

Date: April 8, 2022

BSE Limited,
PhirozeJeejeebhoy Towers,
Dalal Street, Mumbai - 400 001

National Stock Exchange of India Ltd.,
Exchange Plaza, C-1, Block G, Bandra Kurla
Complex, Bandra (E), Mumbai - 400 051

Scrip Code: 540879**Symbol: APOLLO****ISIN: INE713T01010**

Dear Sir(s),

Sub.: Postal Ballot Notice- Disclosure under Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

Pursuant to provisions of Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and in continuation to our letter dated March 25, 2022, we are enclosing herewith the Postal Ballot Notice together with Explanatory Statement, seeking approval of the Members for the Ordinary and Special Resolutions as mentioned in the Postal Ballot Notice dated March 25, 2022.

The Postal Ballot Notice along with the Explanatory Statement, is being sent to the Members whose names have appeared in the Register of Members / Register of Beneficial Owners received from Bigshare Services Private Limited, Registrar and Share Transfer Agents of the Company ("BIGSHARE") and the Depositories as on Friday, March 25, 2022 ("Cut-off date") and whose e-mail IDs are registered with the Company / Depositories, in accordance with Circular No. 14/2020 dated April 8, 2020, Circular No. 17/2020 dated April 13, 2020, General Circular No. 22/2020 dated June 15, 2020, General Circular No. 33/2020 dated September 28, 2020, General Circular No. 39/2020 dated December 31, 2020, General Circular no. 10/2021 dated June 23, 2021 and General Circular no. 20/2021 dated December 8, 2021, issued by the Ministry of Corporate Affairs ("MCA Circulars").

In terms of the MCA Circulars, the Company has sent the postal ballot notice in electronic form only. The Company has engaged the services of Central Depository Services (India) Limited ("CDSL") for providing e-voting facility to the Members. The e-voting facility will be available from **9:00 a.m. (IST) on Tuesday, April 12, 2022 to 5:00 p.m. (IST) on Wednesday, May 11, 2022**. The voting results of e-voting will be declared on or before May 13, 2022. Members who have not registered their e-mail IDs are requested to register their e-mail IDs with BIGSHARE, by following the procedure provided in the Postal Ballot Notice dated March 25, 2022, on or before 5:00 p.m. (IST) on Wednesday, May 11, 2022, pursuant to which, the Member may receive on the e-mail id provided by the Member the Postal Ballot Notice along with the login ID and password for remote e-voting. In case of any queries, Members may send email to cs@apollo-micro.com.

The copy of the said Notice of Postal Ballot is made available on the website of the Company, viz. www.apollo-micro.com and on the websites of BSE Limited (www.bseindia.com) and National Stock Exchange of India Limited (www.nseindia.com).

We Request you to kindly take on record the information and disseminate the same.

Thanking You
Yours Faithfully

For Apollo Micro Systems Limited

Vitta Chaitanya Siva Shankar
Company Secretary & Compliance Officer

Encl: As mentioned above

**APOLLO MICRO SYSTEMS LIMITED**

Regd. Off: Plot No. 128/A, Road No. 12, IDA-Mallapur, Uppal Mandal, R.R. Dist - 500076, Telangana, India.

Tel No: 040 - 27167000 - 099, Fax No: 040 - 27150820

cs@apollo-micro.com, www.apollo-micro.com

CIN No: L72200TG1997PLC026556

NOTICE OF POSTAL BALLOT

[Pursuant to Section 110 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014]

Dear Member(s),

Notice of Postal Ballot is hereby given to the Members of the Company pursuant to Section 108 and Section 110 of the Companies Act, 2013 ("**Act**") read with Rule 20 and Rule 22 of Companies (Management and Administration) Rules, 2014, ("**Rules**"), Circular Nos. 14/2020 dated April 08, 2020, 17/2020 dated April 13, 2020, 22/2020 dated June 15, 2020, 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 10/2021 dated June 23, 2021 and 20/2021 dated December 08, 2021 issued by the Ministry of Corporate Affairs ("**MCA**") (hereinafter collectively referred to as "**MCA Circulars**"), and Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time ("**SEBI LODR, 2015**") and Secretarial Standard on General Meetings ("**SS-2**") issued by the Institute of Company Secretaries of India and other applicable provisions, Apollo Micro Systems Limited (the "**Company / AMS**") is seeking the consent of its Members by way of Special Resolutions for the matters more specifically provided in the appended resolutions proposed to be passed through Postal Ballot by way of remote e-voting.

In compliance with the requirements of the MCA Circulars, the Company will send Postal Ballot Notice along with explanatory statement by email to all its Members who have registered their email addresses with the Company or Depository/ Depository Participants and the communication of assent / dissent of the Members will take place through the remote e-voting system.

The Board of Directors of the Company at its Meeting held on Friday, March 25, 2022, approved the businesses, as set out in this Notice, for approval of the Members of the Company through Postal Ballot. Accordingly, the proposed resolutions and the explanatory statement thereto are annexed herewith for your consideration and you are requested to record your assent or dissent by means of remote e-voting facility provided by the Company.

Members may note that, in accordance with the provisions of Sections 108 and 110 of the Companies Act, 2013 and Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014, and the Secretarial Standards issued by the Institute of Company Secretaries of India read with Regulation 44 of the Listing Regulations, the Company is pleased to provide its Members the facility to exercise their right to vote by electronic means and the business may be transacted through e-voting services provided by Central Depository Services (India) Limited ("**CDSL**").

The e-voting facility will be available from **9:00 a.m. (IST) on Tuesday, April 12, 2022 to 5:00 p.m. (IST) on Wednesday, May 11, 2022**. The e-voting module shall be disabled by CDSL for voting thereafter. During this period, Members of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date, Friday, March 25, 2022, may cast their vote electronically. Please read and follow the instructions on e-voting enumerated in the notes to this Notice(s). Once the vote on the resolution is cast by a member, the same will not be allowed to be changed subsequently.

The Board of Directors has appointed Mr. Datla Venkatesh (Membership No. ACS 36504, Certificate of Practice No.: 14074), Practicing Company Secretary, as the Scrutinizer to scrutinize the remote e-voting process in a fair and transparent manner. Members desiring to exercise their vote through the remote e-voting process are requested to carefully read the instructions indicated in this Notice and record their assent (FOR) or dissent (AGAINST) by following the procedure as stated in the Notes forming part of the Notice for casting of votes by remote e-voting not later than 5:00 P.M. (IST) on Wednesday, May 11, 2022. Remote e-voting will be blocked immediately thereafter by CDSL and no e-voting will be allowed beyond the said date and time.

APOLLO MICRO SYSTEMS LIMITED

Regd. Off: Plot No. 128/A, Road No. 12, IDA-Mallapur, Uppal Mandal, R.R. Dist - 500076, Telangana, India.

Tel No: 040 - 27167000 - 099, Fax No: 040 - 27150820

cs@apollo-micro.com, www.apollo-micro.com

CIN No: L72200TG1997PLC026556

The Scrutinizer shall, after conclusion of remote e-voting submit his report to the Chairman of the Company or any person authorised by him, after completion of the scrutiny of the votes cast electronically. The result of the postal ballot will be declared by the Chairman of the Board or the Company Secretary, duly authorized by the Chairman, in this regard, within two working days of conclusion of remote e-voting process i.e. on or before May 13, 2022. The Scrutinizer's decision on the validity of e-voting shall be final. The results declared along with the Scrutinizer's Report shall be placed on the website of the Company at www.apollo-micro.com and on the e-voting website of CDSL viz. www.evotingindia.com and shall also be simultaneously communicated to BSE Limited (www.bseindia.com) and National Stock Exchange of India Limited (www.nseindia.com). The Resolutions, if passed with the requisite majority through Postal Ballot, shall be deemed to have been passed, on the last date specified for remote e-voting i.e. Wednesday, May 11, 2022.

The explanatory statement pursuant to Sections 102, 110 and other applicable provisions of the Act read with the applicable Rules setting out all material facts relating to the resolutions mentioned in this Postal Ballot Notice are annexed hereto.

PROPOSED RESOLUTIONS ARE AS BELOW:

SPECIAL BUSINESS:

ITEM 1: To reappoint Mr. Karunakar Reddy Baddam (DIN: 00790139) as Managing 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 Sections 196, 197, 198, 203 and other applicable provisions of the Companies Act, 2013 ("Act"), the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Companies (Appointment and Qualification of Directors) Rules, 2014 read with Schedule V of the Act (including any amendments thereto or re-enactment thereof for the time being in force) and applicable Regulations of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and Articles of Association of the Company and such other consents and approvals as may be necessary; consent of the Members be and is hereby accorded for the re-appointment of Mr. Karunakar Reddy Baddam (DIN: 00790139) as Managing Director ("MD") of the Company, for a further period of 5 (five) years commencing from April 1, 2022 till March 31, 2027 (both days inclusive), not liable to retire by rotation, on the terms and conditions set out in the Explanatory Statement annexed to this Notice.

RESOLVED FURTHER THAT the aggregate remuneration inclusive of salary and other benefits payable to Mr. Karunakar Reddy Baddam, including in the event of loss or inadequacy of profits in any financial year during his tenure, shall be as per the limits approved and authorization given to the Board of Directors as per the Special Resolution passed by the shareholders at the 24th Annual General Meeting of the Company held on 28th September 2021.

RESOLVED FURTHER THAT the Board of Director or any Committee constituted or to be constituted by the Board of Directors or the Company Secretary of the Company be and is hereby authorised to delegate the powers to any officer of the Company to do all such acts, deeds, matters and things as the Board may, in its absolute discretion, consider necessary, expedient or desirable in order to give effect to this resolution or otherwise considered by the Board in the best interest of the Company, as it may deem fit.

ITEM 2: To reappoint Mr. Venkata Siva Prasad Chandrapati (DIN: 03601703), as Whole Time Director (Technical) 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 Sections 196, 197, 198, 203 and other applicable provisions of the Companies Act, 2013 ("Act"), the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Companies (Appointment and Qualification of Directors) Rules, 2014 read with Schedule V of the Act (including any amendments thereto or re-enactment thereof for the time being in force) and applicable Regulations of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and Articles of Association of the Company and such other consents and approvals as may be necessary; consent of the Members be and is hereby accorded for the re-appointment of Mr. Venkata Siva Prasad Chandrapati (DIN: 03601703), as Whole Time Director (Technical) of the Company, for a further period of 5 (five) years commencing from August 22, 2022 till August 21, 2027 (both days inclusive), not liable to retire by rotation, on the terms and conditions set out in the Explanatory Statement annexed to this Notice.

RESOLVED FURTHER THAT the aggregate remuneration inclusive of salary and other benefits payable to Mr. Venkata Siva Prasad Chandrapati, including in the event of loss or inadequacy of profits in any financial year during his tenure, shall be as per the limits approved and authorization given to the Board of Directors as per the Special Resolution passed by the shareholders at the 24th Annual General Meeting of the Company held on 28th September 2021.

RESOLVED FURTHER THAT the Board of Directors or any Committee constituted or to be constituted by the Board of Directors or the Company Secretary of the Company be and is hereby authorised to delegate the powers to any officer of the Company to do all such acts, deeds, matters and things as the Board may, in its absolute discretion, consider necessary, expedient or desirable in order to give effect to this resolution or otherwise considered by the Board in the best interest of the Company, as it may deem fit.

ITEM 3: To reappoint Mr. Krishna Sai Kumar Addepalli (DIN: 03601692), as Whole Time Director (Operations) 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 Sections 196, 197, 198, 203 and other applicable provisions of the Companies Act, 2013 ("Act"), the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Companies (Appointment and Qualification of Directors) Rules, 2014 read with Schedule V of the Act (including any amendments thereto or re-enactment thereof for the time being in force), and Articles of Association of the Company and such other consents and approvals as may be necessary; consent of the Members be and is hereby accorded for the re-appointment of Mr. Krishna Sai Kumar Addepalli (DIN: 03601692), as Whole Time Director (Operations) of the Company, for a further period of 5 (five) years commencing from August 22, 2022 till August 21, 2027 (both days inclusive), not liable to retire by rotation, on the terms and conditions set out in the Explanatory Statement annexed to this Notice.

RESOLVED FURTHER THAT the aggregate remuneration inclusive of salary and other benefits payable to Mr Krishna Sai Kumar Addepalli, including in the event of loss or inadequacy of profits in any financial year during his tenure, shall be as per the limits approved and authorization given to the Board of Directors as per the Special Resolution passed by the shareholders at the 24th Annual General Meeting of the Company held on 28th September 2021.

RESOLVED FURTHER THAT the Board of Directors or any Committee constituted or to be constituted by the Board of Directors or the Company Secretary of the Company be and is hereby authorised to delegate the powers to any officer of the Company to do all such acts, deeds, matters and things as the Board may, in its absolute discretion, consider necessary, expedient or desirable in order to give effect to this resolution or otherwise considered by the Board in the best interest of the Company, as it may deem fit.

ITEM 4: To reappoint Mr. Raghupathy Goud Theegala(DIN: 07785738) as an Independent Director of the Company.

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

RESOLVED THAT pursuant to Sections 149, 150 and 152 and other applicable provisions, if any, of the Companies Act, 2013 ("Act"), read with Schedule IV and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) of the Act, Regulation 16, 17, 25 (2A) & other applicable regulation(s) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 ("Listing Regulations");consent of the Members be and is hereby accorded for the re-appointment of Mr. Raghupathy Goud Theegala (DIN: 07785738), who has submitted a declaration that he meets the criteria of Independence as provided under the Act and the Listing Regulations, as an Independent Director, not liable to retire by rotation, for a further period of 5 (five) yearsfrom August 22, 2022 till August 21, 2027 (both days inclusive).

RESOLVED FURTHER THAT approval of the Members be and is hereby accorded for the continuation of directorship of Mr. Raghupathy Goud Theegala (DIN: 07785738) after he attains the age of 70 years (during his aforesaid tenure), as an Independent Director of the Company.

RESOLVED FURTHER THAT the Board of Directors or any Committee constituted or to be constituted by the Board of Directors or the Company Secretary of the Company be and is hereby authorized to delegate all or any of the powers to any committee of directors with power to further delegate to any other officer(s)/authorized representative(s) of the Company to do all acts, deeds and things and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

Place: Hyderabad
Date: 25.03.2022

By the Order of the Board
For **Apollo Micro Systems Limited**
Sd/-
(**Vitta Chaitanya Siva Shankar**)
Company Secretary

Notes:

1. A Statement pursuant to Section 102(1) of the Companies Act, 2013 (the Act) read with Regulation 36 of the SEBI Listing Regulations, and SS-2, setting out material facts and reasons for the Special Business is annexed hereto and forms part of this Postal Ballot Notice.
2. The Postal Ballot is to be conducted as per provisions of Section 110 read with Section 108 and other applicable provisions, if any, of the Companies Act, 2013 (the "Act"), Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 and MCA Circulars issued from time to time. The circular dated December 8, 2021 conveyed the decision of MCA to allow companies to transact items through postal ballot in accordance with framework provided in the aforesaid circulars up-to 30.06.2022.
3. Due to the outbreak of Covid-19 pandemic, the Ministry of Corporate Affairs ("MCA") vide MCA Circulars, has permitted companies to conduct the postal ballot by sending the notice in electronic form only. Accordingly, physical copy of the postal ballot notice along with postal ballot form and pre-paid business reply envelope will not be sent to the members for this postal ballot. The communication of the assent or dissent of the members would take place through the process of remote e-voting only.
4. The Postal Ballot Notice is being sent to the Members whose names appear in the Register of Members of the Company as on **Friday, the March 25, 2022 ("Cut-off date")** ("**Eligible Members**") and who have already registered their email IDs, for receipt of documents in electronic form, with their

Depository Participants or the Company's Registrar and Share Transfer Agent - Bigshare Services Private Limited (RTA). A person who is not a member as on the Cut-off date should treat this Postal Ballot Notice for information purpose only.

5. The voting rights of the Members shall be in proportion to their share in the Paid-up Equity Share Capital of the Company as on the cut-off date, i.e., Friday, the March 25, 2022.
6. Members who have not registered their e-mail addresses are requested to register the same with the Company's RTA / Depository Participant(s) for sending future communication(s) in electronic form.
7. Eligible Members can cast their vote electronically through remote e-Voting and related instructions for the remote voting electronically by accessing to the CDSL e-Voting system is mentioned below:

THE INTRUCTIONS OF SHAREHOLDERS FOR E-VOTING:

- (i) The voting period begins on **9:00 a.m. (IST) on Tuesday, April 12, 2022** and ends on **5:00 p.m. (IST) on Wednesday, May 11, 2022**. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date **Friday, March 25, 2022** may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) 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.

- (iii) 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	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 URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or visit www.cdslindia.com and click on "Login" icon and select "New System Myeasi".

with CDSL	<p>2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the e-voting is in progress as per the information provided by company. On clicking the e-voting 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. Additionally, there are also links provided to access the system of all e-Voting Service Providers i.e. CDSL/NSDL/KARVY/LINKINTIME, so that the user can visit the e-Voting service providers' website directly.</p> <p>3) If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration</p> <p>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 or click on https://evoting.cdslindia.com/Evoting/EvotingLogin. 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 e-voting is in progress and also able to directly access the system of all e-Voting Service Providers.</p>
Individual Shareholders holding securities in demat mode with NSDL	<p>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.nsdl.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.</p> <p>2) If the user is not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS" Portal or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</p> <p>3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.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 held 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.</p>
Individual Shareholders (holding securities in demat mode) login through their Depository Participants	<p>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.</p>

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 022-23058738 and 22-23058542-43.
Individual Shareholders holding securities in Demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30

(iv) Login method for 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.

- 7) After entering these details appropriately, click on "SUBMIT" tab.

- 8) 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.
- 9) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- 10) Click on the EVSN:APOLLO MICRO SYSTEMS LIMITED on which you choose to vote.
- 11) 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.
- 12) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- 13) 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.
- 14) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.
- 15) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.
- 16) 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.
- 17) **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 should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
 - 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 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

helpdesk.evoting@cdslindia.com/cs@apollo-micro.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 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 022-23058738 and 022-23058542/43.

All grievances connected with the facility for voting by electronic means may be addressed to Mr. RakeshDalvi, Sr. Manager, (CDSL) Central Depository Services (India) Limited, A Wing, 25th Floor, MarathonFuturex, Mafatlal Mill Compounds, N M Joshi Marg, Lower Parel (East), Mumbai - 400013 or send an email to helpdesk.evoting@cdslindia.com or call on 022-23058542/43.

Place: Hyderabad
Date: 25.03.2022

**By the Order of the Board
For Apollo Micro Systems Limited**
Sd/-
(VittaChaitanya Siva Shankar)
Company Secretary

Explanatory Statement
[Pursuant to Sec. 102 of the Companies Act, 2013]

ITEM 1: To reappoint Mr. Karunakar Reddy Baddam (DIN: 00790139) as Managing Director of the Company:

Mr. Karunakar Reddy Baddam was appointed as the Managing Director (“MD”) of Apollo Micro Systems Limited (“the Company”) as per the provisions of Section 196, 197, 198 and 203 of the Companies Act, 2013 (“the Act”) by the Share Holders at the Annual General Meeting of the Company held on August 26, 2017, for a period of (5) five years effective from April 1, 2017 till March 31, 2022. Further Based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors at their meeting held on February 14, 2022 has reappointed him for a further period of 5 (five) years i.e., from April 1, 2022 to March 31, 2027, not liable to retire by rotation, subject to approval of the members.

The Board of Directors, while re-appointing Mr. Karunakar Reddy Baddam as the MD, considered his background, experience and contributions to the Company. The Company has received from Mr. Karunakar Reddy Baddam, his consent to act as MD of the Company along with a declaration to the effect that he is not disqualified from being appointed as a Director in terms of Section 164(2) of the Companies Act, 2013 and has not been debarred or disqualified from being appointed or continuing as Director of a Company by the Securities and Exchange Board of India, Ministry of Corporate Affairs or any such other Statutory Authority. Mr. Karunakar Reddy Baddam satisfies all the conditions set out in Part-I of Schedule V of the Act as also conditions set out under subsection (3) of Section 196 of the Act for being eligible for this appointment.

In the Annual General Meeting of the Company held on 28th September 2021, the share holders of the company vide special resolution increased the overall limits of remuneration payable under section 197, 198 and schedule V of the Act including in the event of loss or inadequacy of profits in any financial year and authorised Board of Directors of the Company to decide the remuneration payable to Directors from time to time subject to the increased limits as approved.

Information about the appointee: brief resume

Mr. Karunakar Reddy Baddam has over 37 years of business experience. He is the Founder and Managing Director of the Company. Under his leadership, AMS has grown from a design company to a turnkey solutions provider and now we are at the stage of successful delivery of subsystems and systems as a whole. He was instrumental in successfully developing solutions for defence & space programmes with his innovative ideas and miniaturization techniques. He is a visionary and has relentlessly worked on developing import substitution. He is the core person in AMS to give direction, a layout to go forward and a stimulus to the success achieved by the Company over the years. His journey has been marked by his ambitious and entrepreneurial vision that enabled the Company to eventually build the growth ladder in a sustainable manner and achieve milestones.

The terms of re-appointment and remuneration payable to Mr. Karunakar Reddy Baddam as MD are as follows:

Period	: 5 (five) years w.e.f. 1st April, 2022
Remuneration	: a remuneration of Rs. 1,80,00,000/- (Rupees One Crore Eighty Lakhs only) per annum which is payable in monthly with such increments as the Board may decide from time to time subject to maximum limits as specified and approved above.
Performance Bonus	: 5% of profits of the Company calculated as per the provisions of Section 198 of the Act, subject to maximum limits as specified and approved above.

Perquisites : He shall be entitled to the following perquisites:

- a) Medical Insurance: As provided by the company group mediclaim policy, insurance coverage up to a maximum of Rs.5,00,000/- per annum, as per Company's policy .
- b) Personal Accident Insurance: As per Company's policy
- c) The Company's contribution to provident fund, superannuation fund or annuity fund shall be in accordance with the rules and regulations of the Company. Such contribution will not be included in the computation of the ceiling on perquisites to the extent either singly or put together are not taxable under the Income Tax Act, 1961
- d) Gratuity as per the Gratuity Act, 1972
- e) He is also eligible for One month's leave with full pay and allowance for every eleven months of service. Leave accumulated but not availed in the previous financial year will be carried forward to next financial year.
- f) Reimbursement of reasonable entertainment and other expenses actually and properly incurred in connection with the business of the Company.
- g) Mr Karunakar Reddy Baddam, so long as he functions as the Managing Director of the Company, shall not be entitled to receive any fee for attending any meeting of the Board or Committees thereof.

Profile of Mr. Karunakar Reddy Baddamis available on the website of the Company at www.apollo-micro.com in "About Us" section. Details as required under Regulations 36 of the SEBI Listing Regulations and the Secretarial Standard-2 ('SS-2') and other provisions of applicable laws are provided in Annexure 1 to the explanatory statement.

Except Mr. Karunakar Reddy Baddam and Mrs. Srilakshmi Reddy Vanjeti, Non-executive Director (relative of Mr. Karunakar Reddy Baddam), none of the directors or key managerial personnel of the Company and their relatives are concerned or interested, financially or otherwise, in the resolution as set out in Item No. 1.

In compliance with the provisions of Section 196, 197, 203 and other applicable provisions of the Act, read with Schedule V of the Act as amended and based on the recommendation of the Nomination and Remuneration Committee, the Board recommends the resolution proposing the re-appointment of Mr. Karunakar Reddy Baddamas MD of the Company, as set out in Item No. 1, for approval of the Members as an Ordinary Resolution.

ITEM 2: To reappoint Mr. Venkata Siva Prasad Chandrapati (DIN: 03601703), as Whole Time Director (Technical) of the Company:

Mr. Venkata Siva Prasad Chandrapati was appointed as the Whole Time Director (Technical) of Apollo Micro Systems Limited ('the Company') as per the provisions of Section 196, 197, 198 and 203 of the Companies Act, 2013 ("the Act") by the Share Holders at the Annual General Meeting of the Company held on August 26, 2017, for a period of 5 (five) years effective from August 21, 2017 till August 20, 2022. Further Based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors at their meeting held on February 14, 2022 has reappointed him for a further period of 5 (five) years i.e., from August 21, 2022 till August 20, 2027, not liable to retire by rotation, subject to approval of the members.

The Board of Directors, while re-appointing Mr. Venkata Siva Prasad Chandrapati as the Whole Time Director (Technical), considered his background, experience and contributions to the Company. The Company has received from Mr. Venkata Siva Prasad Chandrapati, his consent to act as Whole Time Director (Technical) of the Company along with a declaration to the effect that he is not disqualified from being appointed as a Director in terms of Section 164(2) of the Companies Act, 2013 and has not been debarred or disqualified from being appointed or continuing as Director of a Company by the Securities and Exchange Board of India, Ministry of Corporate Affairs or any such other Statutory Authority. Mr.

Venkata Siva Prasad Chandrapati satisfies all the conditions set out in Part-I of Schedule V of the Act as also conditions set out under subsection (3) of Section 196 of the Act for being eligible for this appointment.

In the Annual General Meeting of the Company held on 28th September 2021, the share holders of the company vide special resolution increased the overall limits of remuneration payable under section 197, 198 and schedule V of the Act including in the event of loss or inadequacy of profits in any financial year and authorised Board of Directors of the Company to decide the remuneration payable to Directors from time to time subject to the increased limits as approved.

Information about the appointee: brief resume

Mr. Venkata Siva Prasad Chandrapati has 25 years of experience working on varied technologies. He has done his M. Tech in Digital Signal Processing and his technical proficiency in the Industry is unmatched. His technical expertise, knowledge and managerial skills drive the Research & Development (R&D) groups of the Company. He undertakes the responsibility of heading & successful execution of the Defence projects of the Company. He started his journey with AMS in 1999, after serving with several other companies for over eight years. His expertise in design and product development makes him the best available in the industry. He is the architect who has built complex weapon system electronics which have contributed to the success of several indigenous defence programmes. His profound knowledge on Space systems has delivered complex Payload Checkout systems and Telemetry Systems for Space Programmes.

The terms of re-appointment and remuneration payable to Mr. Venkata Siva Prasad Chandrapati as Whole Time Director (Technical) are as follows:

Period : 5 (five) years w.e.f. August 21, 2022

Salary : Rs. 2,00,000/- (Rupees Two Lakhs only) per month.

Perquisites : In addition to the above, he shall be entitled to the following perquisites:

- a) Medical Insurance: As provided by the company group mediclaim policy, insurance coverage up to a maximum of Rs.5,00,000/- per annum.
- b) Personal Accident Insurance: As per Company's policy
- c) The Company's contribution to provident fund, superannuation fund or annuity fund shall be in accordance with the rules and regulations of the Company. Such contribution will not be included in the computation of the ceiling on perquisites to the extent either singly or put together are not taxable under the Income Tax Act, 1961
- d) Gratuity as per the Gratuity Act, 1972
- e) He is also eligible for One month's leave with full pay and allowance for every eleven months of service. Leave accumulated but not availed in the previous financial year will be carried forward to next financial year.
- f) Reimbursement of reasonable entertainment and other expenses actually and properly incurred in connection with the business of the Company.
- g) Mr. Venkata Siva Prasad Chandrapati, so long as he functions as the Director of the Company, shall not be entitled to receive any fee for attending any meeting of the Board or Committee thereof.

Profile of Mr. Venkata Siva Prasad Chandrapati is available on the website of the Company at www.apollo-micro.com in "About Us" section. Details as required under Regulations 36 of the SEBI Listing Regulations and the Secretarial Standard-2 ('SS-2') and other provisions of applicable laws are provided in Annexure 1 to the explanatory statement.

Except Mr. Venkata Siva Prasad Chandrapati, none of the directors or key managerial personnel of the Company and their relatives are concerned or interested, financially or otherwise, in the resolution as set out in Item No. 2.

In compliance with the provisions of Section 196, 197, 203 and other applicable provisions of the Act, read with Schedule V of the Act as amended and based on the recommendation of the Nomination and Remuneration Committee, the Board recommends the resolution proposing the re-appointment of Mr. Venkata Siva Prasad Chandrapati as Whole Time Director (Technical) of the Company, as set out in Item No. 2, for approval of the Members as an Ordinary Resolution.

ITEM 3: To reappoint Mr. Krishna Sai Kumar Addepalli (DIN: 03601692), as Whole Time Director (Operations) of the Company:

Mr. Krishna Sai Kumar Addepalli was appointed as the Whole Time Director (Operations) of Apollo Micro Systems Limited ('the Company') as per the provisions of Section 196, 197, 198 and 203 of the Companies Act, 2013 ('the Act') by the Share Holders at the Annual General Meeting of the Company held on August 26, 2017, for a period of 5 (five) years effective from August 21, 2017 till August 20, 2022. Further Based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors at their meeting held on February 14, 2022 has reappointed him for a further period of 5 (five) years i.e., from August 21, 2022 till August 20, 2027, not liable to retire by rotation, subject to approval of the members.

The Board of Directors, while re-appointing Mr. Krishna Sai Kumar Addepalli as the Whole Time Director (Operations), considered his background, experience and contributions to the Company. The Company has received from Mr. Krishna Sai Kumar Addepalli, his consent to act as Whole Time Director (Operations) of the Company along with a declaration to the effect that he is not disqualified from being appointed as a Director in terms of Section 164(2) of the Companies Act, 2013 and has not been debarred or disqualified from being appointed or continuing as Director of a Company by the Securities and Exchange Board of India, Ministry of Corporate Affairs or any such other Statutory Authority. Mr. Krishna Sai Kumar Addepalli satisfies all the conditions set out in Part-I of Schedule V of the Act as also conditions set out under subsection (3) of Section 196 of the Act for being eligible for this appointment.

In the Annual General Meeting of the Company held on 28th September 2021, the share holders of the company vide special resolution increased the overall limits of remuneration payable under section 197, 198 and schedule V including in the event of loss or inadequacy of profits in any financial year and authorised Board of Directors of the Company to decide the remuneration payable to Directors from time to time subject to the increased limits as approved.

Information about the appointee: brief resume

Mr. Krishna Sai Kumar Addepalli is an Engineering Graduate in Electronics and Communication with 21 Years of varied experience in marketing, finance & operations. He is serving AMS since 2003, and was instrumental in expanding its customer base, diversifying the company into various markets and implementing reforms in quality processes, building robust supply chain management. He is actively involved in business development and focuses on enhancing the footprints of the company into various forays under defence and non-defence areas.

The terms of re-appointment and remuneration payable to Mr. Krishna Sai Kumar Addepalli as Whole Time Director (Operations) are as follows:

Period : 5 (five) years w.e.f. August 21, 2022

Salary : Rs. 2,00,000/- (Rupees Two Lakhs only) per month.

Perquisites : In addition to the above, he shall be entitled to the following perquisites:

- a) Medical Insurance: As provided by the company group mediclaim policy, insurance coverage up to a maximum of Rs.5,00,000/- per annum.

- b) Personal Accident Insurance: As per Company's policy
- c) The Company's contribution to provident fund, superannuation fund or annuity fund shall be in accordance with the rules and regulations of the Company. Such contribution will not be included in the computation of the ceiling on perquisites to the extent either singly or put together are not taxable under the Income Tax Act, 1961
- d) Gratuity as per the Gratuity Act, 1972
- e) He is also eligible for One month's leave with full pay and allowance for every eleven months of service. Leave accumulated but not availed in the previous financial year will be carried forward to next financial year.
- f) Reimbursement of reasonable entertainment and other expenses actually and properly incurred in connection with the business of the Company.
- g) Mr. Krishna Sai Kumar Addepalli, so long as he functions as the Director of the Company, shall not be entitled to receive any fee for attending any meeting of the Board or Committee thereof.

Profile of Mr. Krishna Sai Kumar Addepalli is available on the website of the Company at www.apollo-micro.com in "About Us" section. Details as required under Regulations 36 of the SEBI Listing Regulations and the Secretarial Standard-2 ('SS-2') and other provisions of applicable laws are provided in Annexure 1 to the explanatory statement.

Except Mr. Krishna Sai Kumar Addepalli, none of the directors or key managerial personnel of the Company and their relatives are concerned or interested, financially or otherwise, in the resolution as set out in Item No. 3.

In compliance with the provisions of Section 196, 197, 203 and other applicable provisions of the Act, read with Schedule V of the Act as amended and based on the recommendation of the Nomination and Remuneration Committee, the Board recommends the resolution proposing the re-appointment of Mr. Krishna Sai Kumar Addepalli as Whole Time Director (Operations) of the Company, as set out in Item No. 3, for approval of the Members as an Ordinary Resolution.

ITEM 4: To reappoint Mr. Raghupathy Goud Theegala (DIN: 07785738) as an Independent Director of the Company.

Mr. Raghupathy Goud Theegala was appointed as the Independent Director and Non-executive Chairman of Apollo Micro Systems Limited ('the Company') as per the provisions of Section 149, 150, 152 by the Share Holders at the Annual General Meeting of the Company held on August 26, 2017, for a period of 5 (five) years effective from August 21, 2017 till August 20, 2022. Further Based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors at their meeting held on February 14, 2022 has reappointed him for a further period of 5 (five) years i.e., from August 21, 2022 till August 20, 2027, not liable to retire by rotation, subject to approval of the members.

The Board, while re-appointing Mr. Raghupathy Goud Theegala as the Independent Director and Chairman, considered his background, experience and contributions to the Company.

The Company has also received a declaration of independence from Mr. Raghupathy Goud Theegala. Mr. Raghupathy Goud Theegala fulfils the conditions as set out in Section 149(6) read With Schedule IV of the Companies Act, 2013 and Regulation 16(1)(b) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, and is eligible for appointment as non-official Independent Director. He is also eligible for appointment as director in terms of provisions of Section 164 of the Companies Act, 2013 and has given his consent to act as director of the Company

It is herewith further informed that he will attain the age of 70 years during this term.

Information about the appointee: brief resume

Mr. Raghupathy Goud Theegala holds a Bachelor's degree in commerce from Osmania University and a Bachelor's degree in law from Bangalore University. He practiced law for a period of three years before joining A.P Police through Public Service Commission as Sub Inspector. Prior to joining our Company, he worked with the Andhra Pradesh Lokayukta and Upa - Lokayukta and is experienced in handling matters related to financial irregularities, abuse of power and corruption etc. He has been on the board of our Company since August 21, 2017 as an Independent Director.

Profile of Mr. Raghupathy Goud Theegalais available on the website of the Company at www.apollo-micro.com in "About Us" section. Details as required under Regulations 36 of the SEBI Listing Regulations and the Secretarial Standard-2 ('SS-2') and other provisions of applicable laws are provided in Annexure 2 to the explanatory statement.

Regulation 25 (2A) of the SEBI LODR, 2015 provides that the appointment, re-appointment or removal of an independent director of a listed entity, shall be subject to the approval of shareholders by way of a special resolution

Except Mr. Raghupathy Goud Theegala, none of the directors or key managerial personnel of the Company and their relatives are concerned or interested, financially or otherwise, in the resolution as set out in Item No. 4.

In compliance with the provisions of Section 149, 150, 152 and other applicable provisions of the Act, read with Schedule V of the Act as amended and based on the recommendation of the Nomination and Remuneration Committee, the Board recommends the resolution proposing the re-appointment of Mr. RaghupathyGoudTheegala as Independent Director and Chairman of the Company, as set out in Item No. 4, for approval of the Members as an Special Resolution.

**By the Order of the Board
For Apollo Micro Systems Limited**

Place: HyderabadHyderabad

Sd/-

Date: 25.03.2022

(VittaChaitanya Siva Shankar)
Company Secretary

Annexure 1

PROFILE OF DIRECTORS SEEKING APPOINTMENT / RE-APPOINTMENT

[Pursuant to Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and Secretarial Standard ('SS-2') issued by the ICSI]

Details	Karunakar Reddy Baddam	Venkata Siva Prasad Chandrapati	Krishna Sai Kumar Addepalli
DIN	00790139	03601703	03601692
Designation / Category of Directorship	Managing Director	Whole time Director	Whole time Director
Age	60 years	51	43
Date of first appointment on the Board	March 3, 1997	July 1, 2011	July 1, 2011
Qualification	Bachelor's degree in Arts from Osmania University	M. Tech in Digital Signal Processing	Engineering Graduate in Electronics and Communication
Expertise in specific functional areas	All functions of the Company including technology and R&D, M&A, market development, sales and brand management, innovation in service delivery and general administration.	Functions of the Company relating to technology and R&D, innovation in service delivery.	All functions of the Company including technology and R&D, M&A, market development, sales and brand management, innovation in service delivery and general administration.
Remuneration proposed to be paid	As per the details provided under the explanatory statement. Being an Executive Director, he will not be paid any sitting fees for attending the meetings of the Board/Committees.	As per the details provided under the explanatory statement. Being an Executive Director, he will not be paid any sitting fees for attending the meetings of the Board/Committees.	As per the details provided under the explanatory statement. Being an Executive Director, he will not be paid any sitting fees for attending the meetings of the Board/Committees.
Last drawn Remuneration	Rs. 90,00,000 (Rupees Ninety Lakhs only) (for nine months period ended on December 31, 2021)	Rs. 18,00,000 (Rupees Eighteen Lakhs only) (for nine months period ended on December 31, 2021)	Rs. 18,00,000 (Rupees Eighteen Lakhs only) (for nine months period ended on December 31, 2021)
Relationship with other Directors, Manager and other Key Managerial Personnel	Mrs. Srilakshmi Reddy Vanjeti, non-executive director of the Company is a relative to him	None	None
Number of Board Meetings attended during the FY 2021-22 (upto March 25, 2022)	6	5	6
Directorships held in other companies	1. Ananya Sip Rf Technologies Private Limited 2. Apollo Food & Beverages Private Limited	Nil	1. Apollo Food & Beverages Private Limited

Member/ Chairperson of committees of the Company	1. Stakeholders Relationship Committee Member - 2. Risk Management Committee Member - 3. Corporate Social Responsibility Committee Chairman -	1. Stakeholders Relationship Committee Member - 2. Risk Management Committee Chairman -	1. Audit Committee - Member
Names of listed entities from which resigned in the past three years	None	None	None
No. of shares held: (a) Own (b) For other persons on a beneficial basis	a) 12271690 b) Nil	a) 50082 b) Nil	a) 42321 b) Nil
Terms and Conditions of appointment/reappointment	As per the details provided under the resolution and explanatory statement	As per the details provided under the resolution and explanatory statement	As per the details provided under the resolution and explanatory statement
Skills and capabilities required for the role and the manner in which the proposed person meets such requirements	Not Applicable	Not Applicable	Not Applicable

Note: The Directorship, Committee Memberships and Chairmanships do not include positions in foreign companies, position as advisory board member(s) and position in Companies under Section 8 of the Companies Act, 2013, if any.

Annexure 2

PROFILE OF DIRECTORS SEEKING APPOINTMENT / RE-APPOINTMENT

[Pursuant to Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and Secretarial Standard ('SS-2') issued by the ICSI]

Details	RAGHUPATHY GOUD THEEGALA
DIN	07785738
Designation / Category of Directorship	Independent Director and Chairman
Age	67 years
Date of first appointment on the Board	August 21, 2017
Qualification	Bachelor's degree in commerce from Osmania University and a Bachelor's degree in law from Bangalore University
Expertise in specific functional areas	Prior to joining our Company, he worked with the Andhra Pradesh Lokayukta and Upa - Lokayukta and is experienced in handling matters related to financial irregularities, abuse of power and corruption etc
Remuneration proposed to be paid	Sitting Fees as approved by the Board from time to time
Last drawn Remuneration	Sitting Fees as approved by the Board from time to time
Relationship with other Directors, Manager and other Key Managerial Personnel	None
Number of Board Meetings attended during the FY 2021-22 (upto March 25, 2022)	6
Directorships held in other companies	1. Ananya Sip Rf Technologies Private Limited
Member/ Chairperson of committees of the Company	1. Audit Committee - Member 2. Nomination and Remuneration Committee - Member 3. Stake Holders Relationship Committee - Chairman 4. Corporate Social Responsibility Committee- Member
Names of listed entities from which resigned in the past three years	None
No. of shares held: (a) Own (b) For other persons on a beneficial basis	NIL
Terms and Conditions of appointment/reappointment	As per the details provided under the resolution and explanatory statement
Skills and capabilities required for the role and the manner in which the proposed person meets such requirements	He is experienced in handling matters related to financial irregularities, abuse of power and corruption etc. This would add immense value to the company by having transparent and best Board practices.

Note: The Directorship, Committee Memberships and Chairmanships do not include positions in foreign companies, position as advisory board member(s) and position in Companies under Section 8 of the Companies Act, 2013, if any.