

SWEET DREAMS

September 27, 2025

To,
National Stock Exchange of India Limited
Exchange Plaza, Bandra Kurla Complex,
Bandra East, Mumbai-400051

Symbol: SDREAMS

Subject: Intimation regarding Change in Management of S D RETAIL LIMITED ("Company") – Post Approval of Members at the Annual General Meeting

Ref: Regulation 30 of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015

Dear Sir/Madam,

In continuation to our intimation dated 28th August 2025 and Pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015 (LODR"), the shareholders of the Company at their Annual General Meeting held on 25th September 2025, have approved the following:

1. Re-appointment of Mr. Hitesh Pravinchandra Ruparelia(DIN: 00490790) as Chairman and Managing Director, being eligible, for retire by rotation. (Annexure-1)
2. Re-appointment of Ms. Simeran Bhasin(DIN: 07482286) as Professional Non-Executive Director, being eligible, for retire by rotation. (Annexure-1)
3. Appointment of Mr. Jaydeep Jagannath Shetty (DIN: 01567863) as Non Executive & Independent Director. (Annexure-2)
4. Appointment M/s. Monika Chechani & Associates, Practicing Company Secretaries (Certificate of Practice No. 10883 and Peer Review Certificate No.: 1226/2021) as the Secretarial Auditor of the Company for the period of Five (5) Financial years commencing from FY 2025-26 to FY 2029-30. (Annexure-3)
5. Change in Designation of Mr. Utpalbhai Pravinchandra Ruparelia (DIN: 00300525) from Whole-Time Director to Managing Director. (Annexure-4)
6. Change in Designation of Mr. Vishesh Jailesh Dalal (DIN: 03250002) from Nominee Director to Director (Professional Non-Executive, Non independent). (Annexure-4)

S D RETAIL LIMITED

(Formerly known as S D Retail Private Limited)

C-929, Stratum at Venus Ground, Near Jhansi Ki Rani Statue, Nehru Nagar, Ahmedabad-380006. Gujarat, India.

Contact: 7043106787 Email: sdrpl@sweetdreamsindia.com Website: www.sweetdreams.in

CIN NO: L52520GJ2004PLC056076

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The requisite details pertaining to the above change, pursuant to Regulation 30 of the SEBI (LODR) Regulations read with SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/0155 dated 11th November 2024, are enclosed as Annexure 1, Annexure 2, Annexure 3 & Annexure 4.

Thanking You,

Yours Faithfully,

For S D RETAIL LIMITED

SHAH
POOJABEN
Digitally signed
by SHAH
POOJABEN
Date: 2025.09.27
16:56:25 +05'30'

POOJABEN SHAH
COMPANY SECRETARY & COMPLIANCE OFFICER
Membership No.: A73158

Encl.: As above

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Annexure-1

Sr no.	Particulars	Details	
1	Name	HITESH PRAVINCHANDRA RUPARELIA	SIMERAN BHASIN
2	Reason for change	Re-appointment as Chairman and Managing Director of the Company due to retirement by rotation.	Re-appointment as Professional Non-Executive Director of the Company due to retirement by rotation.
3	Date and Term of Re-appointment	The Shareholders at their 21 st AGM held on Thursday, 25th September, 2025 have approved the Re-appointment of Mr. Hitesh Pravinchandra Ruparelia, Chairman and Managing Director	The Shareholders at their 21 st AGM held on Thursday, 25th September, 2025 have approved the Re-appointment of Mr. Simeran Bhasin, Professional Non-Executive Director
4	Brief Profile	He is co-founder and Promoter of S D Retail Ltd, a company that has been at the forefront of the retail industry since its inception in 1989. He has been instrumental in taking major policy decision of the Company. His contributions to S D Retail Limited go beyond day-today management. His foresight in recognizing the potential of the apparel sector and his ability to adapt to market changes has been key to the brand's success. His leadership style, characterized by a blend of traditional business wisdom and a keen sense of emerging market trends, has fostered a culture of Innovation and resilience within the company.	She is having experience in marketing and brand management, spanning across several industries with significant contributions to each. She has worked with various MNCs like Manipal Hotels Ltd, Titan Industries, Britannia Industries, Fastrack, Wildcraft etc. She is responsible for all the marketing related activities

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5	Relationship with other Directors, Manager and other Key Managerial Personnel of the Company	Brother of Mr. Utpalbhai Pravinchadra Ruparelia, Whole Time Director	Not related to any of the Directors, Manager and other Key Managerial Personnel on the Board.
6	Shareholding in Company	4751120 Shares	Nil
7	Whether Director is debarred from holding the office by virtue of any SEBI order or any other authority	No	No
8	Whether Director is Disqualified from holding the office of Directors Pursuant to the provisions of section 164 of Companies Act 2013.	No	No

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Annexure-2

Sr no.	Particulars	Details
1	Name	JAYDEEP JAGANNATH SHETTY
2	Reason for change viz. appointment, Resignation, removal, death or otherwise;	Appointment for the position of Non-Executive - Independent Director of the company pursuant to the recommendation of Board of Directors and NRC.
3	Date of Appointment/Cessation (as applicable) & terms of appointment	Date: September 25, 2025. Mr. Jaydeep Jagannath Shetty Satisfies the criteria of Independence Prescribed Under the Companies Act, 2013 and Listing Regulations. On the terms and conditions as may be decided by the Board from time to time.
4	Brief Profile	Mr. Jaydeep Shetty is a seasoned executive with a rich history of founding and leading successful startups, establishing them as nationally recognized brands. With over 27 years of experience, he excels in setting up and hyper-scaling businesses. His expertise spans brand building, talent development, capital-raises, ERP implementation, procurement, and national retail operations. He is widely respected in the Indian retail industry and a sought-after speaker at retail and business conferences. Highly accomplished and visionary executive with extensive experience in founding and leading successful start-ups, building strong business foundations for scalability, and achieving

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		outstanding results in the retail industry. Consulting experience covers new start ups in fashion, brand strategy consulting and EdTech. Also regularly consults private equity and venture capital firms on project basis.
5	Disclosure of relationships between directors (in case of appointment of a director)	There is no pecuniary relationship between Company and Director.
6	Shareholding in Company	Nil
7	Whether Director is debarred from holding the office by virtue of any SEBI order or any other authority	No
8	Whether Director is Disqualified from holding the office of Directors Pursuant to the provisions of section 164 of Companies Act 2013.	No

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Annexure-3

Sr no.	Particulars	Details
1	Name of Firm	MONIKA CHECHANI & ASSOCIATES
2	Reason for change viz. appointment, Resignation, removal, death or otherwise;	Appointment: The shareholders at the Annual General Meeting of S D RETAIL LIMITED held on 25 th September 2025 approved the appointment of M/s. MONIKA CHECHANI & ASSOCIATES, Practicing Company Secretaries as the Secretarial Auditor of the Company for 5 years pursuant to the recommendation of Board of Directors and Audit Committee.
3	Date of Appointment & term of Appointment	Date of Appointment: 25 th September 2025. Term of appointment: Term of (5) Five years i.e. from financial year 2025-26 to financial year 2029-30.
4	Brief Profile	MONIKA CHECHANI & ASSOCIATES is a Peer Reviewed Company Secretaries firm registered with Institute of Company Secretaries of India (since 2012) having Membership No. F9253 and Certificate of Practice No. 10883 and rendering services in the area of Company Law, SEBI Laws, RBI Laws, FEMA Laws, IPR Laws and RD/ROC related matters. MONIKA CHECHANI & ASSOCIATES has a team of qualified Company Secretaries and apprentice trainees and are associated to different professionals to cater clients with all the types of Secretarial work services. They work closely with their clients to understand their business and goals.
5	Disclosure of relationships between directors	Not applicable

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Annexure-4

Sr no.	Particulars	Details	
1	Name	Utpalbhai Pravinchandra Ruparelia	Vishesh Jailesh Dalal
2	Reason for change viz. appointment, Resignation, removal, death or otherwise;	Change in designation: The Members approved the Change in designation of Mr. Utpalbhai Pravinchandra Ruparelia from Whole Time Director to Managing Director pursuant to the recommendation of Board of Directors and NRC.	Change in designation: The Members approved the Change in designation of Mr. Vishesh Jailesh Dalal from Nominee Director to Professional Non-Executive Director, Non-Independent pursuant to the recommendation of Board of Directors and NRC.
3	Date of Appointment/Cessation (as applicable) & terms of appointment	Date: September 25, 2025 Terms: The terms and conditions of his Change in Designation, including remuneration, shall remain the same as those previously approved by the Board and members under his current appointment. For the period of his remaining tenure (Out of 5 year term) effective From date September 25, 2025.	Date: September 25, 2025 On the terms and conditions as may be decided by the Board from time to time.
4	Brief Profile (In case of Appointment)	Not applicable	Not applicable
5	Disclosure of relationships between directors	Brother of Mr. Hitesh Pravinchadra Ruparelia, Chairman and Managing Director.	Not applicable

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6	Shareholding in Company	3167560 Shares	Nil
7	Whether Director is debarred from holding the office by virtue of any SEBI order or any other authority	No	No
8	Whether Director is Disqualified from holding the office of Directors Pursuant to the provisions of section 164 of Companies Act 2013.	No	No

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