+91 44 49045002
info@apollosindoori.com
www.apollosindoori.com

APOLLO SINDOORI HOTELS LIMITED

Date: 05th September, 2026

To,
The Compliance Department,
National Stock Exchange of India Limited (NSE)
Exchange Plaza, C-1, Block G,
Bandra Kurla Complex, Bandra (East)
Mumbai - 400001.

NSE Symbol: APOLSINHOT; **ISIN:** INE451F01024

Subject: Submission of Notice of 28th Annual General Meeting (AGM) of the Company for the financial year 2025-26 to be held on Monday, 28th September, 2026 at 11.00 A.M (IST)

Dear Sir/Ma'am,

The Twenty Eighth (28th) Annual General Meeting ("AGM") of the Shareholders of **Apollo Sindoori Hotels Limited** ('the Company') will be held on **Monday, 28th September, 2026 at 11.00 A.M (IST)** through Video Conferencing ("VC")/Other Audio Visual Means ("OAVM") which does not require the physical presence of the Shareholders at a common venue. The copy of the Notice of the 28th AGM dated August 11, 2026 is being is enclosed herewith.

The Company has engaged Central Depository Services Limited (CDSL) for providing e-voting services and VC/OAVM facility for this AGM.

Details of e-Voting are as follows:

The **Cut-Off Date/Record Date** will be **Monday, 21st September, 2026**;

The **Closure of Register of Members and Share Transfer Books** will be from **Tuesday, 22nd September 2026 to Monday, 28th September 2026** for the ensuing AGM of the Company (both days inclusive);

The e-Voting period will commence from **Friday, 25th September, 2026 at 09:00 A.M (IST)** and ends on **Sunday, 27th September, 2026 at 05:00 P.M (IST)**

This is for your information and records.

Yours Faithfully,

For Apollo Sindoori Hotels Limited

SHAMMI PRAKASH

Digitally signed by SHAMMI PRAKASH
DN: c=IN, st=Tamil Nadu, 2.5.4.20=3febca62a37e1b4621d46cf38b30682615d84982106b317b84c336246a647d32, postalCode=600006, street=So Prem Prakash Flat no 2 8 th floor B block Gemini prans apartment Ganga karai puram Tey nampet Cathedral garden road back side of palm grove hotel Tey nampet Teynampet West, pseudonym=9eb764adbf6a4926985ac6b1aa142d50, title=6936, serialNumber=c1ecbb471ee1dcc4610329dba7a5a35f9337cc8afc6c8f289bf36399b8eda7b7, o=Personal, cn=SHAMMI PRAKASH
Date: 2026.09.05 18:24:39 +05'30'

Shammi Prakash
Company Secretary & Compliance officer
M.No-F12231

APOLLO SINDOORI HOTELS LIMITED
CIN: L72300TN1998PLC041360
Registered Office: No. 43/5, Ground Floor, Hussain Mansion,
Greams Road, Thousand Lights, Chennai 600006.

NOTICE TO SHAREHOLDERS

Dear Shareholder(s)

Notice is hereby given that the 28th (Twenty Eighth) Annual General Meeting (AGM) of the Shareholders of Apollo Sindoori Hotels Limited ('the Company') will be held on Monday, 28th September 2026 at 11.00 A.M.(IST) through Video Conferencing ('VC') or Other Audio Video Means ('OAVM') to transact the following businesses:

ORDINARY BUSINESS:

1. To consider and adopt the Audited standalone and consolidated financial statements for the year ended 31st March 2026 and the reports of the board of directors and the auditors thereon.
2. To declare Final Dividend of ₹3/- (Rupees Three Only) per equity share on face value of ₹5/- each fully paid up for the financial year ended March 31, 2026
3. To appoint a Director in place of Mr. Vishwajit Reddy Konda (DIN: 07719569), Director who retires by rotation and being eligible, offers himself for re-appointment.

SPECIAL BUSINESS:

4. To consider and approve the Material Related Party Transactions with Apollo Hospitals Enterprise Ltd:

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

"**RESOLVED THAT** pursuant to the provisions of Section 188 of The Companies Act, 2013 ("the Act") and all other applicable provisions, if any, read with Rule 15 of The Companies (Meetings of Board and its Powers) Rules, 2014 and any other rules made thereunder (including any statutory modification(s) or re-enactment or amendment(s) thereof, for the time being in force, if any) and in terms of Regulation 23 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations"), as amended from time to time, 2(1)(zc) of SEBI LODR Regulations, the Company's policy on Related Party Transactions including the Industry Standards on minimum information to be provided to the Audit Committee and Shareholders, and based on the prior approval of the Audit Committee and on the approval of Board of Directors of the Company, the consent of the Members of the Company be and is hereby accorded to empower the Board the omni bus approval for, for continuing with existing contract(s) /arrangement(s) /transaction(s) or modification(s) of earlier / arrangements / transactions or as fresh and independent transaction(s) or otherwise (whether individually or series of transaction(s) taken together or otherwise), with Apollo Hospitals Enterprise Limited ('AHEL), a related party falling within the definition of "Related Party" under Section 2(76) of the Act and Regulation 2(1)(zb) of the SEBI Listing Regulations, and shall be valid for the Financial year 2026-27 on such material terms and conditions as detailed in the explanatory statement annexed to this notice and as may be mutually agreed between related party and the Company, notwithstanding the fact that the aggregate value of all these transaction(s), whether undertaken directly by the Company, for an aggregate value not exceeding Rs. 500 Crores (Five Hundred Crores) as set out below and shall be carried out in the ordinary course of business and at arm's length basis."

Sl. No	Name of the Related Party and Nature of Relationship	Nature of transactions	Maximum aggregate value
1	Apollo Hospitals Enterprise Ltd. a related party under Section 2(76) of the Companies Act, 2013 and Regulation 2(1)(zb) of the SEBI LODR Regulations, 2015, by virtue of Mrs. Sucharitha Reddy, Ms. Sindoori Reddy and Mr. Pottipati Vijayakumar Reddy being relatives, within the meaning of Section 2(77) of the Act, of Dr. Prathap C. Reddy, Chairman of and Ms. Preetha Reddy, Vice-Chairperson of Apollo Hospitals Enterprise Limited	Sale / provision of goods and services, including F&B and manpower/services	Not exceeding Rs 500 Crores

RESOLVED FURTHER THAT the aforesaid Omnibus Approval shall be valid from the conclusion of this 28th Annual General Meeting until the conclusion of the 29th Annual General Meeting of the Company scheduled to be held in the calendar year 2027.

RESOLVED FURTHER THAT the Board of Directors (Including any committee thereof) or Chief Financial Officer or Company Secretary and Compliance Officer of the company be and are hereby authorized to do all such acts, deeds, matters and things as it may deem fit at its absolute discretion and to take all such steps as may be required in this connection including finalizing and executing necessary documents, contract(s), scheme(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 and settling all such issues, questions, difficulties or doubts whatsoever that may arise and to take all such decisions from powers herein conferred to, without being required to seek further consent or approval of the Shareholders and that the Shareholders shall be deemed to have given their approval thereto expressly by the authority of this resolution."

RESOLVED FURTHER THAT, a certified true copy of the said resolution furnished to all concerned under the signature of any one of the Directors or Company Secretary and Compliance Officer of the Company."

5. **Continuation of Directorship of Mr. Pottipati Vijayakumar Reddy (DIN: 01097295) as a Non-Executive Director of the Company upon attaining the age of 75 years:**

   To consider and if thought fit, to pass the following resolution as a Special Resolution:

   "**RESOLVED THAT** pursuant to the provisions of Regulation 17(1A), Regulation 19 and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, if (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), and based on the recommendation of the Nomination and Remuneration Committee and the Board of Directors, the consent of the shareholders be and is hereby accorded for the continuation of Mr. Pottipati Vijayakumar Reddy (DIN: 01097295) as a Non-Executive Director of the Company upon his attaining the age of seventy-five (75) years on the terms and conditions of his appointment as previously approved by the Members of the Company at the Annual General Meeting held on 26 September 2024.

   RESOLVED FURTHER THAT having regard to Mr. Pottipati Vijayakumar Reddy's extensive experience, expertise and knowledge of the Company and its business, and considering the valuable guidance and strategic insights provided by him to the Board, the Members hereby acknowledge that his continued association with the Company would be beneficial and in the best interests of the Company and its stakeholders and, accordingly, approve the continuation of his directorship notwithstanding his attaining the age of seventy-five (75) years.

RESOLVED FURTHER THAT any Director or the Company Secretary of the Company be and are hereby severally authorized to to do all such acts, deeds, matters, and things as may be necessary, proper, or expedient to give effect to this resolution, including filing necessary forms with the Registrar of Companies (ROC) and stock exchange intimations."

Place: Chennai
Date: 11 August, 2026

By Order of the Board
For **Apollo Sindoori Hotels Limited**

Madura Ganesh
Chairperson
(DIN : 02456676)

Notes for Members

1. Pursuant to the Ministry of Corporate Affairs (MCA) vide its General Circular No. 14/2020 dated April 8, 2020, General Circular No. 17/2020 dated April 13, 2020, General Circular No. 20/2020 dated May 5, 2020, General Circular No. 22/2020 dated June 15, 2020, General Circular No. 33/2020 dated September 28, 2020, General Circular No. 39/2020 dated December 31, 2020, General Circular No. 02/2021 dated January 13, 2021, General Circular No. 19/2021 dated December 08, 2021 and General Circular No. 21/2021 dated December 14, 2021 and General Circular No. 02/2022 dated May 05, 2022 and General Circular No. 10/2022 dated December 28, 2022 and General Circular No. 09/2023 dated September 25, 2023, General Circular No. 09/2024 dated September 19, 2024 and General Circular No. 03/2025 dated September 22, 2025 issued by Ministry of Corporate Affairs (collectively "MCA Circulars") and Securities and Exchange Board of India ("SEBI") vide its Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 and Circular No. SEBI/HO/CFD/ CMD2/ CIR/P/2021/11 dated January 15, 2021, Circular No. SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022 and Circular No. SEBI/HO/CFD/Pod-2/P/CIR/2023/4 dated January 5, 2023 and Circular No. SEBI Circular No. SEBI/HO/DDHS/P/ CIR/2023/0164 dated October 6, 2023 and Circular No. SEBI Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 7, 2023 and Circular No. SEBI Circular No. SEBI/ HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 3, 2024 (collectively "SEBI Circulars"), have permitted Companies to conduct AGM through VC or Other Audio Visual Means, subject to compliance of various conditions mentioned therein till September 30, 2026. In compliance with the aforesaid MCA Circulars and SEBI Circulars and the applicable provisions of Companies Act, 2013 and rules made thereunder and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The 28th 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. The registered office of the company shall be deemed to be the venue for the AGM. 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. 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, SEBI/HO/ CFD/CFD-PoD-2/P/ CIR/2023/167 dated October 7, 2023 and SEBI/HO/CFD/CFD-PoD-2/P/CIR/2024/133 dated October 3, 2024 issued by the Securities Exchange Board of India (collectively referred to as "SEBI Circulars"), the Notice of the AGM along with the Annual Report for FY 2025-26 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".

3. 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 as appearing at Item No. 4 and 5 of the accompanying Notice being considered unavoidable by the board and hence form part of the notice.

4. 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 at least 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.

5. The attendance of the Members participating the AGM through VC/OAVM will be counted for the purpose of ascertaining the quorum under Section 103 of the Companies Act, 2013.

6. PURSUANT TO THE PROVISIONS OF THE ACT, A MEMBER ENTITLED TO ATTEND AND VOTE AT THE AGM IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON HIS/HER BEHALF, AND SUCH PROXY NEED NOT BE A MEMBER OF THE COMPANY. SINCE THIS AGM IS BEING HELD PURSUANT TO THE MCA CIRCULARS THROUGH VC/OAVM, PHYSICAL ATTENDANCE OF MEMBERS HAS BEEN DISPENSED WITH. ACCORDINGLY, THE FACILITY FOR THE APPOINTMENT OF PROXIES BY THE MEMBERS WILL NOT BE AVAILABLE FOR THIS AGM AND HENCE THE PROXY FORM, ATTENDANCE SLIP AND ROUTE MAP OF AGM ARE NOT ANNEXED TO THIS NOTICE

7. 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 casting 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.

8. Only Members of the Company whose names appear in the Register of Members or in the Register of Beneficial Owners maintained by the Depositories, as applicable, shall be entitled to attend and vote at the AGM through VC/OAVM.

9. In compliance with the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended from time to time, Regulation 44 of the SEBI Listing Regulations and the Circulars issued by the MCA in this regard, the Company has provided a facility to the Members to exercise their vote through electronic means.

10. The facility of casting the votes using an electronic voting system ("remote e-voting") will be provided by CDSL. A person whose name is 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., 21st September 2026, shall be entitled to avail the facility of remote e-voting as well as e-voting at the AGM.

11. The remote e-voting period commences from Friday 25th September, 2026 (9.00 a.m. IST) and ends on Sunday, 27th September, 2026 (5.00 p.m. IST). During this period, Members holding shares either in physical form or in dematerialized form, as on the cut-off date, may cast their vote electronically. The remote e-voting module shall be disabled by CDSL for voting thereafter.

12. Those Members, who will be present in the AGM through VC / OAVM facility and have not cast 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 during the AGM.

13. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date. The instructions for remote e-voting and e-voting at AGM and joining the AGM virtually are annexed in the AGM Notice.

14. 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 websites of the Stock Exchange 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.

15. 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. 4 to 5) of this Notice, is annexed herewith.

16. Pursuant to Regulation 42 of the SEBI Listing Regulations, the Register of Members and Share Transfer Books of the Company will remain closed from 22nd September 2026 (Tuesday) to 28th September 2026 (Monday) (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 Monday, 21st September 2026.

17. 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. 21st September 2026 shall be entitled to avail the facility of remote e-voting or voting at the AGM.

18. 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 cutoff date i.e. 21st September 2026.

19. All documents referred to in the accompanying Notice shall be open for inspection at the registered office of the Company between 11 A.M. to 1 P.M. on all working days except Saturdays and Sundays till the date of AGM.

20. As per Regulation 40 of the SEBI Listing Regulations, as amended, securities of listed companies can be transferred only in dematerialized form, except in case of request received for transmission or transposition of securities. In view of this and to eliminate all risks associated with physical shares and for ease of portfolio management, members holding shares in physical form are requested to consider converting their holdings to dematerialized form. Members can contact the Company's RTA, for assistance in this regard.

21. 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

22. 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.

23. 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 is INE451F01024.

24. 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 at WISDOM-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.

25. 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–600002, or by sending query/clarification to https://wisdom.cameoindia.com.

26. 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.

27. The Company has appointed Mr. D. Rangarajan, Partner of BP & Associates, Practicing Company Secretaries 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.

28. Scrutinizer shall submit their report within two working days from 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 Chairperson or a person authorized by her in writing and such person may declare the result of the voting forthwith.

29. The results of the remote e-voting and e-voting at the AGM will be announced by the Chairperson or person authorized by her within two working days 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

30. As per the provisions of Section 72 of the Act and SEBI Circular, the facility for making nominations is available for the Members in respect of the shares held by them. Members who have not yet registered their nomination are requested to register the same by submitting Form No. SH-13. If a member desires to opt out or cancel the earlier nomination and record a fresh nomination, he/ she may submit the same in ISR-3 or SH-14 as the case may be. Members are requested to submit the said details to their Depository Participants in case the shares are held by them in dematerialized form and to the Company's RTA in case the shares are held by them in physical form, quoting their folio number.

31. SEBI has established a common Online Dispute Resolution Portal ("ODR Portal") for resolution of disputes arising in the Indian Securities Market. Pursuant to above-mentioned circulars, post exhausting the option to resolve their grievances with the RTA/ Company directly and through existing SCORES platform, the investors can initiate dispute resolution through the ODR Portal at https://smartodr.in/login.

32. Tax on Dividend

    Members may note that as per the Income-Tax Act, 2025, dividend income is taxable in the hands of the Members and the Company is required to deduct tax at source ('TDS') from dividend paid to the Members at rates prescribed in the Income-Tax Act, 2025.

    In order to enable the Company to determine the appropriate TDS rate as applicable, Members are requested to submit the documents in accordance with the provisions of the Income-Tax Act, 2025 and Rules thereto.

    a. For Resident Members:

       Tax at source shall be deducted as per the provisions of the Income-Tax Act, 2025 at 10% on the amount of dividend declared and paid by the Company during FY 2025-26, subject to PAN details registered/ updated by the Member. If PAN is not registered/ updated in the demat account/folio as on the cut-off date, TDS would be deducted at 20% as per provision of the Income Tax Act, 2025.

       No tax at source is required to be deducted, if aggregate dividend paid or likely to be paid during the FY to individual member does not exceed Rs.5,000, subject to Member not being a 'Specified Person' and the status of the PAN of the Member not being 'in-operative' on record date as per provisions of the Income-Tax Act, 2025.

Further, in cases where the Member provides Form 15G (applicable to any person other than a Company or a Firm) /Form 15H (applicable to an Individual above the age of 60 years), provided that the eligibility conditions are being met, no TDS shall be deducted, subject to the PAN of the Member not having an 'In-operative' status as per provision of the Income-Tax Act, 2025.

Further, in case PAN of any Member falls under the category of 'In-operative', the Company shall deduct TDS @ 20% as per provision of the Income-Tax Act, 2025. In case of resident member having Order under provision of the Income Tax-Act, 2025, TDS will be deducted at the rate mentioned in the Order, provided the Member submits copy of the Order obtained from the income-tax authorities.

b. For Non-resident Members:

Tax at source shall be deducted under the provision of the Income-Tax Act, 2025 at the applicable rates. As per the relevant provisions of the Income-Tax Act, 2025, the withholding tax shall be at the rate of 20% (plus applicable surcharge and cess) on the amount of dividend payable to non-resident Members.

Further, in case of Foreign Institutional Investors and Foreign Portfolio Investors, tax shall be deducted at source at 20% (plus applicable surcharge and cess) under provision of the Income-Tax Act, 2025.

In case of Non-resident member having Order under provision of the Income Tax-Act, 2025, TDS will be deducted at the rate mentioned in the Order; provided the member submits copy of the order obtained from the income-tax authorities.

As per provision of the Income-Tax Act, 2025, Members may be entitled to avail lower TDS rate as per Double Taxation Avoidance Agreement (DTAA). To avail the Tax Treaty benefits, the non-resident Member will have to provide the following:

- Self-attested copy of Tax Residency Certificate (TRC) obtained from the tax authorities of the country of which the member is a resident.
- Electronically generated Form 10-F
- Self-attested copy of the Permanent Account Number (PAN Card) allotted by the Indian Income Tax Authorities, if any.
- Self-declaration, certifying the following points:
  - i. Members are and will continue to remain tax resident of the country of its residence during FY 2025-26.
  - ii. The member is eligible to claim the beneficial DTAA rate for the purposes of tax withholding on dividend declared by the Company.
  - iii. Members have no reason to believe that its claim for the benefits of the DTAA is impaired in any manner.
  - iv. Member is the ultimate beneficial owner of its shareholding in the Company and Dividend receivable from the Company.
  - v. Member does not have a taxable presence or a permanent establishment in India during FY 2025-26.

c. For all Members:

In the event of any income tax demand (including interest, penalty, etc.) arising from any misrepresentation, inaccuracy or omission of information provided / to be provided by the Member(s), such Member(s) will be responsible to indemnify the Company and also, provide the Company with all information / documents and co-operation in any proceedings.

Members holding shares under multiple accounts under different status/ categories and single PAN, may note that, higher of the tax as applicable to the status in which shares are held under a PAN will be considered on their entire holding in different accounts. In case of any discrepancy in documents submitted by the Member, the Company will deduct tax at a higher rate as applicable, without any further communication in this regard. In the case of joint Members, the member named first in the Register of Member is required to furnish the requisite documents for claiming any applicable beneficial tax rate.

Notwithstanding the above, in case PAN falls under the category of 'Specified Person', Member is mandatorily required to submit a declaration providing status of Permanent Establishment in India for FY 2025-26. As per Section provision of the Income-Tax Act, 2025, if the said declaration is not furnished, the Company shall deduct tax at source at twice the applicable rate referred above.

The Company is not obligated to apply the beneficial DTAA rates at the time of tax deduction/ withholding on dividend amounts. Application of beneficial DTAA Rate shall depend upon the completeness and satisfactory review by the Company, of the documents submitted by the non-resident member.

In order to enable the Company to determine the appropriate TDS/ withholding tax rate applicable, Members are requested to provide the aforesaid details and documents on or before 18th September 2026, at Secretary@apollosindoori.com.

No communication on the tax determination/ deduction shall be entertained post 18th September 2026, Members may note that in case the tax on said dividend is deducted at a higher rate due to non-receipt of the aforementioned details/ documents, there would still be an option available to the Member to file the return of income and claim an appropriate refund, if eligible.

33. Pursuant to the provisions of Section 124 and 125 of the Companies Act, 2013 read with the 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 Mr. Shammi Prakash, Company Secretary & Compliance Officer as the Nodal Officer of the Company under IEPF provisions.

34. Details of dividend declared for the financial years from 2018-19 onwards are given below:

Financial Year	Date of Declaration of Dividend	Unpaid Amount as on 31.03.2026 (In Rs.)	Date of transfer to Unclaimed Dividend Account	Date of Transfer to IEPF
2018-2019	25.07.2019	1,60,770.00	31.08.2019	31.08.2026
2019-2020	17.09.2020	1,00,364.00	24.10.2020	24.10.2027
2020-2021	28.09.2021	58,708.75	04.11.2021	04.11.2028
2021-2022	29.09.2022	75,172.50	05.11.2022	05.11.2029
2022-2023	29.09.2023	66,444.50	31.10.2023	31.10.2030
2023-2024	26.09.2024	94,486.00	29.10.2024	29.10.2031
2024-2025 (DIV)	25.09.2025	96,712.00	01.11.2025	01.11.2032
2024-2025 (Interim Div)	07.02.2025	23716.5	16.03.2025	16.03.2032

35. In compliance with the aforesaid MCA and SEBI Circulars, electronic copy of the notice of the AGM along with the Annual Report 2025-26 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.

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

(i) The voting period begins on Friday, 25th September 2026 at 9.00 A.M. and ends on Sunday, 27th September 2026 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 Monday, 21st September 2026 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 the 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
ndividual 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 cdsl website www.cdslindia.com and click on login icon & New System Myeasi Tab.

Type of shareholders	Login Method
	2) After successful login the Easi/Easiest user will be able to see the e-Voting option for eligible companies where the e-voting is in progress as per the information provided by company. On clicking the e-voting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period 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 CDSL website www.cdslindia.com and click on login and 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 an e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile and Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-voting option where the e-voting is in progress and also able to directly access the system of all e-Voting Service Providers.
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

Type of shareholders	Login Method
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 22 55 33
Individual Shareholders holding securities in Demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30

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)
	• 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.
	• 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) by email to investor@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 22 55 33.

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

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 and approve the Material Related Party Transactions:

In accordance with Regulation 23 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”), all Material Related Party Transactions (“RPTs”) require the prior approval of the Members of the Company by way of an Ordinary Resolution, even if such transactions are entered into in the ordinary course of business and on an arm’s length basis. For a company having an annual consolidated turnover of up to ₹20,000 crore, a transaction with a Related Party is considered material if the aggregate value of such transaction(s), whether entered into individually or taken together with previous transactions during the financial year, exceeds 10% of the annual consolidated turnover of the listed entity.

The proposed transactions are in the ordinary course of the Company’s business and are proposed to be undertaken on an arm’s length basis. The provision of food and beverage (“F&B”) and manpower/services to AHEL forms part of the Company’s regular business operations and contributes materially to its revenue and operating performance.

The proposed omnibus approval is intended to facilitate continuity of the Company’s existing business arrangements and enable the Company to undertake such transactions, as and when required, during the approval period, subject to the approved monetary limits. The proposed transactions are expected to facilitate business continuity, operational efficiencies and optimum utilisation of the Company’s resources and manpower. Accordingly, the proposed transactions are considered to be commercially beneficial and in the best interests of the Company and its shareholders.

The Company has placed the proposed resolution before the Members for their approval. The Management has provided the Audit Committee with all relevant details of the proposed RPTs, including the material terms and the basis of pricing. Upon review of the information and supporting details placed before it, the Audit Committee and the Board of Directors have approved the proposed RPTs, subject to the approval of the Members.

The Audit Committee, at its meeting held on August 11, 2026 , reviewed the proposal and confirmed that the proposed transactions are in the ordinary course of business, are on an arm’s length basis and are not prejudicial to the interests of the Company or its minority shareholders.

The Management Certification issued by the Chief Executive Officer/Managing Director and Chief Financial Officer, as required under the applicable Industry Standards Forum requirements, has been placed before the Audit Committee at the meeting held on August 11, 2026 and the Board of Directors for their consideration and review.

Members may note that, in accordance with the provisions of the SEBI Listing Regulations, no Related Party, as defined thereunder, whether or not such Related Party is a party to the aforesaid transactions, shall be entitled to vote on the resolution approving the proposed Related Party Transactions.

Except as stated above, none of the other Directors, Key Managerial Personnel (“KMPs”) of the Company and/or their respective relatives is, in any way, concerned or interested, financially or otherwise, in the Resolution.

The Board recommends the Ordinary Resolution set out at Item No. 4, for the approval by the Members

Minimum Information to be provided to the shareholders for approval of Material RPTs:

In terms of SEBI Circular dated October 13, 2025 on Industry Standards on “Minimum information to be provided to the Audit Committee and Shareholders for approval of Related Party Transactions” (“RPT Industry Standards”), the explanatory statement contained in this Notice provides the required information:

A(1) Basic details of the related party:

S. No.	Particulars of the information	Information provided by the management
1.	Name of the related party	Apollo Hospitals Enterprise Limited
2.	Country of incorporation of the related party	India
3.	Nature of business of the related party	A Major Indian conglomerate in healthcare operating pharmacy, clinics and digital health services

A(2) Relationship and ownership of the related party:

S. No.	Particulars of the information	Information provided by the management
1.	Relationship between the listed entity/subsidiary (in case of transaction involving the subsidiary) and the related party – including nature of its concern (financial or otherwise) and the following:	Apollo Hospitals Enterprise Limited (AHEL) is a related party of Apollo Sindoori Hotels Limited by virtue of common Promoters holding significant influence over both entities.
	• Shareholding of the listed entity/ subsidiary (in case of transaction involving the subsidiary), whether direct or indirect, in the related party.	Not applicable
	• Where the related party is a partnership firm or a sole proprietorship concern or a body corporate without share capital, then capital contribution, if any, made by the listed entity/ subsidiary (in case of transaction involving the subsidiary).	Not applicable
	• Shareholding of the related party, whether direct or indirect, in the listed entity/ subsidiary (in case of transaction involving the subsidiary). Explanation: Indirect shareholding shall mean shareholding held through any person, over which the listed entity/ Subsidiary/ related party has control. While calculating indirect shareholding, shareholding held by relatives shall also be considered.	Not applicable

A(3) Details of previous transactions with the related Party

<table>
<tr><th>Sl. No</th><th>Particulars of the information</th><th>Information Provided by the management</th></tr>
<tr><td>1.</td><td>Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party during the last financial year</td><td><table><tr><td>Nature of transaction</td><td>FY 2025-26 (₹in Lakhs)</td></tr><tr><td>F & B Service & Management</td><td>₹ 28166.23</td></tr></table></td></tr>
<tr><td>2.</td><td>Total amount of all the transactions undertaken by the listed entity or subsidiary with the related party in the current financial year up to the quarter immediately preceding the quarter in which the approval is sought.</td><td>₹ 7046.92 lakhs</td></tr>
<tr><td>3.</td><td>Any default, if any, made by a related party concerning any obligation undertaken by it under a transaction or arrangement entered into with the listed entity or its subsidiary during the last financial year.</td><td>Nil</td></tr>
</table>

A(4) Amount of the proposed transaction(s)

<table>
<tr><th>S. No.</th><th>Particulars of the information</th><th>Information provided by the management</th></tr>
<tr><td>1.</td><td>Amount of the proposed transactions being placed for approval in the meeting of the Audit Committee/ shareholders.</td><td>Upto Rs 500 crores</td></tr>
<tr><td>2.</td><td>Whether the proposed transactions taken together with the transactions undertaken with the related party during the current financial year would render the proposed transaction a material RPT?</td><td>Yes</td></tr>
<tr><td>3.</td><td>Value of the proposed transactions as a percentage of the listed entity’s annual consolidated turnover for the immediately preceding financial year</td><td>79.15%</td></tr>
<tr><td>4.</td><td>Value of the proposed transactions as a percentage of subsidiary’s annual standalone turnover for the immediately preceding financial year (in case of a transaction involving the subsidiary and where the listed entity is not a party to the transaction)</td><td>164%</td></tr>
<tr><td>5.</td><td>Value of the proposed transactions as a percentage of the related party’s annual consolidated turnover (if consolidated turnover is not available, calculation to be made on standalone turnover of related party) for the immediately preceding financial year, if available.</td><td>Less than 2%</td></tr>
<tr><td>6.</td><td>Financial performance of the related party (standalone)for the preceding financial year:</td><td><table><tr><th>Particulars</th><th>FY 2025-26 (₹in Lakhs)</th></tr><tr><td>Turnover</td><td>₹ 932620</td></tr><tr><td>Profit After Tax</td><td>₹ 149260</td></tr></table></td></tr>
</table>

A(5) Basic details of the proposed transaction

S. No.	Particulars of the information	Information provided by the management
1.	Specific type of the proposed transaction (e.g. sale of goods/ services, purchase of goods/services, giving loan, borrowing etc.)	Sale of goods and services- F & B and manpower to Apollo Hospitals Enterprise Ltd.
2.	Details of each type of the proposed transaction	Omnibus approval is sought
3.	Tenure of the proposed transaction (tenure in number of years or months to be specified)	1 year
4.	Whether omnibus approval is being sought?	Yes, the transactions are repetitive, ongoing in nature, and occur in the ordinary course of business.
5.	Value of the proposed transaction during a financial year. If the proposed transaction will be executed over more than one financial year, provide estimated break-up financial year-wise.	Not exceeding Rs 500 crores for fiscal year 2026-27
6.	Justification as to why the RPTs proposed to be entered into are in the interest of the listed entity	a. Providing specialized F&B and support services to Apollo Hospitals constitutes the primary commercial activity of the Company, generating stable operational cash flows and long-term business continuity.

S. No.	Particulars of the information	Information provided by the management
		b. Contracts are executed on standard commercial terms, reflective of prevailing market pricing, ensuring fair margins and commercial viability for the Company.
7.	Details of the promoter(s)/ director(s) / key managerial personnel of the listed entity who have interest in the transaction, whether directly or indirectly. Explanation: Indirect interest shall mean interest held through any person over which an individual has control.	**Dr. Prathap C. Reddy** (Promoter Group) **Mrs. Sucharitha Reddy** (Managing Director/Promoter Group) **Ms. Preetha Reddy** (Director / Promoter Group) **Ms. Suneeta Reddy** (Director / Promoter Group) **Ms. Shobana Kamineni** (Director / Promoter Group) **Ms. Sangita Reddy** (Director / Promoter Group) **Mrs. Sindoori Reddy** (Director / Promoter Group) **Mr. Pottipati Vijayakumar Reddy** (Director/Promoter) **Mr. Vishwajit Reddy Konda** (Director/Promoter)
	a. Name of the director / KMP	**Mrs. Sucharitha Reddy** **Mrs. Sindoori Reddy** **Mr. Pottipati Vijayakumar Reddy** **Mr. Vishwajit Reddy Konda**
	b. Shareholding of the director / KMP, whether direct or indirect, in the related party	As detailed in the Corporate Governance Report
8.	A copy of the valuation or other external party report, if any, shall be placed before the Audit Committee.	Not applicable. The transaction involves routine supply of F&B goods and hospitality support services in the ordinary course of business. Pricing is benchmarked against internal cost-plus models and industry market rates.
9.	Other information relevant for decision making.	Nil

B(1). Disclosure only in case of transactions relating to sale, purchase or supply of goods or services or any other similar business transaction and trade advances

S. No.	Particulars of the information	Information provided by the management
1.	Bidding or other process, if any, applied for choosing a party for sale, purchase or supply of goods or services.	Nil
2.	Basis of determination of price.	Arm's Length Price

3.	In case of Trade advance (of upto 365 days or such period for which such advances are extended as per normal trade practice) , if any, proposed to be extended to the related party in relation to the transaction, specify the following:	-
	a. Amount of Trade advance	-
	b. Tenure	-
	c. Whether same is self-liquidating?	-

Except the relatives as mentioned above, none of the directors, key Managerial Personnel of the Company or their relatives are concerned or interested, financially or otherwise in the resolution set out 4.

Further, no related party shall vote to approve this resolution in accordance with Regulation 23(4) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Board recommends the resolution No.4 for the approval of the members as Ordinary resolution.

Item No.5: Continuation of Directorship of Mr. Pottipati Vijayakumar Reddy (DIN: 01097295) as a Non-Executive Director of the Company upon attaining the age of 75 years:

Mr. Pottipati Vijayakumar Reddy (DIN: 01097295) is a Non-Executive Director of the Company. He was born on 28 June 1951 and attained the age of seventy-five (75) years on 28 June 2026.

Pursuant to Regulation 17(1A) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), no listed entity shall appoint a person or continue the directorship of any person as a Non-Executive Director who has attained the age of seventy-five years, unless a Special Resolution is passed by the shareholders approving such appointment or continuation and the explanatory statement annexed to the notice for such motion indicates the justification for appointing or continuing such person.

Mr. Vijayakumar Reddy has been associated with the Company and has been rendering valuable guidance to the Board by virtue of his extensive experience, knowledge and understanding of the business, industry and corporate governance practices. During his tenure as a Director, he has actively participated in the deliberations of the Board and has contributed significantly towards the formulation of the Company's strategic initiatives and long-term growth plans.

The Board believes that Mr. Vijayakumar Reddy's vast professional experience, sound business acumen, rich industry knowledge and continued guidance will be of considerable value to the Company. His continued association with the Company will ensure continuity in leadership and enable the Company to benefit from his expertise in the governance and management of the Company's affairs.

The Nomination and Remuneration Committee at its meeting held on August 11, 2026, after considering and evaluating his skills, experience, expertise, knowledge, integrity and valuable contributions to the Company, has recommended the continuation of his directorship upon his attaining the age of seventy-five years. Based on the recommendation of the Nomination and Remuneration Committee, the Board of Directors is of the opinion that the continued association of Mr. Vijayakumar Reddy as a Non-Executive Director is in the best interests of the Company and its stakeholders. .

Accordingly, pursuant to the provisions of Regulation 17(1A) of the SEBI Listing Regulations and other applicable provisions of the Companies Act, 2013, approval of the Members by way of a Special Resolution is sought for the continuation of the directorship of Mr. Pottipati Vijayakumar Reddy (DIN: 01097295) as a Non-Executive Director of who was re-appointed effective from September 28, 2025. His appointment is subject to retire by rotation as envisaged under Section 152 of the Companies Act, 2013 and the Articles of Association of the Company.

Mr. Pottipati Vijayakumar Reddy is not disqualified from being re-appointed or continuing as a Director in terms of Section 164 of the Act and has not been debarred from holding the office of Director by virtue of any SEBI order or any other such authority.

Except Mr. Pottipati Vijayakumar Reddy and his relatives, to the extent of their shareholding and directorship in the Company, none of the Directors, Key Managerial Personnel of the Company or their respective relatives is, in any way, concerned or interested, financially or otherwise, in the proposed Special Resolution.

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

Annexure to Notice and Explanatory Statement

Details of the Directors seeking Appointment/Re-appointment at the Annual General Meeting Pursuant to Regulation 36(3) of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 and Secretarial Standards on General Meeting (SS-2) issued by the Institute of Company Secretaries of India (ICSI) are given below:

Item No. 3: To appoint a Director in place of Mr. Vishwajit Reddy Konda (DIN: 07719569), Director who retires by rotation and being eligible, offers himself for re-appointment

Name of Director	Mr. Vishwajit Reddy Konda
DIN	07719569
Age (in Years)	30 Years
Nationality	Indian
Qualification, Experience and Expertise in specific functional areas	Mr. Vishwajit Reddy Konda has completed Masters in Business Administration (MBA). He is a professional known for his expertise in Healthcare, infrastructure, electronics etc. Currently he is associated with various companies as Director both Public and Private.
Date of Appointment at current designation	13th August, 2024
Date of first appointment on the Board	13th August, 2024
Terms of Appointment / Re-appointment	Liable to retire by rotation and sought re-appointment
Remuneration sought to be paid	Nil
Remuneration last drawn for the FY 2025-26	Nil
Shareholding in this company	Nil
Relationship with other Directors	Grandson of Sucharitha Reddy, Nephew of Suneeta Reddy and Cousin of Sindoori Reddy
No of Board Meetings held and attended during the financial year	4 out of 5
Name(s) of other entities in which holding of directorship	1. Apollo Sindoori Hotels Limited 2. Health Care (India) Limited 3. Stephan Design and Engineering Limited 4. Kar Motors Private Limited 5. Citadel Agro Private Limited 6. Bridge Promoters Private Limited 7. Everest Infra Ventures (India) Private Limited 8. Saffron Solutions Private Limited 9. Adventure Trails India Private Limited 10. Elixir Communities Private Limited 11. Apollo Health And Lifestyle Limited 12. Citadel Research And Solutions Limited 13. AHLL Risk Management Private Limited 14. Wadi Surgicals Private Limited 15. AHLL Diagnostics Limited 16. Eversol Green Energy Private Limited 17. Elixir Realty Collective Private Limited 18. Kar Auto Private Limited

Chairpersonship/Member ship in committees of other Listed Entities	Nil

Item No. 05: Continuation of Directorship of Mr. Pottipati Vijayakumar Reddy (DIN: 01097295) as a Non-Executive Director of the Company upon attaining the age of 75 years:

Name of Director	Mr. Pottipati Vijayakumar Reddy
DIN	01097295
Age (in Years)	75 Years
Nationality	Indian
Qualification, Experience and Expertise in specific functional areas	Mr. Pottipati Vijayakumar Reddy is the founder of PPN Power Generating Company Private Limited which 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.
Date of Appointment at current designation	26/09/2024
Date of first appointment on the Board	21/08/2000
Terms of Appointment / Re- appointment	Approval of the Members by way of a Special Resolution is sought for the continuation of the directorship of Mr. Pottipati Vijayakumar Reddy (DIN: 01097295) as a Non-Executive Director of the Company with effect from 28 June 2026, up to the end of his existing tenure / so long as he continues to hold office as a director liable to retire by rotation
Remuneration sought to be paid	Nil
Remuneration last drawn for the FY 2025-26	Nil
Shareholding in this company	51,170 Equity Shares (1.97%)
Relationship with other Directors	Mr. Pottipati Vijayakumar Reddy is related to Mrs Sucharita Reddy, a Director on the board as per section 2(77) of Companies Act, 2013
No of Board Meetings held and attended during the year	2 out of 5
Name(s) of other entities in which holding of directorship	1. Apollo Sindoori Hotels Limited 2. Preetha Investments Private Limited 3. PPN Power Generating Company Private Limited 4. Aapex Power And Industries Private Limited
Chairpersonship / Membership in committees of other Listed Entities	Nil

Place: Chennai
Date: 11th August, 2026

By Order of the Board
For Apollo Sindoori Hotels Limited

Madura Ganesh
Chairperson
(DIN : 02456676)