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The Manager
Listing Department
National Stock Exchange of India Limited
“Exchange Plaza” C-1 Block G
Bandra Kurla Complex
Bandra (East)
Mumbai- 400051

02nd September, 2024

SYMBOL: APOLSINHOT

Sub: Notice of 26th Annual General Meeting to the shareholders

Dear Sir/Ma'am,

Pursuant to Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the Notice of 26th Annual General Meeting to the shareholders which is scheduled to be held on 26th September, 2024, Thursday at 11:00 am through Video Conferencing ('VC') or Other Audio Video Means ('OAVM') which would be deemed to be conducted at the Registered Office of the Company at No. 43/5, Ground Floor, Hussain Mansion, Greams Road, Thousand Lights, Chennai – 600006.


Please take the same on records.

Thanking You.

Yours faithfully,

For APOLLO SINDOORI HOTELS LIMITED

DAMAL
VILLIVALAM
SWATHI

 Digitally signed by DAMAL
VILLIVALAM SWATHI
Date: 2024.09.02 16:30:47
+05'30'

D V Swathi

Company Secretary

HOSPITALITY • CATERING • RESTAURANTS • MANAGEMENT SERVICES

APOLLO SINDOORI HOTELS LIMITED

(Registered & Corporate Office)

43/5, Hussain Mansion, Greams Road,
Thousand Lights, Chennai - 600 006.

CIN No.L72300TN1998PLC041360

APOLLO SINDOORI HOTELS LIMITED
CIN:L72300TN1998PLC041360

Registered Office:No. 43/5, Ground Floor, Hussain Mansion,
Greems Road,Thousand Lights, Chennai 600006.

NOTICE TO SHAREHOLDERS

Dear Shareholder(s)

Notice is hereby given that the 26th Annual General Meeting of the Shareholders of Apollo Sindoori Hotels Limited will be held on 26th September 2024, Thursday at 11.00 A.M. through Video Conferencing ('VC') or Other Audio Video Means ('OAVM') which would be deemed to be conducted at the Registered Office of the Company at No. 43/5, Ground Floor, Hussain Mansion, Greems Road, Thousand Lights, Chennai - 600006 to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider, approve and adopt the Audited Financial Statements of the Company for the year ended 31st March 2024 and the Consolidated Financial Statements for the said Financial Year and the Report of the Directors and Auditors thereon.
2. To declare final dividend of Rs. 2.00/- (Rupees Two only) per share to shareholders.
3. To appoint a Director in place of Mr. P Vijayakumar Reddy (DIN: 01097295), Director who retires by rotation and being eligible, offers himself for re-appointment.
4. To consider retirement by rotation of Ms. Suneeta Reddy (DIN:00001873), director liable to retire by rotation, who does not seek re-election:

To consider and if thought fit, to pass the following resolution as an Ordinary Resolution.

"RESOLVED THAT in accordance with the provisions of Section 152 and any other applicable provisions of the Companies Act, 2013, Ms. Suneeta Reddy (DIN: 00001873) Director liable to retire by rotation, who does not seek re-election, be not re-appointed as a Director of the Company."

SPECIAL BUSINESS:

5. **Appointment of Mr. Lodugureddygari Lakshminarayana Reddy (DIN:02739839) as Independent Director (Non-Executive Director) of the Company:**

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

"RESOLVED THAT pursuant to the provisions of Section 149, 150, 152,161 read with Schedule IV and other applicable provisions of the Companies Act, 2013 ("the Act") read with Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification or re-enactment thereof for the time being in force), Regulations 16(1)(b), 17, 25(2A) and other applicable provisions, if any, of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended ("LODR Regulations"), the Articles of Association of the Company and on the recommendation of the Nomination and Remuneration Committee and the Board of Directors, **Mr. Lodugureddygari Lakshminarayana Reddy** (DIN:02739839), who was appointed as an Additional Director in the capacity of Independent Non-Executive Director of the Company with effect from 13th August, 2024, who holds office upto the date of this Annual General Meeting and who has submitted a declaration that he meets the criteria for independence as prescribed under Section 149(6) of the Act and Listing Regulations, who is eligible for such appointment and in respect of whom the Company has received a notice in writing under Section 160(1) of the Act from a member proposing his candidature for the office of the Director, be and is hereby appointed as an Independent Director (Non-Executive Director) of the company, not liable to retire by rotation, with effect from 13th August, 2024 to hold office for a term of five consecutive years i.e upto 12th August, 2029.

RESOLVED FURTHER THAT the Board be and is hereby authorised 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."

6. **Appointment of Ms. Allareddy Nivruti (DIN:00576167) as Independent Director (Non-Executive Director) of the Company:**

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

"RESOLVED THAT pursuant to the provisions of Section 149, 150, 152,161 read with Schedule IV and other applicable provisions of the Companies Act, 2013 ("the Act") read with Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification or re-enactment thereof for the

time being in force), Regulations 16(1)(b),17,25(2A) and other applicable provisions, if any, of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (“LODR Regulations”), the Articles of Association of the Company and on the recommendation of the Nomination and Remuneration Committee and the Board of Directors, **Ms. Allareddy Nivruti** (DIN:00576167), who was appointed as an Additional Director in the capacity of Independent Non-Executive Director of the Company with effect from 13th August, 2024, who holds office upto the date of this Annual General Meeting and who has submitted a declaration that she meets the criteria for independence as prescribed under Section 149(6) of the Act and Listing Regulations, who is eligible for such appointment and in respect of whom the Company has received a notice in writing under Section 160(1) of the Act from a member proposing her candidature for the office of the Director, be and is hereby appointed as an Independent Director (Non-Executive Director) of the company, not liable to retire by rotation, with effect from 13th August, 2024 to hold office for a term of five consecutive years i.e upto 12th August, 2029.

RESOLVED FURTHER THAT the Board be and is hereby authorised 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.”

7. Appointment of Ms. Madura Ganesh (DIN:02456676) as Independent Director (Non-Executive Director) cum Chairperson of the Company:

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

“RESOLVED THAT pursuant to the provisions of Section 149, 150, 152,161 read with Schedule IV and other applicable provisions of the Companies Act, 2013 (“the Act”) read with Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification or re-enactment thereof for the time being in force), Regulations 16(1)(b),17,25(2A) and other applicable provisions, if any, of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended (“LODR Regulations”), the Articles of Association of the Company and on the recommendation of the Nomination and Remuneration Committee and the Board of Directors, **Ms. Madura Ganesh** (DIN: 02456676), who was appointed as an Additional Director in the capacity of Independent Non-Executive Director of the Company with effect from 13th August, 2024, who holds office upto the date of this Annual General Meeting and who has submitted a declaration that she meets the criteria for independence as prescribed under Section 149(6) of the Act and Listing Regulations, who is eligible for such appointment and in respect of whom the Company has received a notice in writing under Section 160(1) of the Act from a member proposing her candidature for the office of the Director, be and is hereby appointed as an Independent Director (Non-Executive Director) of the company, not liable to retire by rotation, with effect from 13th August, 2024 and as the Chairperson of the Company with effect from 27th September, 2024, to hold office for a term of five consecutive years i.e upto 12th August, 2029.

RESOLVED FURTHER THAT the Board be and is hereby authorised 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.”

8. Re - Appointment of Dr. Chithambaranathan Natarajan (DIN: 06392905) as a Whole-time Director of the Company and the remuneration payable to him:

To consider and, if thought fit, to pass the following Resolution(s) as an **Special Resolution**.

“RESOLVED THAT in accordance with the provisions of Sections 196, 197 and 203 read with Schedule V and other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time and such other provisions as may be applicable (including any statutory modification(s) or re-enactment(s) thereto, for the time being in force and in accordance with the provisions of the Articles of Association of the Company, approval of the members be and is hereby accorded for the re-appointment of **Dr. Chithambaranathan Natarajan** (DIN: 06392905) as a Whole-time Director and Chief Executive Officer, for a period of 2 (two) months with effect from 30th August, 2024 on the terms and conditions including remuneration as set out in Explanatory Statement with liberty to the Board of Directors (hereinafter referred to as “Board” which term shall include the Nomination and Remuneration Committee) to alter and vary the terms and conditions including remuneration as it may deem fit.

RESOLVED FURTHER THAT the approval of appointment by Special Resolution would also be deemed to be approval of remuneration payable to him due to insufficiency in profit as set out in Explanatory Statement within the provision of Sections 196, 197 and 198 read with Part B of Section II Part II of Schedule V of Companies Act, 2013 and applicable Rules, if any, and would include an authority being granted to Board and Committee to vary and increase the remuneration within the limit laid down there under from time to time.

RESOLVED FURTHER THAT Dr. Chithambaranathan Natarajan in the capacity of Whole Time Director will be entrusted with the powers, authorities, functions, duties, responsibilities etc. as assigned to him as and further as may be assigned/ delegated by Board of Directors of the Company from time to time.

RESOLVED FURTHER THAT Dr. Chithambaranathan Natarajan will be a director liable to retire by rotation and his re-appointment as such director shall not be deemed to constitute a break in appointment as Whole Time Director during his tenure till 31st October, 2024.”

9. Appointment of Mr. Vishwajit Reddy Konda (DIN:07719569) as Non-Executive Non-Independent Director of the Company:

To consider and if thought fit, to pass the following resolution as an **Ordinary Resolution**.

“**RESOLVED THAT** pursuant to the provisions of Section 152 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Appointment and Qualifications of Directors) Rules, 2014, including any statutory modification(s) or re-enactment thereof for the time being in force and the Articles of Association of the Company, **Mr. Vishwajit Reddy Konda** (DIN: 07719569) who was appointed by the Board of Directors as an Additional Director-Non Executive Non Independent Director of the Company with effect from 13th August, 2024 in terms of Section 161 of the Act, who holds office upto the date of this Annual General Meeting and who is eligible for appointment as a Director and in respect of whom the Company has received a 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 a Non Executive Non Independent Director of the Company, liable to retire by rotation with effect from 13th August, 2024.

RESOLVED FURTHER THAT the Board be and is hereby authorised 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.”

10. Approval on Material Related party transactions:

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

“**RESOLVED THAT** pursuant to the provisions of Regulation 23(4) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time (“Listing Regulations”), the applicable provisions of the Companies Act, 2013 (“the Act”) with rules made thereunder, other applicable laws / statutory provisions, if any, (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the Company’s Policy on Materiality of Related Party Transactions and on the basis of approval of the Audit Committee and recommendation of the Board of Directors of the Company, approval of the Members of the Company be and is hereby accorded to the Company to enter into/continue the related party transaction(s) /contract(s) / arrangement(s) / agreement(s) (whether by way of an individual transaction or transaction taken together or series of transactions or otherwise) (in terms of Regulation 2(1)(zb)/(zc) of the Listing Regulations) with Apollo Hospitals Enterprise Limited, during the Financial year 2024-25 on such terms as detailed in the explanatory statement to this resolution.

RESOLVED FURTHER THAT the Board of Directors of the Company (hereinafter referred to as ‘Board’ which term shall be deemed to include the Audit Committee of the Board and any duly constituted committee empowered to exercise its powers including powers conferred under this resolution) be and is hereby authorised to do all such acts, deeds, matters and things as it may deem fit in its absolute discretion and to take all such steps as may be required in this connection including finalizing and executing necessary contract(s), arrangement(s), agreement(s) and such other documents as may be required, seeking all necessary approvals to give effect to this resolution, for and on behalf of the Company, to delegate all or any of its powers conferred under this resolution to any Director or Key Managerial Personnel or any officer / executive of the Company and to resolve all such issues, questions, difficulties or doubts whatsoever that may arise in this regard and incidental thereto, without being required to seek any further consent or approval of the Members or otherwise to the end and intent that the Members shall be deemed to have given their approval thereto expressly by the authority of this resolution.

RESOLVED FURTHER THAT all actions taken by the Board, in connection with any matter referred to or contemplated in the foregoing resolution, be and are hereby approved, ratified and confirmed in all respects.”

Place: Chennai

Date: 13th August, 2024

By Order of the Board

For Apollo Sindoori Hotels Limited

Sd/-

D V Swathi

Company Secretary & Compliance officer

Notes for Members

1. The Ministry of Corporate Affairs (“MCA”) has vide its General Circular Nos. 14/2020 dated April 8, 2020 and 17/2020 dated April 13, 2020, in relation to “Clarification on passing of ordinary and special resolutions by companies under the Companies Act, 2013 and the rules made thereunder on account of the threat posed by “COVID-19”, General Circular Nos.20/2020 dated May 5, 2020, 10/2022 dated December 28, 2022 and subsequent circulars issued in this regard, the latest being 09/2023 dated September 25, 2023 in relation to “Clarification on holding of Annual General Meeting (“AGM”) through video conferencing (VC) or Other Audio Visual Means (OAVM), (collectively referred to as “MCA Circulars”) permitted the holding of the AGM through VC/OAVM, without the physical presence of the Members at a common venue. In Compliance with the MCA Circulars, the 26th Annual General Meeting (AGM) of the Company is thus being held through video conferencing (VC) or other audio visual means (OAVM) without physical presence of members at a common venue. Hence, members can attend and participate in the ensuing AGM through VC/OAVM. Further, in accordance with SS-2 issued by ICSI read with Clarification / Guidance on applicability of Secretarial Standards on Meetings of the Board of Directors (SS-1) and General Meetings (SS-2) dated April 15, 2020, the proceedings of the AGM shall be deemed to be conducted at the Registered Office of the Company at No. 43/5, Ground Floor, Hussain Mansion, Greams Road, Thousand Lights, Chennai – 600006 which shall be the deemed venue of the AGM.
2. The Board of Directors of the Company has opined that as per the provisions of Clause 3A(II) of the General Circular No. 20/2020 dated May 05, 2020 issued by MCA, the special business under Items (Item No. 5, 6, 7, 8, 9 & 10), being considered unavoidable, be transacted at 26th AGM of the Company.
3. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available to atleast 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
4. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013. In case of joint holders, the members whose name appears as first holders in the order of names on the Register of Members of the Company will be entitled to vote.
5. Pursuant to MCA Circular No. 14/2020 dated April 08, 2020, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM and hence the proxy form and attendance slip are not annexed to this notice. However, in pursuance of Section 112 and Section 113 of the Companies Act, 2013 read with MCA Circulars, the President of India or the Governor of a State or a body corporate, if they are members of a Company are entitled to appoint their authorized representative to attend the AGM through VC/OAVM on their behalf and participate thereat, including cast votes by electronic means (details of which are provided separately, herein below). The Corporate shareholders are requested to send a certified true copy of the Board resolution authorizing their representatives to attend and vote at the Annual General Meeting (AGM) through VC/OAVM.
6. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended) and MCA & SEBI Circulars, the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has entered into an agreement with Central Depository Services (India) Limited (CDSL) for facilitating voting through electronic means, as the authorized e-Voting’s agency. The facility of casting votes by a member using remote e-voting as well as the e-voting system on the date of the AGM will be provided by CDSL.
7. In accordance with the aforesaid MCA Circulars and Circular Nos. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021, SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022, SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 5, 2023 and SEBI/HO/CFD/CFD-PoD-2/P/ CIR/2023/167 dated October 7, 2023 issued by Securities Exchange Board of India (collectively referred to as “SEBI Circulars”), the Notice of the AGM along with the Annual Report for FY 2023-24 is being sent by electronic mode to those Members whose e-mail addresses are registered with the Company/National Securities Depository Limited (“NSDL”) and the Central Depository Services (India) Limited (“CDSL”), collectively “Depositories”.

In line with the Ministry of Corporate Affairs (MCA) Circular No. 17/2020 dated April 13, 2020, the Notice calling the AGM has been uploaded on the website of the Company at www.apollosindoori.com. The Notice can also be accessed from the web site of the Stock Exchanges i.e. National Stock Exchange of India Limited

at www.nseindia.com. The AGM Notice is also disseminated on the website of CDSL (agency for providing the Remote e-Voting facility and e-voting system during the AGM) i.e. www.evotingindia.com.

8. The explanatory statement pursuant to the provisions of Section 102(1) of the Companies Act, 2013, read with the relevant Rules made thereunder (the "Act") and Regulation 44 of the Listing Regulations and the MCA circular, setting out the material facts and reasons, in respect of the special business (Item No. 5, 6, 7, 8, 9 & 10) of this Notice, is annexed herewith.
9. The Register of Members and Share Transfer Books of the Company will remain closed from 20th September 2024 (Friday) to 26th September 2024 (Thursday) (both days inclusive). The Record date for the purpose of determining the names of the shareholders who are entitled for the final dividend based on approval of members shall be Thursday, 19th September 2024.
10. Shareholders, whose names are recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date i.e. 19th September 2024 shall be entitled to avail the facility of remote e-voting or voting at the AGM.
11. The voting rights of the members shall be in proportion to their shares of the paid up share capital of the Company as on the cut off date i.e. 19th September 2024.
12. All documents referred to in the accompanying Notice shall be open for inspection at the registered office of the Company between 11 AM to 1 PM on all working days except Saturdays till the date of AGM.
13. During the AGM, members may access the scanned copy of the Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Companies Act, 2013, and the Register of Contracts and arrangements in which directors are interested maintained under Section 189 of the Act, upon request made at secretary@apollosindoori.com
14. Brief resume of Directors proposed to be appointed along with such other details as stipulated under Regulation 36(3) of SEBI (LODR) Regulations, 2015, as amended and Secretarial Standards on General Meetings (SS-2), are provided in this notice.
15. In view of the applicability of Securities and Exchange Board of India ("SEBI") notification dated 08th June, 2018, which has mandated that the requests for transfer of securities shall take place only in dematerialized form w.e.f 01st April, 2019, members are requested to dematerialize their securities with NSDL/CDSL in order to avoid any hassle while transferring the securities in future. The Company's ISIN No. is INE451F01024.
16. Members are requested to lodge Share Transfer Documents and all other correspondences and queries relating to Share Transfer, Share Certificates, Change of address, dividend related matters and for any other clarifications to the Company's Registrar and Share Transfer Agent (RTA), Cameo Corporate Services Limited, (Unit: Apollo Sindoori Hotels Limited), by writing to them at Subramanian Building, No.1, Club House Road, Chennai – 600 002, or by sending query/clarification through online investor portal to <https://wisdom.cameoindia.com>.
17. Members holding shares in physical form are requested to communicate their change of postal address (enclose self attested copy of Aadhar card), email address, if any, and bank account details (enclose cancelled cheque leaf) quoting their folio nos. to Company's RTA through online investor portal at <https://wisdom.cameoindia.com>. Similarly members holding shares in Demat Form shall intimate the above details to their respective Depository Participants. Members are requested to register their email ID and contact numbers for ease of communication with the RTA or with their respective Depository Participants.
18. The Securities and Exchange Board of India (SEBI) had mandated the submission of the Permanent Account Number (PAN) by every participant in the securities market. Members holding shares in electronic form can submit their PAN to their Depository Participant(s). Members holding shares in physical form can submit their PAN details to the Company's RTA.
19. The Company has appointed Mr. Gouri Shanker Mishra, Partner, BGS MISHRA & Associates, Company Secretaries LLP as Scrutinizer to scrutinize the remote e-voting process and e-voting at the AGM in a fair and transparent manner who have consented to be available for the same.
20. Scrutinizer shall not later than 48 hours of the conclusion of the AGM prepare and provide a consolidated scrutinizer's report of the total votes cast in favour or against, if any, to each of the resolution and provide the same to the Chairman or a person authorized by him in writing and such person may declare the result of the voting forthwith.
21. The results of the remote e-voting and e-voting at the AGM will be announced by the Chairman or person authorized by him within 48 hours from the conclusion of AGM. The voting results along with the Scrutinizer's Report shall be placed at the website of the Company www.apollosindoori.com and on the website of CDSL www.evotingindia.com. The results will be simultaneously communicated to the National Stock Exchange of India Limited (NSE), Stock Exchange at www.nseindia.com

22. Subject to receipt of requisite number of votes, the resolutions shall be deemed to be passed on the date of the meeting i.e. 26th September, 2024.
23. Pursuant to the provisions of Section 124 and 125 of the Companies Act, 2013 read with Investor Education and Protection Fund Authority (Accounting, Audit, Transfer and Refund) Rules, 2016 ('IEPF Rules'), dividends, if not claimed for a consecutive period of seven years from the date of transfer to Unpaid Dividend Account of the Company, are liable to be transferred to the Investor Education and Protection Fund ('IEPF').

The IEPF Rules mandate companies to transfer shares of members whose dividends remain unpaid/unclaimed for a continuous period of seven years to the demat account of IEPF Authority. The members whose dividend/shares are transferred to the IEPF Authority can claim their shares/ dividend from the Authority. The Company has appointed Ms. D V Swathi, Company Secretary as the Nodal Officer of the Company under IEPF provisions.

24. Details of dividend declared for the financial years from 2016-17 onwards are given below:

Financial Year	Date of Declaration of Dividend	Unpaid Amount as on 31.03.2024 (In Rs.)	Date of transfer to Unclaimed Dividend Account	Date of Transfer to IEPF
2016-17 (Final)	21.07.2017	3,23,690.00	27.08.2017	27.08.2024
2017-2018	31.07.2018	3,79,025.00	06.09.2018	06.09.2025
2018-2019	25.07.2019	4,62,684.00	31.08.2019	31.08.2026
2019-2020	17.09.2020	2,77,464.00	24.10.2020	24.10.2027
2020-2021	28.09.2021	1,68,543.25	04.11.2021	04.11.2028
2021-2022	29.09.2022	1,39,752.00	05.11.2022	05.11.2029
2022-2023	29.09.2023	1,30,824.50	31.10.2023	31.10.2030

25. Since the ensuing AGM is being held through VC/OAVM, physical attendance of members has been dispensed with. Hence, route map to reach the venue of the AGM is not annexed.
26. In compliance with the aforesaid MCA & SEBI Circulars, electronic copy of the notice of the AGM along with the Annual Report 2023-24 is being sent only through electronic mode to those members whose email addresses are registered with the Company/Depositories. Members who have not registered their email addresses so far or who would like to update their email addresses already registered, are requested to register /update their email address with their Depository Participants (in respect of shareholders who hold shares in dematerialized form) and with RTA (for those shareholders who hold shares in physical form) to enable us to send you all communications including Annual Report, Notices etc.
27. Pursuant to Section 72 of the Companies Act, 2013, shareholders are entitled to make nomination in respect of shares held by them. Shareholders holding shares in physical and electronic form and who are desirous of making nominations are requested to submit their requests in Form SH-13 duly filled in to RTA, M/s. Cameo Corporate Services Limited and to their respective depository participant respectively.
28. Members may please note that SEBI vide its Circular No.SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2022/8 dated January 25, 2022 has mandated listed companies to issue securities in dematerialized form only while processing service requests viz. Issue of duplicate securities certificate; claim from unclaimed suspense account; renewal / exchange of securities certificate; endorsement; sub-division / splitting of securities certificate; consolidation of securities certificates / folios; transmission and transposition. Accordingly, Members are requested to make service requests by submitting a duly filled and signed Form ISR – 4, the format of which is available on the Company's website at www.apollosindoori.com. It may be noted that any service request can be processed only after the folio is KYC Compliant.
29. Members are requested to quote their Registered Folio Number or Demat Account Number & Depository Participant (DP) ID Number on all correspondences with the Company. Members holding shares in dematerialized mode are requested to intimate all changes pertaining to their bank details, mandate, nomination, power of attorney, change of address, etc., to their respective Depository Participant (DP). Members holding shares in physical mode are requested to intimate the same to Registrar & Share Transfer Agents of the Company (RTA) M/s. Cameo Corporate Services Limited, "Subramanian Building", No.1, Club House Road, Chennai - 600 002.

THE INSTRUCTIONS FOR SHAREHOLDERS FOR E-VOTING AND JOINING VIRTUAL MEETINGS ARE AS UNDER:

- (i) The voting period begins on Monday, 23rd September 2024 at 9.00 A.M. and ends on Wednesday, 25th September 2024 at 5.00 P.M. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date Thursday, 19th September 2024 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.

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

Pursuant to 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.

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 and joining virtual meetings **for Individual shareholders holding securities in Demat mode with CDSL/NSDL is given below:**

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL Depository	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 i.e. CDSL/NSDL/KARVY/LINKINTIME, 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	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 or joining virtual meeting & voting during the meeting.
	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
	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 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 or joining virtual meeting & voting during the meeting.
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 or joining virtual meeting & voting during the meeting.

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 21 09911
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: 022 – 4886 7000 and 022- 2499 7000

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

Login method for e-Voting and joining virtual meetings 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 of Apollo Sindoori Hotels 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) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.
- 18) **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 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 secretary@apollosindoori.com, if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM THROUGH VC/OAVM & E-VOTING DURING MEETING ARE AS UNDER:

1. The procedure for attending meeting & e-Voting on the day of the AGM is same as the instructions mentioned above for e-voting.
2. The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for e-voting.
3. Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM.
4. Shareholders are encouraged to join the Meeting through Laptops / IPads for better experience.
5. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
6. Please note that Participants Connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
7. Shareholders who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request in advance atleast 7 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at secretary@apollosindoori.com. The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance 7 days prior to meeting mentioning their name, demat account number/folio number, email id, mobile number at secretary@apollosindoori.com. These queries will be replied to by the company suitably by email.
8. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
9. Only those shareholders, who are present in the AGM through VC/OAVM facility and have not casted their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the AGM.
10. If any Votes are cast by the shareholders through the e-voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders shall be considered invalid as the facility of e-voting during the meeting is available only to the shareholders attending the meeting.

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) to our RTA through online investor portal <https://wisdom.cameoindia.com>.

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 attending AGM & 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 21 09911.

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 toll free no. 1800 21 09911.

EXPLANATORY STATEMENT

Statement pursuant to Section 102 of the Companies Act, 2013 ("Act")

The Explanatory Statement sets out all material facts relating to items under Special Business mentioned in the accompanying Notice for convening the Annual General Meeting (AGM) of the Company

Item No. 4: To consider retirement by rotation of Ms. Suneeta Reddy (DIN: 00001873), director liable to retire by rotation, who does not seek re-election:

In terms of the provisions of Section 152 read with Rules made thereunder of the Act and the provisions of Articles of Association of the Company, Ms. Suneeta Reddy (DIN: 00001873), Non-Executive Director of the Company, is liable to retire by rotation at this meeting. While Ms. Suneeta Reddy is eligible for reappointment, she has conveyed her decision to not offer herself for re-appointment due to her pre-occupation.

In light of Ms. Suneeta Reddy's decision, she will retire from the Board of Directors of the Company at the AGM. The Board acknowledges Ms. Suneeta Reddy's significant contributions during her tenure as a Director and extends its appreciation for her invaluable guidance.

In this regard, the casual vacancy caused by her retirement is filled with the appointment of Mr. Vishwajit Reddy Konda as per agenda Item No 9.

Item No. 5: Appointment of Mr. Lodugureddygari Lakshminarayana Reddy (DIN:02739839) as Independent Director (Non-Executive Director) of the Company

Based on the recommendation of Nomination and Remuneration Committee, the Board of Directors of the Company at its meeting held on 13th August, 2024 considered and recommended to the members the appointment of Mr. Lodugureddygari Lakshminarayana Reddy (DIN:02739839) as Independent Director-Non-Executive of the Company with effect from 13th August, 2024. As per the provisions contained under Section 161 of the Companies Act 2013, he holds office as an Additional Director (Independent) of the Company up to the date of this Annual General Meeting ("AGM").

Mr. Lodugureddygari Lakshminarayana Reddy has given his consent in form DIR-2 to act as Director in terms of Section 152(5) of the Act and declaration in form DIR-8 that he is not disqualified from being appointed as a Director in terms of Section 164(2) of the Act. The Company has also received a declaration from Mr. Lodugureddygari Lakshminarayana Reddy stating that he meets the criteria of independence as prescribed under Section 149(6) of the Act and Regulation 16(1)(b) of the SEBI Listing Regulations. He does not hold any equity shares by himself or on beneficial basis for any other person in the Company as on the date of this Notice. Also, in compliance with the SEBI Order dated June 14, 2018, to the Stock Exchanges and further SEBI Circular No. LIST/COMP/14/2018-19 dated June 20, 2018, this is to confirm that Mr. Lodugureddygari Lakshminarayana Reddy has not been debarred from holding the office of director by virtue of any SEBI order or any other such authority.

In the opinion of the Board of Directors, Mr. Lodugureddygari Lakshminarayana Reddy fulfils the conditions specified in the Act read with the rules made thereunder and the SEBI Listing Regulations, for his appointment as an Independent Director of the Company and is independent of the Management. All relevant documents in respect of the said item i.e., appointment of Mr. Lodugureddygari Lakshminarayana Reddy as an Independent Director are open for inspection by the Members at the Registered Office of the Company between 11.00 a.m. to 1.00 PM, on all working days (except Saturdays, Sundays and Public Holidays), up to the date of the AGM (i.e., September 26, 2024) as well as at the website of the Company.

The Company has also received notice under Section 160 of the Act from a member proposing the candidature of Mr. Lodugureddygari Lakshminarayana Reddy (DIN:02739839) for the office of Independent Director-Non-Executive of the Company.

Brief Profile and other details pursuant to the provisions of (i) the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and (ii) Secretarial Standard on General Meetings ("SS-2"), issued by the Institute of Company Secretaries of India, are provided in the "**Annexure to Notice and Explanatory Statement**".

He shall be paid remuneration by way of fee for attending meetings of the Board or Committees thereof or for any other meetings as may be decided by the Board, reimbursement of expenses for participating in the meetings within the limits stipulated under Section 197 of the Act and Rules made thereunder.

In accordance with the provisions of Section 152 of the Act and applicable provisions of the Listing Regulations, appointment of an Independent director requires approval of members of the company by way of a Special resolution.

Accordingly, the approval of Members is being sought for appointment of Mr. Lodugureddygari Lakshminarayana

Reddy as Non-Executive Independent Director of the Company.

None of the Directors / Key Managerial Personnel of the Company / their relatives other than Mr. Lodugureddygaru Lakshminarayana Reddy are, in any way, concerned or interested, financially or otherwise, in the aforementioned resolution.

The Board recommends the Special Resolution set out at Item No. 5 of the Notice for approval by the members.

Item No.6: Appointment of Ms. Allareddy Nivruti (DIN: 00576167) as Independent Director (Non-Executive Director) of the Company

Based on the recommendation of Nomination and Remuneration Committee, the Board of Directors of the Company at its meeting held on 13th August, 2024 considered and recommended to the members the appointment of Ms. Allareddy Nivruti (DIN:00576167) as Independent Director-Non-Executive of the Company with effect from 13th August, 2024. As per the provisions contained under Section 161 of the Companies Act 2013, she holds office as an Additional Director (Independent) of the Company up to the date of this Annual General Meeting ("AGM").

Ms. Allareddy Nivruti has given her consent in form DIR-2 to act as Director in terms of Section 152(5) of the Act and declaration in form DIR-8 that she is not disqualified from being appointed as a Director in terms of Section 164(2) of the Act. The Company has also received a declaration from Ms. Allareddy Nivruti stating that she meets the criteria of independence as prescribed under Section 149(6) of the Act and Regulation 16(1)(b) of the SEBI Listing Regulations. She does not hold any equity shares by herself or on beneficial basis for any other person in the Company as on the date of this Notice. Also, in compliance with the SEBI Order dated June 14, 2018, to the Stock Exchanges and further SEBI Circular No. LIST/COMP/14/2018-19 dated June 20, 2018, this is to confirm that Ms. Allareddy Nivruti has not been debarred from holding the office of director by virtue of any SEBI order or any other such authority.

In the opinion of the Board of Directors, Ms. Allareddy Nivruti fulfils the conditions specified in the Act read with the rules made thereunder and the SEBI Listing Regulations, for her appointment as an Independent Director of the Company and is independent of the Management. All relevant documents in respect of the said item i.e., appointment of Ms. Allareddy Nivruti as an Independent Director are open for inspection by the Members at the Registered Office of the Company between 11.00 a.m. to 1.00 PM, on all working days (except Saturdays, Sundays and Public Holidays), up to the date of the AGM (i.e., September 26, 2024) as well as at the website of the Company.

The Company has also received notice under Section 160 of the Act from a member proposing the candidature of Ms. Allareddy Nivruti (DIN: 00576167) for the office of Independent Director-Non-Executive of the Company.

Brief profile and other details pursuant to the provisions of (i) the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and (ii) Secretarial Standard on General Meetings ("SS-2"), issued by the Institute of Company Secretaries of India, are provided in the "**Annexure to Notice and Explanatory Statement**".

She shall be paid remuneration by way of fee for attending meetings of the Board or Committees thereof or for any other meetings as may be decided by the Board, reimbursement of expenses for participating in the meetings within the limits stipulated under Section 197 of the Act and Rules made thereunder.

In accordance with the provisions of Section 152 of the Act and applicable provisions of the Listing Regulations, appointment of an Independent director requires approval of members of the company by way of a Special resolution.

Accordingly, the approval of Members is being sought for appointment of Ms. Allareddy Nivruti as Independent Director-Non-Executive of the Company.

None of the Directors / Key Managerial Personnel of the Company / their relatives other than Ms. Allareddy Nivruti are, in any way, concerned or interested, financially or otherwise, in the aforementioned resolution.

The Board recommends the Special Resolution set out at Item No. 6 of the Notice for approval by the members.

Item No.7: Appointment of Ms. Madura Ganesh (DIN: 02456676) as Independent Director (Non-Executive Director) cum Chairperson of the Company

Based on the recommendation of Nomination and Remuneration Committee, the Board of Directors of the Company at its meeting held on 13th August, 2024 considered and recommended to the members the appointment of Ms. Madura Ganesh (DIN:02456676) as Independent Director-Non-Executive of the Company with effect from 13th August, 2024 and as Chairperson of the Company with effect from 27th September, 2024. As per the provisions contained under Section 161 of the Companies Act 2013, she holds office as an Additional Director (Independent) of the Company up to the date of this Annual General Meeting ("AGM").

Ms. Madura Ganesh has given her consent in form DIR-2 to act as Director in terms of Section 152(5) of the Act and declaration in form DIR-8 that she is not disqualified from being appointed as a Director in terms of Section 164(2) of the Act. The Company has also received a declaration from Ms. Madura Ganesh stating that she meets the criteria of independence as prescribed under Section 149(6) of the Act and Regulation 16(1)(b) of the SEBI Listing Regulations. She does not hold any equity shares by herself or on beneficial basis for any other person in the Company as on the date of this Notice. Also, in compliance with the SEBI Order dated June 14, 2018, to the Stock Exchanges and further SEBI Circular No. LIST/COMP/14/2018-19 dated June 20, 2018, this is to confirm that Ms. Madura Ganesh has not been debarred from holding the office of director by virtue of any SEBI order or any other such authority.

In the opinion of the Board of Directors, Ms. Madura Ganesh fulfils the conditions specified in the Act read with the rules made thereunder and the SEBI Listing Regulations, for her appointment as an Independent Director of the Company and is independent of the Management. All relevant documents in respect of the said item i.e., appointment of Ms. Madura Ganesh as an Independent Director are open for inspection by the Members at the Registered Office of the Company between 11.00 a.m. to 1.00 PM, on all working days (except Saturdays, Sundays and Public Holidays), up to the date of the AGM (i.e., September 26, 2024) as well as at the website of the Company.

The Company has also received notice under Section 160 of the Act from a member proposing the candidature of Ms. Madura Ganesh (DIN: 02456676) for the office of Independent Director-Non-Executive of the Company.

Brief profile and other details pursuant to the provisions of (i) the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and (ii) Secretarial Standard on General Meetings ("SS-2"), issued by the Institute of Company Secretaries of India, are provided in the "**Annexure to Notice and Explanatory Statement**".

She shall be paid remuneration by way of fee for attending meetings of the Board or Committees thereof or for any other meetings as may be decided by the Board, reimbursement of expenses for participating in the meetings within the limits stipulated under Section 197 of the Act and Rules made thereunder.

In accordance with the provisions of Section 152 of the Act and applicable provisions of the Listing Regulations, appointment of an Independent director requires approval of members of the company by way of a Special resolution.

Accordingly, the approval of Members is being sought for appointment of Ms. Madura Ganesh as Independent Director-Non-Executive cum Chairperson of the Company.

None of the Directors / Key Managerial Personnel of the Company / their relatives other than Ms. Madura Ganesh are, in any way, concerned or interested, financially or otherwise, in the aforementioned resolution.

The Board recommends the Special Resolution set out at Item No. 7 of the Notice for approval by the members.

Item no. 8: Re - Appointment of Dr. Chithambaranathan Natarajan (DIN: 06392905) as a Whole-time Director of the Company and the remuneration payable to him:

Dr. Chithambaranathan Natarajan (DIN: 06392905), has been associated with the Company as Chief Executive Officer (CEO) since 02nd May, 2016. He has been holding office in the capacity of Whole-Time Director & Chief Executive Officer (WTD & CEO) since May 2019. The members of the Company have accorded approval through Postal Ballot for re-appointment of Dr. Chithambaranathan Natarajan as Whole-time Director and CEO for a period of 3 (three) months w.e.f 30th May, 2024. His present tenure would expire on 29th August, 2024. The Board considers that the appointment will be in the best interest and beneficial of the Company operations and growth. The Board of Directors on the basis of recommendation of Nomination and Remuneration Committee has re-appointed him as Whole-Time Director & CEO (WTD & CEO) for a period of two (2) months w.e.f 30.08.2024 till 31.10.2024 on the terms and conditions including remuneration as set out below. Approval of the members by way of Special Resolution is being sought for the same.

The approval of his appointment by Special Resolution would also be deemed to be approval of remuneration payable to him due to insufficiency in profit as set out in Explanatory Statement within the provision of Part B of Section II Part II of Schedule V of Companies Act, 2013.

Dr. Chithambaranathan Natarajan satisfies all the other conditions set out in Part-I of Schedule V to the Companies Act, 2013 and also conditions set out under sub-section (3) of Section 196 of the Act. He is not disqualified from being appointed as a Director in terms of Section 164 of the Companies Act, 2013. However, the remuneration proposed to be paid require the approval by way of Special Resolution. Accordingly, the details as required to be provided under Section II Part II of Schedule V of Companies Act, 2013 owing to insufficiency of profit, is given below. Further, the information as provided herein under may be treated as a written memorandum setting out the terms of appointment of Dr. Chithambaranathan Natarajan under Section 190 of the Act.

The terms of appointment and details of proposed remuneration in respect of Dr. C. Natarajan is as follows:

- a. Basic Salary: Rs. 59,47,800 per annum.
- b. House Rent Allowance: Rs. 30,00,000 per annum.
- c. Utility Bills be reimbursed at actuals.
- d. Leave Fare Concession facility be paid at Rs. 48,000 per annum.
- e. Other perquisites as per policy of the Company
- f. Variable Pay to be paid as decided by the Board.
- g. All other terms and conditions of his employment as may be decided by the Board.

Details according to Part B of Section II Part II of Schedule V of Companies Act, 2013 and applicable Rules:

I. General information:

- (1) Nature of industry: Catering, Management Services, Hospitality and Restaurants.
- (2) Date or expected date of commencement of commercial production: It is already a going concern and the business is being continued and it is expected that Company will perform better owing to focused approach.
- (3) In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus: Not applicable
- (4) Financial performance based on given indicators: During the financial year 2023-24, the Company achieved a revenue of Rs. 293 Crores against Rs. 268 crores in FY 2022-23. EBITDA for the FY 2023-24 stood at Rs.23.21 Crores compared to Rs.23.79 Crores for FY 2022-23 and PBT for FY 2023-24 is Rs.14.20 Crores against Rs. 16.56 crores for FY 2022-23. The financial performance in the year 2023-24 has decreased compared to last year due to combined effect of reduction in dividend income from subsidiary by Rs.1.77 Crore and increase in interest cost by Rs. 1.45 crore attributable to the borrowings applied in acquisition of shares in the subsidiary.
- (5) Foreign investments or collaborations, if any: Company does not have direct foreign investment or foreign collaboration.

II. Information about the appointee:

- (1) Background details: Please refer Annexure to Notice and Explanatory Statement for details including his qualification, certifications, work experience, achievements, etc.
- (2) Past remuneration: His past remuneration details are as under:
 - a. Basic Salary: Rs. 59,47,800 per annum.
 - b. House Rent Allowance: Rs. 30,00,000 per annum.
 - c. Utility Bills be reimbursed at actuals.
 - d. Leave Fare Concession facility be paid at Rs. 48,000 per annum.
 - e. Other perquisites as per policy of the Company
 - f. Variable Pay to be paid as decided by the Board.
 - g. All other terms and conditions of his employment as may be decided by the Board.
- (3) Recognition or awards: Please refer Annexure to Notice and Explanatory Statement for details of his various certifications.
- (4) Job profile and his suitability: He has been working as Chief Executive Officer w.e.f. 2nd May 2016 and as WTD and CEO w.e.f 30th May 2019. Further, he also serves as a Director of subsidiary, Olive Plus Twist Avenues Private Limited (formerly known as Olive & Twist Hospitality Private Limited) and wholly-owned subsidiary, Sindoori Management Solutions Pvt. Ltd (formerly known as Faber Sindoori Management Services Private Limited). His continued services are required for better performance of the Company. Details of job profile and suitability provided above in explanatory statement and not provided here to avoid repetition.
- (5) Remuneration proposed: As mentioned above.

- (6) Comparative remuneration profile with respect to industry, size of the company, profile of the position and person: We could not identify similar size company and since Company is on growth path, no comparable figures available. However, the Company being in hospitality industry, the remuneration level for profile with respect to industry, size of the company, profile of the position and person is much higher compared to remuneration being offered.
- (7) Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel, if any: No pecuniary relationship directly or indirectly with the company or relationship with the other managerial personnel. His appointment is purely professional.

III. Other information:

- (1) Reasons of loss or inadequate profits: The company is performing well and is aiming to do better. Since, the Company is on growth trajectory, the remuneration proposed is bit higher compared to limit set out as percentage of net profit and hence approval is being sought under Section II Part II of Schedule V of Companies Act, 2013. Further, he is also overseeing subsidiaries operations and hence consolidated account may be referred to which provides better financial.
- (2) Steps taken or proposed to be taken for improvement: Company is aiming to do well in future under his continued guidance.
- (3) Expected increase in productivity and profits in measurable terms: The financials for 2023-24 have improved compared to previous financial year. It is expected that standalone and consolidated performance would further improve over a period of time.

IV. Disclosures

- (i) all elements of remuneration package such as salary, benefits, bonuses, stock options, pension, etc., of all the directors: Details provided above.
- (ii) details of fixed component and performance linked incentives along with the performance criteria: Details provided above;
- (iii) service contracts, notice period, severance fees: Details provided above
- (iv) stock option details, if any, and whether the same has been issued at a discount as well as the period over which accrued and over which exercisable: NA

He will perform his duties as such with regard to all work of the Company and will manage and attend to such business and carry out the orders and directions given by the Board / Managing Director from time to time in all respects and conform to and comply with all such directions and regulations as may from time to time be given and made by the Board / Managing Director and the functions of the Whole-time Director will be under the overall authority of the Managing Director/ Board.

- (i) He shall act in accordance with the Articles of Association of the Company and shall abide by the provisions contained in Companies Act.
- (ii) He shall adhere to the Company's Code of Conduct.
- (iii) The office may be terminated by the Company or by him by giving the other 3 (three) months' prior notice in writing.

Dr. Chithambaranathan Natarajan has rich and varied experience in the industry and has been involved in the operations of the Company and has also served for more than four years as WTD and CEO. It would be in the interest of the Company to avail his considerable expertise. Accordingly, approval of the members is sought for passing a Special Resolution for re-appointment of Dr. C. Natarajan as a Whole-time Director and Chief Executive Officer.

None of the Directors / Key Managerial Personnel of the Company / their relatives other than Dr. Chithambaranathan Natarajan are, in any way, concerned or interested, financially or otherwise, in the aforementioned resolution.

The Board recommends the Special Resolution set out at Item No. 8 of the Notice for approval by the members.

Item No. 9: Appointment of Mr. Vishwajit Reddy Konda (DIN: 07719569) as Non-Executive Non-Independent Director of the Company:

Based on the recommendation of the Nomination & Remuneration Committee ('NRC'), the Board of Directors at its meeting held on 13th August, 2024 appointed Mr. Vishwajit Reddy Konda, (DIN: 07719569) as an Additional Director-Non Executive Non Independent Director of the Company with effect from 13th August, 2024 pursuant

to the provisions of Section 161(1) of the Companies Act, 2013 ('the Act'). As per the provisions contained under Section 161 of the Companies Act 2013, Mr. Vishwajit Reddy Konda holds office as an Additional Director (Non-Executive Non Independent Director) of the Company up to the date of this Annual General Meeting ("AGM").

The Company has received a notice in writing under the provisions of Section 160 of the Act, from a Member proposing the candidature of Mr. Vishwajit Reddy Konda for the office of Director of the Company.

Mr. Vishwajit Reddy Konda has conveyed his consent to act as a Director of the Company and he also confirmed that he is not disqualified from being appointed as such in terms of Section 164 of the Companies Act, 2013 and he is not debarred from holding the office of Director by virtue of any order passed by SEBI or any such authority. The Company has also received other necessary disclosures from Mr. Vishwajith Reddy Konda.

Accordingly, it is proposed to appoint Mr. Vishwajit Reddy Konda as a Non-Executive Non-Independent Director of the Company liable to retire by rotation.

As per the provisions of Sections 152 of the Act and the Rules thereunder, a Director can be appointed with the approval of the Members in the General Meeting. Accordingly, approval of the Members is sought for the appointment of Mr. Vishwajit Reddy Konda as a Non-Executive Director of the Company.

Brief profile and other details pursuant to the provisions of (i) the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and (ii) Secretarial Standard on General Meetings ("SS-2"), issued by the Institute of Company Secretaries of India, are provided in the "**Annexure to Notice and Explanatory Statement**".

All relevant documents in respect of the said item are open for inspection by the Members at the Registered Office of the Company between 11.00 a.m. to 1.00 PM, on all working days (except Saturdays, Sundays and Public Holidays), up to the date of the AGM (i.e., September 26, 2024) as well as at the website of the Company.

The relatives of Mr. Vishwajit Reddy Konda may be deemed to be interested in the aforesaid resolution to the extent of their shareholding, if any, in the Company. Save and except the above, none of the other Directors and Key Managerial Personnel of the Company and their relatives is in anyway concerned or interested, financially or otherwise, in the resolution set out at Item No. 9 of the Notice.

The Board recommends the Ordinary Resolution set out at Item No. 9 of the Notice for approval by the members.

Item No. 10: Approval on Material Related party transactions:

The provisions of Section 188(1) of the Companies Act, 2013 requires approval of the Board of Directors and Audit Committee and prior approval of the shareholders, if the transactions entered with related parties in the ordinary course of business are not at arm's length price.

Regulation 23(4) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, amended effective 01st April, 2022 requires that all material related party transaction (RPT) shall require prior approval of the shareholders through resolution and no related party shall vote to approve such resolutions whether the entity is a related party to the particular transaction or not.

A transaction with a related party shall be considered material if the transactions(s) to be entered into individually or taken together with previous transactions during a financial year, exceeds rupees one thousand crore or 10% of the annual consolidated turnover of the Company as per last audited financial statements, whichever is lower.

The transactions with related parties -Apollo Hospital Enterprises Limited (AHEL) are in ordinary course of business and at arm's length price and hence don't fall within the provisions of the Companies Act, 2013 and does not require approval of shareholders.

However, the value of proposed aggregate transactions with related parties -Apollo Hospital Enterprises Limited (AHEL) is likely to exceed the above threshold limits and will amount to material related party transactions. Hence, approval of the shareholders is being sought for the said material Related Party Transaction(s) proposed to be entered into by your Company.

The Company had obtained approval from the members in the AGM held on 29th September, 2023 for material related party transactions entered till this AGM. As per the SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2022/47 dated April 8, 2022, the shareholders approval for RPT approved in an AGM shall be valid upto the date of next AGM for a period not exceeding fifteen months. Hence the shareholders approval is sought for the material Related Party Transactions proposed to be entered as given in item no. 10 which shall be valid up to the date of next AGM.

Further, all related party transactions are undertaken after obtaining prior approval of the Audit Committee. The Audit Committee of the Company currently comprises only independent directors. All related party transactions

have been unanimously approved by the Audit Committee after satisfying itself that the related party transactions are at arm's length and in the ordinary course of business. The Audit Committee of the Company reviews on a quarterly basis, the details of all related party transactions entered into by the Company during the previous quarter, pursuant to its approvals.

The Audit Committee and Board of Directors in their meeting held on 13th August, 2024 had already considered and approved the material related party transactions and advised to seek approval of members in this AGM. As per the recommendations of the Audit Committee, the transactions with Apollo Hospitals Enterprise Limited is in ordinary course of business and at arm's length price and beneficial to the Company. The revenue of the Company is majorly dependent on this due to its contribution in overall revenue and profit. Hence, these transactions are in the best interest of the Company and its shareholders.

The details as required under Regulation 23(4) of the Listing Regulations read with SEBI Circular bearing reference no. SEBI/HO/CFD/CMD1/CIR/P/2021/662 dated November 22, 2021 ("SEBI Circular") are set forth below:

TRANSACTIONS BETWEEN THE COMPANY AND RELATED PARTIES

S. No.	Particulars	Details
1.	Name of the related party and its relationship with the listed entity or its subsidiary, including nature of its concern or interest (financial or otherwise)	Apollo Hospitals Enterprises Limited (AHEL)
2.	Name of Director(s) or Key Managerial Personnel who is related, if any	Promoters and members of promoter group
3.	Type, tenure, material terms and particulars of the proposed transactions	Sale of goods/services- F&B and manpower to Apollo Hospitals Enterprise Limited. Omnibus approval is being sought from the members for transactions with related parties i.e. AHEL from the date of this meeting till the date of next Annual General Meeting.
4.	Value of the proposed transaction	The monetary value of transactions is Rs. 4,50,00,00,000 (Rupees Four Hundred Fifty Crores Only)
5.	The percentage of the listed entity's annual consolidated turnover, for the immediately preceding financial year, that is represented by the value of the proposed transaction (and for a RPT involving a subsidiary, such percentage calculated on the basis of the subsidiary's annual turnover on a standalone basis shall be additionally provided)	Approx 54%
	Note:	
	Against the proposed omnibus approval for material Related Party Transactions of Rs 450 crores, the Company is projecting a Consolidated turnover of approximately Rs. 700 cr as on March 2025, which works out to be approximately 64%.	
6.	Details of the transaction relating to any loans, inter-corporate deposits, advances or investments made or given by the listed entity or its subsidiary	Not Applicable
7.	Justification as to why the RPT is in the interest of the listed entity	The Material RPTs mentioned in the Resolution with Apollo Hospitals Enterprise Limited is in ordinary course of business and at arm's length price. The material RPTs being of operational and critical nature, play a significant role in the Company's business. The transactions shall be undertaken with a view to ensure continuity of existing operations, achieving synergies and economies of scale, reducing operational and logistics costs, etc. also the revenue of the Company is majorly dependent on this due to its contribution in overall revenue and profit and thus, are in the best interest of the Company.

8.	Any valuation or other external report relied upon by the listed entity in relation to the transactions	Not Applicable
9.	Any other information that may be relevant	All relevant / important information forms part of this Statement setting out material facts pursuant to Section 102(1) of the Companies Act, 2013.

All the Promoters and members of Promoter Group will be deemed to be interested in this resolution, hence shall not vote for this item. No other directors or Key Managerial Personnel and their relative is concerned or interested, financially or otherwise, in the resolution.

The Board of Directors recommends passing of the resolution as set out at item no. 10 of this Notice as an Ordinary Resolution.

Place: Chennai

Date: 13th August, 2024

By Order of the Board

For Apollo Sindoori Hotels Limited

Sd/-

D V Swathi

Company Secretary & Compliance officer

Annexure to Notice and Explanatory Statement

Brief particulars and Experience in specific Functional areas of the directors who are proposed to be appointed/ re-appointed as required under Regulation 36(3) of SEBI (LODR) Regulations, 2015 and clause 1.2.5 of Secretarial Standards on General Meetings (SS-2)

1. Mr. P Vijayakumar Reddy (For Item No. 3)

Mr. P Vijayakumar Reddy is the founder of PPN Power Generating Company Private Limited having the capacity of 330.5 MW, Gas cum Naphtha fired, Combined Cycle Power Plant at Villages Pillaiperumalnallur and Manickapangu, Tharangambadi Taluk, Nagapattinam District, Tamil Nadu. Mr.P Vijayakumar Reddy is also associated with Entertainment Electronics, Hospitality, Dry cell Batteries, Real estate, Home appliances, Generation of Electric Power, Healthcare, Info Tech, Infrastructure etc. Mr P Vijayakumar Reddy has completed Bachelor degree in Commerce.

2. Mr. L Lakshminarayana Reddy (For Item No. 5)

Mr. L Lakshminarayana Reddy holds a Post-graduate degree in Rural Development, specialization in Economics from Sri Venkateswara University, Post graduate centre, Anantapur, Andhra Pradesh. He has over four decades of work experience in Finance, administration, legal, capital markets, corporate governance and corporate laws. He has served on the Board of various Companies related to healthcare.

3. Ms. Allareddy Nivruti (For Item No. 6)

Ms. A Nivruti is a B.Sc. (Hons) Graduate qualified from Warwick University, London with an experience of 16 years in hotel industry. She is aged about 39 years. She holds position as a director in Savera Industries since 2007.

4. Ms. Madura Ganesh (For Item No. 7)

Ms. Madura Ganesh, aged 49, has completed her Bachelor of Law and Master in Business Administration and brings with her 24 years of experience in providing advisory services in areas such as IND AS and IFRS implementation, FEMA and SEBI Regulations, Contingent Liability Management, Wealth Management Advice, Audit and Assurance and Taxation, etc. She also provides financial advice to various Industries such as Infrastructure, Software services, NBFCs/Banks, Trading, Hospitals, Real Estate, Financial Institutions, FMCG, Hotel & Resorts, Ports and Mining, etc. She also trains people in Audit and Assurance and she mentors over 50 people with an emphasis on team building.

5. Dr. Chithambaranathan Natarajan (For Item no.8)

Dr. Chithambaranathan Natarajan is experienced in Specific Functional Areas and have over 40 years of experience in Engineering, Hospitality and Hospital Operations, General administration and Human resource domains. He has been serving as a Chief Executive Officer of Apollo Sindoori Hotels Limited since 2016 and appointed as a Whole-time Director since 2019. He is also serving as a Director of subsidiaries of the Company i.e. Sindoori Management Solutions Private Ltd (formerly known as Faber Sindoori Management Services Pvt. Ltd) and Olive Plus Twist Avenues Pvt Ltd (formerly known as Olive & Twist Hospitality Pvt. Ltd) since 2019.

He was also a Vice President & Unit Head (2013-2016) of Apollo Hospitals, Vanagaram, Chennai (300-bedded). He also served as Vice President-Admin & Operations of Apollo Global Projects & Consultancy Division (2011-2013). He was also Sr. General Manager/Vice President-Operations (2001-2011) of Apollo Hospitals Enterprise Ltd., Greams Road, Chennai (650-bedded). He also served as Sr. General Manager -Operations of Apollo Specialty Hospitals, Chennai (1999-2001).

He has completed his degree of Doctor of Philosophy (HM), University of Madras. He also holds Master's degree in Commerce, University of Madras. He also holds Master's degree in Law (Labour Law), Annamalai University, India and Master's degree in Business Administration, University of Madras. He has completed Post-graduate Diploma in Personnel Management & Industrial Relations (Hons), Madras Social of Social Work, Chennai.

He has also got various Certifications like:

- Executive Management Program on Hospital Management, Indian Institute of Management, Ahmedabad.
- Executive Education on General Management, Indian Institute of Management, Bangalore.
- Executive Management Program on Project Management, Indian Institute of Management, Ahmedabad.
- Basic and Advanced certification in HR process Management, Indian society of Applied Behavioural science.

- JCIA/NABH Lead Auditor Training- ISO 9000 – Confederation of Indian Industries.
- Quality System Certification, Singapore Quality Assurance.
- Certification in Leadership, McGrath Institute of Leadership training.
- Certification in General Management, McGrath Institute of Leadership training.
- National Disaster Preparedness Course, Indian Academy of Traumatology, British High Commission and British Council, India.
- NABH Implementation Program – NABH Internal Assessor Course, Global Health City/ Chennai.

6. Mr. Vishwajit Reddy Konda (For Item No. 9)

Mr. Vishwajit Reddy Konda has completed his Masters in Business Administration (MBA). Currently he is associated with both Public and Private companies serving as Director viz., AHLL Diagnostic Limited, Stephan Design & Engineering Limited, Health Care (India) Limited, Wadi Surgicals Private Limited, Kar Motors Private Limited, Citadel Agro Private Limited, Everest Infra Ventures (India) Private Limited, etc.

B. Other Details

Name of the Director	Mr. Vijayakumar Reddy	Mr. L Lakshminarayana Reddy	Ms. A. Nivruti	Ms. Madura Ganesh	Dr. C Natarajan	Mr. Vishwajit Reddy Konda
Director Identification Number (DIN)	01097295	02739839	00576167	02456676	06392905	07719569
Type of Directorship/ Designation	Non-Independent, Non-Executive Director	Independent, Non-Executive Director	Independent, Non-Executive Director	Independent, Non-Executive Director	Whole-time Director & Chief Executive Officer	Non-Independent, Non-Executive Director
Date of Birth	28/06/1951	01/06/1955	10/10/1984	24/05/1975	03/07/1961	02/11/1996
Age	73	69	39	49	63	28
Date of First Appointment on the Board	21st August, 2000	13th August, 2024	13th August, 2024	13th August, 2024	30th May, 2019	13th August, 2024
Experience in Specific Functional Area	Associated with Entertainment, Electronics, Hospitality, Real estate, Power, Healthcare, etc.	He has over four decades of work experience in Finance, administration, legal, capital markets, corporate governance and corporate laws.	She has rich exposure in hotel industry for more than 16 years.	She has 24 years of experience in providing advisory services in areas such as IND AS and IFRS implementation, FEMA and SEBI Regulations, Contingent Liability Management, Wealth Management Advice, Audit and Assurance and Taxation,	Engineering, Hospitality and Hospital Operations, General administration and Human resource domains.	He is associated with various industries related with Healthcare, infrastructure, etc.

Skills and Capabilities	Pottipati Vijaykumar Reddy is the founder of PPN Power Generating Company Pvt Ltd and he is associated with various industries such as Real estate, Generation of Electric Power, Healthcare, Info-tech, etc.	Experience in Finance, administration, legal, capital markets, corporate governance and corporate laws.	Corporate strategy Business, Marketing, Sales, Supply Chain Management and Branding, Financial Management, Leadership experience and understanding of significant organizations, their process, strategies, planning etc.	Experience in Finance and Laws	Engineering, Hospitality and Hospital Operations, General administration and Human resource domains.	Corporate strategy and Business development
Qualification	Bachelor in Commerce	Post-graduate degree in Rural Development, specialization in Economics from Sri Venkateswara University, Post graduate centre, Anantapur, Andhra Pradesh	B.Sc., Management (Hons.) Graduate from Warwick university, London, UK	M.COM, BL, MBA	Doctor of Philosophy (HM), University of Madras. Master's degree in Commerce, University of Madras. Master's degree in Law (Labour Law), Annamalai University, India and Master's degree in Business Administration, University of Madras. Post-graduate Diploma in Personnel Management & Industrial Relations (Hons), Madras Social of Social Work, Chennai.	MBA

Details of remuneration sought to be paid	No remuneration	Sitting fees for attending the Board and other committee meetings.	Sitting fees for attending the Board and other committee meetings.	Sitting fees for attending the Board and other committee meetings.	As per the Resolution at Item No. 8 of the Notice read with Explanatory Statement thereto	No remuneration
Last Re-muneration Drawn	No remuneration	NIL	NIL	NIL	As per the Resolution at Item No. 8 of the Notice read with Explanatory Statement thereto	NIL
Relationship with other directors and KMP	Brother in law of Suneeta Reddy, Son in law of Sucharitha Reddy, Uncle of Sindoori Reddy	L Lakshminarayana Reddy is not related to any of the Directors or Key Managerial Personnel of the Company.	Nivruti Allareddy is not related to any of the Directors or Key Managerial Personnel of the Company.	Madura Ganesh is not related to any of the Directors or Key Managerial Personnel of the Company.	Dr. C Natarajan is not related to any of the Directors or Key Managerial Personnel of the Company.	Grandson of Sucharitha Reddy, Nephew of Suneeta Reddy and Cousin of Sindoori Reddy

Directorship in Companies	1. Apollo Sindoori Hotels Limited 2. Apex Power and Industries Private Limited 3. Preetha Investments Private Limited	1. Samudra Health Care Enterprises Limited 2. Apollo Hospitals North Limited 3. A.B. Medical Centres Limited 4. Apollo Clinical Excellence Solutions Limited 5. Apollo Nellore Hospital Limited 6. Searchlight Health Private limited 7. Apollo Pharmalogistics Private Limited	1. Savera Industries Ltd 2. Amaravathi Restaurants Private Ltd 3. Ruchi Agro Products Private Ltd 4. Shyam Enterprises Private Ltd	1. APN Ventures and Consultancy Services Private Ltd 2. Banyan Consultancy Services Private Ltd 3. Banyan Corporate Advisors Private Ltd 4. Banyan Ventures & Investment Private Ltd	1. Apollo Sindoori Hotels Limited 2. Sindoori Management Solutions Private Ltd (formerly known as Faber Sindoori Management Services Private Limited) 3. Olive Plus Twist Avenues Pvt Ltd (formerly known as Olive & Twist Hospitality Private Limited)	1. AHLL Risk Management Private Limited 2. Wadi Surgicals Private Limited 3. Elixir Communities Private Limited 4. AHLL Diagnostics Limited 5. Bridge Promoters Private Limited 6. Saffron Solutions Private Limited 7. Adventure Trails India Private Limited 8. KAR Motors Private Limited 9. Stephan Design & Engineering Limited 10. Health Care (India) Limited 11. Citadel Agro Private Limited 12. Everest Infra Ventures (India) Private Limited
Listed entities from which the Director resigned in the past 3 years	None	None	None	None	None	None
Chairman/ Member in the Committee of the Boards of Other Public Companies	Nil	Member: Samudra Health Care Enterprises Limited -Audit Committee -CSR Committee	Member: Savera Industries Ltd -Stakeholders Relationship Committee -Corporate Social Responsibility Committee -Investment Committee	NIL	NIL	NIL
No of Shares held in Company	51,170	NIL	NIL	NIL	NIL	NIL

Number of meetings of the Board attended during the year	1	None	None	None	4	None
Terms and Conditions	Mr. Vijayakumar Reddy shall be reappointed as Director (Non-Executive Non Independent), liable to retire by rotation.	Mr.L. Lakshminarayana Reddy shall be appointed as Director (Non-Executive Independent), not liable to retire by rotation.	Ms. A Nivruti shall be appointed as Director (Non-Executive Independent), not liable to retire by rotation.	Ms. Madura Ganesh shall be appointed as Director (Non-Executive Independent), not liable to retire by rotation.	Mr. C Natarajan shall be reappointed as Whole-time Director cum Chief Executive Officer, liable to retire by rotation.	Mr. Vishwajit Reddy Konda shall be appointed as Director (Non-Executive Non Independent), liable to retire by rotation.