah, aged about 60 years, is holding degree of B.E. (Mechanical) and Post Diploma in Refrigeration and Air-conditioning (PDRA). He is having around 40 years of experience in complete designing (Thermal and Mechanical including review of FE Analysis) and Estimation/Costing of pressure vessels, Column, Shell & Tube Heat Exchangers, Air cooled Heat Exchangers as per National & International Codes like ASME, TEMA, HEI, API, BS, EN, IS, IBR used in Hydrocarbon Sector, Refineries, Petrochemicals, Fertilizers, Power Plants, Textiles, Air-Conditioning, Compressor, Packaging manufacturers etc. He also took training in USA for Designing & Estimation of Air Cooled Heat Exchangers for water cooling, Steam Condensing, Oil Cooling, Refinery Coolers and Condensers.</p> <p>Before becoming an Whole-time Director in 2018, he was Vice President (Operations) of the Company (joined the Company as a Sr. Design Engineer in 1992) handling various departments including Design, Proposal & Offer, Marketing, Shop Operation etc. for various products of the Company namely pressure vessels, Column, Shell & Tube Heat Exchangers, Air cooled Heat Exchangers, Power Plant Heat Exchanger, Inter Coolers, After Coolers, Oil Coolers, Air Pre-heaters, LPG Bullets, Ammonia Storage Tanks, Condenser.</p> <p>He is not a Director in any other Listed Company and Unlisted Public Limited Company.</p>
4.	Shareholding in the Company	He holds 1,100 Equity Shares of Rs. 10/- each of the Company comprising 0.02% of the total paid-up share capital of the Company.



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Sr. No.	Requirement	Particulars
5.	Disclosure of Relationships between Directors (in case of appointment of Director)	Mr. Apurva V. Shah is not related to any other Directors of the Company, Manager and other Key Managerial Personnel (KMP).
6.	Affirmation that Director being appointed is not debarred from holding the office of the Director by virtue of any order of SEBI or any other such authority.	Nomination and Remuneration Committee (NRC) and Board of Directors of the Company has verified that Mr. Apurva V. Shah is not debarred from holding the office of Director by virtue of any order of SEBI or any other such authority.

Annexure - B

Brief Profile of Mr. Rajendrakumar C. Patel (DIN: 06532676)

Sr. No.	Requirement	Particulars						
1.	Reason for change (i.e. appointment, resignation, removal, death or otherwise)	Re-appointment of Mr. Rajendrakumar C. Patel (DIN: 06532676) as Non-Executive Independent Director of the Company for a second term of 5 years from 10 th August, 2024 up to 9 th August, 2029.						
2.	Date of Appointment / Cessation (as applicable) and terms of appointment	The tenure of the re-appointment will be for a second term of 5 years from 10 th August, 2024 up to 9 th August, 2029, not liable to retire by rotation which is subject to approval of shareholders by passing Special Resolution through postal ballot.						
3.	Brief Profile	<p>Mr. Rajendrakumar C. Patel, aged about 76 years, is holding degree of B.E. (Mechanical), Gujarat University and M.S. (Mechanical), University of Michigan Ann Arbor, USA. From 1972 to 2018, he, as a Mechanical Engineer, held senior position in Voltas Ltd., Blue Star Ltd., DAIL, Reliance Industries Ltd. and SMPS Consultant Ltd.</p> <p>He is holding position as an Independent Director of Praveg Limited (earlier known as "Praveg Communications (India) Limited"), Listed entity and he is not a Director in any Unlisted Public Limited Company.</p> <p>He is a member/chairman of Five Board Committees of Praveg Limited as under:</p> <table border="1"><thead><tr><th>Sr. No.</th><th>Name of Committee</th><th>Position</th></tr></thead><tbody><tr><td>1</td><td>Audit Committee</td><td>Member</td></tr></tbody></table>	Sr. No.	Name of Committee	Position	1	Audit Committee	Member
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1	Audit Committee	Member						



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Sr. No.	Requirement	Particulars												
		<table border="1"><tr><td>2</td><td>Nomination and remuneration committee</td><td>Chairperson</td></tr><tr><td>3</td><td>Stakeholders Relationship Committee</td><td>Member</td></tr><tr><td>4</td><td>Risk Management Committee</td><td>Member</td></tr><tr><td>5</td><td>Corporate Social Responsibility Committee</td><td>Member</td></tr></table>	2	Nomination and remuneration committee	Chairperson	3	Stakeholders Relationship Committee	Member	4	Risk Management Committee	Member	5	Corporate Social Responsibility Committee	Member
2	Nomination and remuneration committee	Chairperson												
3	Stakeholders Relationship Committee	Member												
4	Risk Management Committee	Member												
5	Corporate Social Responsibility Committee	Member												
4.	Shareholding in the Company	He is not holding any shares in the Company.												
5.	Disclosure of Relationships between Directors (in case of appointment of Director)	Mr. Rajendrakumar C. Patel is not related to any other Directors of the Company, Manager and other Key Managerial Personnel (KMP).												
6.	Affirmation that Director being appointed is not debarred from holding the office of the Director by virtue of any order of SEBI or any other such authority.	Nomination and Remuneration Committee (NRC) and Board of Directors of the Company has verified that Mr. Rajendrakumar C. Patel is not debarred from holding the office of Director by virtue of any order of SEBI or any other such authority.												



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