

SRI HAVISHA HOSPITALITY AND INFRASTRUCTURE LIMITED

(Formerly Shri Matre Power & Infrastructure Limited & Shri Shakti LPG Limited)

CIN: L40102TG1993PLC015988

To,
The Secretary,
Listing Department
BSE Limited P.J Towers,
Dalal Street, Fort,
Mumbai - 400 001
SCRIP CODE: 531322

To,
The Manager,
Listing Department,
National Stock Exchange of India Limited Exchange
Plaza. 5th Floor, Plot No. C/1, G Block Bandra-Kurla
Complex, Bandra (E), Mumbai-400051, Maharashtra.
SYMBOL: HAVISHA

Respected Sir / Madam,

Subject: Notice of Extraordinary General Meeting

Reference: Disclosure under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

We wish to inform you that, the Extraordinary General Meeting ("EGM") of the Members of Sri Havisha Hospitality and Infrastructure Limited ("the Company") is scheduled to be held on Wednesday, May 11, 2022 at 3.30pm (IST) through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM").

Pursuant to Regulation 30 of Listing Regulations, we are submitting herewith the Notice of the EGM, which is being sent through electronic mode to the Members.

Notice is also available on the website of the Company at www.shrishakti.com

Thanking You,
Yours Faithfully,
For Sri Havisha Hospitality And Infrastructure Ltd

Rahul Jain

Rahul Jain
Company Secretary and Compliance Officer
Membership No- A 62949
Date: April 18, 2022
Place: Hyderabad



Venus Plaza, Begumpet, Hyderabad 500 016, INDIA
Tel. +91 40 27902929, 27905656, website: www.shrishakti.com, Email: info@shrishakti.com

SRI HAVISHA HOSPITALITY AND INFRASTRUCTURE LIMITED

(Formerly Shri Matre Power & Infrastructure Limited & Shri Shakti LPG Limited)

CIN: L40102TG1993PLC015988

CC:-

1. **Central Depository Services (India) Ltd.,**
Marathon Futurex, A-Wing, 25th Floor, NM Joshi Marg, Lower Parel, Mumbai – 400013
2. **National Securities Depository Limited,**
Trade World, 4th Floor, Kamala Mills Compound, SenapatiBapat Marg, Lower Parel,
Mumbai – 400013
3. **XL Softech Systems Ltd.(RTA)**
3, Sagar Society, Road No.2, Banjara Hills, Hyderabad - 500 034 Phone : 040
23545913/14/15



Venus Plaza, Begumpet, Hyderabad 500 016, INDIA

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NOTICE

NOTICE is hereby given that the Extraordinary General Meeting of the members of Sri Havisha Hospitality and Infrastructure Ltd ("the Company") will be held on Wednesday, May 11, 2022 at 3.30pm (IST) through Video Conferencing ("VC") / Other Audio-Visual Means ("OAVM") to transact the following businesses:

SPECIAL BUSINESS

ITEM NO. 1

REAPPOINTMENT OF MR. VENKAT MANOHAR DONTAMSETTI (DIN-00223342) AS MANAGING DIRECTOR OF THE COMPANY:

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

"RESOLVED THAT pursuant to the provisions of Sections 196, 197 and 203 read with Schedule V to the Companies Act, 2013 and all other applicable provisions of the Companies Act, 2013 (hereinafter referred to as the "Act") and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 including any statutory modifications or re-enactment thereof for the time being in force, Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any modification(s) thereof or supplement(s) thereto) ("Listing Regulations"), the Articles of Association of the Company and subject to such other approvals as may be necessary and pursuant to recommendation of the Nomination and Remuneration Committee Mr. Venkat Manohar Dontamsetti (DIN-00223342), who was re-appointed as Managing Director of the Company with effect from May 25, 2019 to May 24, 2022 be and is hereby appointed as Managing Director of the Company, to hold office for a term of five years with effect from May 25, 2022, not liable to retire by rotation.

"RESOLVED FURTHER THAT the Board of Directors of the Company or any committee thereof be and is hereby authorized to do all such acts, deeds and things, it may think necessary, expedient or desirable in relation thereto in order to give effect to the above resolution and to seek such approval/ consent from the government departments, as may be required in this regard."

"RESOLVED FURTHER THAT the Board of Directors of the Company or any committee thereof be and is hereby also authorized to amend, alter, modify or otherwise vary the terms and conditions of appointment of Mr. Venkat Manohar Dontamsetti, Managing Director."

ITEM NO. 2:

TO APPROVE THE CHANGE IN DESIGNATION OF MS. SATYA PINJALA (DIN- 00042281) FROM NON-EXECUTIVE DIRECTOR TO WHOLE TIME DIRECTOR:

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

"RESOLVED THAT pursuant to the provisions of Section 196, 197, 198, 203 read with Schedule V and other applicable provisions of the Companies Act, 2013, including any statutory modification(s) or re-

enactment thereof for the time being in force and subject to such approvals, consents or permissions as may be required and in terms with the enabling provisions of the Articles of Association of the Company, the consent of the Members of the Company be and is hereby accorded to elevate Ms. Satya Pinjala (DIN- 00042281), from Non-Executive Director to the Whole Time Director of the Company for a period of 5 (Five) years w.e.f. April 16, 2022, as recommended by the Nomination & Remuneration Committee and Board of Directors in its meeting held on April 16, 2022, on the terms and conditions as set out in explanatory statement annexed to the notice convening this meeting.

"RESOLVED FURTHER THAT the Board of Directors of the Company or any committee thereof be and is hereby authorized to do all such acts, deeds and things, it may think necessary, expedient or desirable, in relation thereto in order to give effect to the above resolution and to seek such approval/ consent from the government departments, as may be required in this regard."

"RESOLVED FURTHER THAT the Board of Directors of the Company or any committee thereof be and is hereby also authorized to amend, alter, modify or otherwise vary the terms and conditions of appointment of Satya Pinjala (DIN- 00042281) as Whole Time Director."

ITEM NO. 3

APPOINTMENT OF MR. DHARMIN DONTAMSETTI (DIN-07350807) AS DIRECTOR OF THE COMPANY:

To consider and if thought fit to pass, with or without modification(s), the following resolution as an **ORDINARY RESOLUTION**

"RESOLVED THAT pursuant to the provisions of section 149, 152, 161(1), Companies (Appointment and Qualification of Directors) Rules, 2014 read along with Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015 (including any statutory modification(s) or re-enactment thereof for the time being in force), and pursuant to the recommendation of the Nomination & Remuneration Committee and the Board of Directors, Mr. Dharmin Dontamsetti (DIN:07350807) who was appointed as Additional Non Executive, Non Independent Director of the Company on February 14, 2022 and who holds office up to the date of next Annual General Meeting under Section 161(1) of the Companies Act, be and is hereby appointed as a Non Executive, Non Independent Director of the Company, whose office shall be liable to retire by rotation".

"RESOLVED FURTHER THAT the Board of Directors of the Company (including its Committee thereof) and / or Company Secretary of the Company, be and are hereby authorized to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this resolution."

ITEM NO. 4

APPOINTMENT OF PROF. SYDNEY PRABHU MIRANDA (DIN-02087483) AS AN INDEPENDENT DIRECTOR OF THE COMPANY:

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

“RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 read with Schedule IV, Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or enactment thereof for the time being in force) read along with Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015 (including any statutory modification(s) or re-enactment thereof for the time being in force), Prof. Sydney Prabhu Miranda (DIN: 02087483) who was appointed as an Additional Independent Director of the Company with effect from February 14, 2022 and who holds office up to the date of next Annual General Meeting in terms of Section 161(1) of the Companies Act, 2013 and has submitted a Declaration that he meets the criteria for independence as provided under Section 149(6) of the Act and Regulation 16(1) (b) of the Listing Regulations along with his consent to such appointment, being eligible, be and is hereby appointed as an Independent Director of the Company not liable to retire to by rotation for the term of Five consecutive years commencing from February 14, 2022 to February 13, 2027.

“RESOLVED FURTHER THAT pursuant to Regulation 17(1A) of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and such other applicable provisions of the Companies Act, 2013 and the applicable rules made thereunder and based on the recommendation of the Nomination and Remuneration Committee, consent of the members of the Company be and is hereby accorded to the appointment of Prof. Sydney Prabhu Miranda (DIN: 02087483) who has attained the age of 75 year”.

“RESOLVED FURTHER THAT the Board of Directors be and is hereby authorised to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

ITEM NO. 5

AUTHORITY TO THE BOARD OF DIRECTORS UNDER SECTION 180(1)(c) OF THE COMPANIES ACT, 2013 FOR BORROWINGS UPTO THE REVISED LIMIT OF RS. 100 (ONE HUNDRED) CRORES:

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

“RESOLVED THAT in supersession of all the earlier resolutions passed in this regard and subject to the provisions of Section 180 (1) (c) and other applicable provisions, if any, of the Companies Act, 2013 and relevant rules made thereto including any statutory modifications or re-enactments thereof, the consent of the members of the Company be and is hereby accorded to borrow money, as and when required, from, including without limitation, any Bank and / or other Financial Institution and / or foreign lender and / or any-body corporate/ entity / entities and / or authority / authorities, either in rupees or in such other foreign currencies as may be permitted by law from time to time, as may be deemed appropriate by the Board of Directors for an aggregate amount not exceeding a sum of Rs. **100 crores (Rs. One Hundred Crores only)**, notwithstanding that money so borrowed together with the monies already borrowed by the Company, if any (apart from temporary loans obtained from the Company’s bankers in the ordinary course of business) may exceed the aggregate of the paid-up share capital of the Company and its free reserves but shall not exceed the limit prescribed hereunder”

“RESOLVED FURTHER THAT the Board of Directors of the Company (including its Committee thereof) and /or Company Secretary of the Company be and is hereby authorized to do all such acts, deeds,

matters and things including deciding on the manner of payment of commission and settle all questions or difficulties that may arise with regard to the aforesaid resolution as it may deem fit and to execute any agreements, documents, instructions, etc. as may be necessary or desirable in connection with or incidental to give effect to the aforesaid resolution.”

ITEM NO. 6

TO SEEK APPROVAL UNDER SECTION 180(1)(A) OF THE COMPANIES ACT, 2013 INTER ALIA FOR CREATION OF MORTGAGE OR CHARGE ON THE ASSETS, PROPERTIES OR UNDERTAKING(S) OF THE COMPANY:

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

“RESOLVED THAT pursuant to the provisions of Section 180(1)(a) and all other applicable provisions, if any, of the Companies Act, 2013 and the rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and in accordance with the Memorandum and Articles of Association of the Company and in supersession of earlier resolutions passed by the members of the Company in this regard, the consent of the members of the Company be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the “Board” which term shall include any Committee constituted by the Board or any person(s) authorized by the Board) to create such charges, mortgages and hypothecations in addition to the existing charges, mortgages and hypothecations created by the Company, on such movable and immovable properties, both present and future, for the purpose of due payment of the principal and/or together with interest, charges, costs, expenses and all other monies payable by the Company in respect of such borrowings and in such form, manner and with such ranking and on such terms & conditions, as the Board may deem fit, in favour of the Lenders / Security Trustee, provided that the aggregate indebtedness secured by the assets/properties of the Company shall not at any time exceed the aggregate limit of Rs. **100 Crores (Rupees One Hundred Crores Only);**

“RESOLVED FURTHER THAT the Board of Directors of the Company (including its Committee thereof) and /or Company Secretary of the Company be and is hereby authorized to do all such acts, deeds, matters and things including deciding on the manner of payment of commission and settle all questions or difficulties that may arise with regard to the aforesaid resolution as it may deem fit and to execute any agreements, documents, instructions, etc. as may be necessary or desirable in connection with or incidental to give effect to the aforesaid resolution.

ITEM NO. 7

APPROVAL FOR MATERIAL RELATED PARTY TRANSACTIONS:

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

“RESOLVED THAT pursuant to the provisions of Section 188 and other applicable provisions, if any of the Companies Act, 2013 (“Act”), read with Rule 15 of the Companies (Meetings of Board and its

Powers) Rules, 2014) and Regulation 23(4) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), including any statutory modification(s) or re-enactment thereof for the time being in force and subject to such approvals, consents, sanctions and permissions as may be necessary, approval of the members be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the "Board" which term shall include any Committee constituted or to be constituted by the Board in this regard or any person(s) authorized by the Board to exercise its powers, including the powers conferred by this Resolution) to enter into contract(s)/ arrangement(s)/ transaction(s) with parties as detailed in the table(s) forming part of the Explanatory Statement annexed to this notice with respect to sale, purchase or supply of goods or materials, leasing of property of any kind, availing or rendering of any services or any other transactions of whatever nature, notwithstanding that such transactions may exceed 10% of the Consolidated Turnover of the Company in any financial year or such other threshold limits as may be specified by the Listing Regulations from time to time, up to such extent and on such terms and conditions as the Board of Directors may deem fit during the period as mentioned in the explanatory statement.

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to do or cause to be done all such acts, matters, deeds and things and to settle any queries, difficulties that may arise with regard to any transaction with the related party and execute such agreements, documents and writings and to make such filings as may be necessary or desirable for the purpose of giving effect to this resolution, in the best interests of the Company."

ITEM NO. 8

TO INCREASE THE AUTHORIZED SHARE CAPITAL OF THE COMPANY

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

"RESOLVED THAT pursuant to the provisions of Section 13, 61 and other applicable Provisions, if any, of the Companies Act, 2013, (including any statutory modification (s) and re-enactment (s) thereof for the time being in force) and the rules framed thereunder and subject to the approval of the Members of the Company, consent of the Shareholders of the of the Company be and is hereby accorded to increase the Authorized Share Capital of the Company **FROM** the present 60,00,00,000 (Sixty Crore Rupees) divided into 30,00,00,000 (thirty Crore) of Rs 2 (Two) each **TO** Rs. 63,00,00,000/- (Rupees Hundred Crores only) divided into 31,50,00,000 (Thirty One Crores Fifty Lakh) of Rs 2 (Two) each.

"RESOLVED FURTHER THAT the Memorandum of Association of the Company be and is hereby altered by substituting the existing Clause V thereof by the following new Clause V as under:

63,00,00,000/- (Rupees Hundred Crores only) divided into 31,50,00,000 (Thirty One Crore Fifty Lakh) of Rs 2 (Two) each, with power to increase or reduce the capital and to divide shares in capital for the time being, into several classes and to attach thereto respectively, such preferential, differed, qualified or special rights (Weather relating to differential rights of dividends, voting or otherwise), privileges or conditions as may be determined by the Company.

“RESOLVED FURTHER THAT the Board of Directors of the Company (including its Committee thereof) and / or Company Secretary of the Company be and is hereby authorized to do all such acts, deeds, matters and things including deciding and settling all questions or difficulties that may arise with regard to the aforesaid resolution as it may be deemed fit and to execute any agreements, documents, instructions, etc. as may be necessary or desirable in connection with or incidental to give effect to the aforesaid resolution.”

**By order of the Board of Directors
Sri Havisha Hospitality and Infrastructure Ltd**

**Date: April 16, 2022
Place: Hyderabad**

**Rahul Jain
Company Secretary and Compliance Officer**

Notes

1. In view of the massive outbreak of the COVID-19 pandemic, social distancing is a norm to be followed and pursuant to the Circular No. 14/2020 dated April 08, 2020, Circular No.17/2020 dated April 13, 2020, Circular No. 20/2020 dated May 05, 2020, Circular No. 22/2020 dated June 15, 2020, Circular No. 33/2020 dated September 09, 2020, Circular No. 39/2020 dated December 31, 2020 issued by the Ministry of Corporate Affairs followed by Circular No. 02/2021 dated January 13, 2021, Circular No. 10/2021 dated June 23, 2021 and Circular No. 20/2021 dated December 08, 2021 and all other relevant circulars issued from time to time (collectively referred to as 'MCA Circulars') and Securities and Exchange Board of India ('SEBI') Circular Nos. SEBI/HO/CFD/ CMD1/CIR/P/2020/79 dated May 12, 2020 and SEBI/HO/CFD/ CMD2/CIR/P/2021/11 dated January 15, 2021 (collectively referred to as 'SEBI Circulars'), venue for physical attendance of the Members to the Extraordinary General Meeting ("EGM") is not required as EGM be held through video conferencing (VC) or other audio visual means (OAVM). Hence, Members can attend and participate in the ensuing EGM through VC/OAVM. The deemed venue for the EGM shall be the Registered Office of the Company.
2. The Members can join the EGM in the VC/OAVM mode 30 minutes before and 15 minutes after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the EGM through VC/ OAVM will be made available for 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 EGM without restriction on account of first come first served basis.
3. The attendance of the Members attending the EGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
4. 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 the Circulars issued by the Ministry of Corporate Affairs dated April 08, 2020, April 13, 2020 and May 05, 2020 the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the EGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-voting system as well as venue voting on the date of the EGM will be provided by NSDL.
5. The EGM of the Company is being held through VC/OAVM in compliance with applicable provisions of the Companies Act, 2013 ("Act") and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") read with MCA Circulars & SEBI Circulars

6. The Explanatory Statement, pursuant to Section 102 of the Companies Act, 2013 ('Act') with respect to Items in the Notice is annexed hereto and forms part of this Notice.
7. A Member entitled to attend and vote is entitled to appoint one or more proxies to attend and vote on a poll instead of himself/ herself and the proxy need not be a Member of the Company. Since this EGM is being held pursuant to the MCA circulars through VC / OAVM, physical attendance of Members has been dispensed with. Attendance Slip is not annexed to this Notice.

Regulation 44 (4) of the LODR specifies that the listed entity shall send proxy forms to holders of securities in all cases mentioning that a holder may vote either for or against a Resolution,

The requirement under regulation 44 (4) of the LODR was dispensed with temporarily, in case of meetings held through electronic mode only. This relaxation was available for listed entities who conduct their General Meeting through electronic mode during the calendar year 2021 (i.e. till December 31, 2021). Therefore, the Company is sending the proxy form with notice of the Extraordinary General Meeting.

8. Institutional/Corporate Members (i.e. other than individuals / HUF, NRI, etc.) intending to send their authorized representative(s) to attend the Meeting through VC / OAVM, are requested to send a Certified True Copy of the relevant Board Resolution together with the specimen signature(s) of the representative(s) authorised under the said Board Resolution to attend and vote on their behalf at the Meeting. The said Resolution/Authorization shall be sent to the Scrutinizer through its registered email address to akkirajukrish@yahoo.co.in with a copy marked to evoting@nsdl.co.in and to the Company at cs@shrishakti.com
9. In case of joint holders attending the Meeting, only such joint holder who is higher in the order of names will be entitled to vote.
10. Relevant documents referred to in the accompanying Notice and the Statement pursuant to Section 102 of the Act, shall be available for inspection electronically up to the date of EGM. Members seeking to inspect such documents can send an email to cs@shrishakti.com. The relevant Registers maintained under the Act and required to be placed at EGM will be available electronically for inspection by the members during the EGM.
11. In compliance with the aforesaid MCA Circulars & SEBI Circulars, Notice of the EGM is being sent only through electronic mode to those Members whose email addresses are registered with the Company/ Depositories. Members may note that the Notice of EGM will also be available on the Company's website www.shrishakti.com , websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively, and on the website of NSDL <https://www.evoting.nsdl.com>.
12. The Register of Members and Share Transfer Books of the Company will remain closed from, Thursday, May 05, 2022 to Wednesday, May 11, 2022 (both days inclusive) for the purpose of the Meeting.

- 13.** To support the “Green Initiative”, Members who have not registered their e-mail addresses are requested to register the same with XL Softech Systems Ltd./Depository Participant (DP) for receiving Notice, Annual Reports and other communications electronically from the Company in the future.
- 14.** Since the EGM will be held through VC / OAVM, the Route Map is not annexed in this Notice
- 15.** **Updation of Members’ Details**

The format of the Register of Members prescribed by the Ministry of Corporate Affairs (‘MCA’) under the Act requires the Company/ RTA to record additional details of members including their Permanent Account Number (‘PAN’), e-mail address, bank details for payment of dividend, etc. Further, the Securities and Exchange Board of India (‘SEBI’) has mandated the submission of PAN by every participant in the securities market. Members holding shares in electronic form are, therefore, requested to submit their details to their DPs with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their details to the Company’s RTA
- 16.** During the Financial Year 2018-19, SEBI and MCA have mandated that existing Members of the Company who hold securities in physical form and intend to transfer their securities after April 1, 2019, can do so only in dematerialized form. Therefore, Members holding shares in physical form are requested to consider converting their shareholding to dematerialised form to eliminate all risks associated with physical shares for ease of portfolio management as well as for ease of transfer, if required.

Shareholders can write to the Company at cs@shrishakti.com or contact the Company’s RTA. XL Softech Systems Ltd at xlfield@gmail.com (‘RTA Email’) and 022-62638200 (‘RTA Number’) for assistance in this regard.
- 17.** As per the provisions of the Act, the facility for making nomination is available to the Members in respect of the shares held by them. Nomination forms can be obtained from the Company’s RTA by Members holding shares in physical form. Members holding shares in electronic form may obtain Nomination forms from their respective DPs
- 18.** Members holding shares in single name are especially advised to make nomination in respect of their shareholding in the Company and for cancellation and variation of nomination, if they are desirous of doing so
- 19.** Members are hereby informed that SEBI vide its Circular SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2021/655 dated November 3, 2021 has mandated:
 - a)** Furnishing of PAN, email address, mobile number, bank account details, signature and nomination by holders of physical securities.
 - b)** Freezing of folios in cases where PAN is not linked with Aadhaar by March 31, 2022 (or any other date as may be specified by the Central Board of Direct Taxes)
 - c)** Folios wherein any one of the said document(s)/detail(s) are not available on or after April 1, 2023, shall be frozen. Such shareholders shall not be eligible to lodge grievance(s) or avail service request(s) from the RTA and shall not be eligible for receipt of dividend in physical mode

- d)** After December 31, 2025, the frozen folios shall be referred by RTA/Company to the administering authority under the Benami Transactions (Prohibitions) Act, 1988 and or Prevention of Money Laundering Act, 2002

Further, in compliance to the SEBI Circular SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2022/8 dated January 25, 2022, if the service requests are received by RTA (like Issue of duplicate securities certificate, Claim from Unclaimed Suspense Account, Renewal/Exchange, Endorsement, Sub-division/Splitting, Consolidation of securities certificates/folios, Transmission and Transposition of securities) from those shareholders whose details, as mentioned in SEBI Circular dated November 3, 2021, are duly updated in the system, the RTA/Company shall verify and process the service requests and issue a 'Letter of confirmation' in lieu of physical securities certificate(s), to the securities holder/claimant within 30 days of its receipt of such request after removing objections, if any, which shall be valid for a period of 120 days from the date of its issuance, within which the securities holder/claimant shall make a request to the Depository Participant for dematerializing the said securities

- 20.** Members who are holding physical shares in identical order of names in more than one folio are requested to send to the Company's RTA the details of such folios together with the share certificates for consolidating their holding in one folio. A consolidated share certificate will be issued to such Members after making requisite changes.
- 21.** Non-Resident Indian members are requested to inform the Company's RTA/respective DPs, immediately of:
- a)** Change in their residential status on return to India for permanent settlement.
 - b)** Particulars of their bank account maintained in India with complete name, branch, account type, account number and address of the bank with pin code number, if not furnished earlier.
- 22.** Members are requested to notify the Company/RTA of any change in address or demise of any Member as soon as possible. Members are also advised not to leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned DP and holdings should be verified.
- 23.** Process and manner of Voting through Electronic Means
- a)** In compliance with the provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014, and Regulation 44 of the SEBI Listing Regulations, each as amended from time to time and Secretarial Standard on General Meetings ('SS-2') issued by the Institute of Company Secretaries of India, the Company is pleased to provide the facility to its Members to cast their votes electronically on resolutions set forth in this Notice. The Company has engaged the services of National Securities Depository Limited ('NSDL') as the Agency to provide e-voting facility. The Members may cast their votes using an electronic voting system from a place other than the venue of the Meeting ('remote e-voting') and the services will be provided by NSDL
 - b)** Instructions for remote e-voting (including process and manner of e-voting) are given herein below
 - c)** The Resolutions passed by remote e-voting shall be deemed to have been passed as if they have been passed at the EGM. The Notice of the EGM indicating the instructions of remote e-voting process can be downloaded from NSDL's website www.evoting.nsdl.com or the Company's website www.shrishakti.com

- d)** The facility for e-Voting shall be made available at the Meeting and the Members attending the meeting who have not cast their vote by remote e-voting shall be able to exercise their right to vote at the Meeting.
 - e)** The Members who have cast their vote by remote e-voting prior to the Meeting may also attend the Meeting but shall not be entitled to cast their vote again. Members can opt for only one mode of voting i.e. remote e-voting or voting at the meeting. In case of voting by both the modes, vote cast through remote e-voting will be considered final and voting through physical voting at the meeting will not be considered
 - f)** Members holding shares in physical form or dematerialized form as on Thursday, May 05, 2022 ('Cut-Off Date') shall be eligible to cast their vote by remote e-voting. 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, being Thursday, May 05, 2022. The remote e-voting period commences on Sunday, May 08, 2022 at 9:00 a.m. (IST) and ends on Tuesday, May 10, 2022 at 5:00 p.m. (IST). During this period, the members of the Company holding shares either in physical form or in dematerialized form as on the Cut-Off Date, may cast their vote by remote e-voting. The remote e-voting module shall be disabled by NSDL for voting after 5:00 p.m. (IST) on Tuesday, May 10, 2022 at 5:00 p.m.
- 24.** Any person(s) who acquires shares of the Company and becomes a Member(s) of the Company after dispatch of the Notice of EGM and holding shares as on the Cut-Off date i.e. Thursday, May 05, 2022 ('Cut-Off Date') may obtain the login ID and password by sending a request at evoting@nsdl.co.in However, if you are already registered with NSDL for remote e-voting then you can use your existing User ID and password for casting your vote. If you have forgotten your password, you can reset your password by using 'Forgot User Details/ Password' or 'Physical User Reset Password' option available on 'www.evoting.nsdl.com' or contact NSDL at the following Toll Free No.: 1800-222-990 or e-mail at 'evoting@nsdl.co.in'
- 25.** Please note, only 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 shall be entitled to avail the facility of voting, either through remote e-voting or voting at the EGM.
- 26.** The Board of Directors has appointed M/s. Krishna Kumar Associates, Practicing Company Secretaries, as Scrutinizer to scrutinize the remote e-voting process as well as voting at the Meeting in a fair and transparent manner.
- 27.** The Scrutinizer shall, immediately after the conclusion of voting at the Meeting, count the votes cast at the Meeting and thereafter unblock the votes cast through remote e-voting in the presence of at least 2 witnesses not in the employment of the Company and shall within three days or two working days of conclusion of the Meeting whichever is earlier submit a consolidated Scrutinizer's Report of the total votes cast in favor of or against, if any, to the Chairman or any other person authorized by the Chairman in writing, who shall countersign the same.
- 28.** The Chairman or any other person authorised by him in writing shall declare the result of voting forthwith

29. The results declared along with Scrutinizer’s Report, will be placed on the Company’s website www.shrishakti.com and the website of NSDL www.evoting.nsdl.com immediately after the result is declared by Chairman or any other person authorized by the Chairman and the same shall simultaneously be communicated to BSE Limited and National Stock Exchange of India Limited. The results shall also be displayed on the Notice Board at the Registered Office of the Company
30. In case of any grievances with respect to the facility for voting by electronic means, Members are requested to contact at evoting@nsdl.co.in (1800 222 990) or write to NSDL at National Securities Depository Limited, Trade World, ‘A’ wing, 4th Floor, Kamala Mills Compound, Senapati Bapat Marg, Lower Parel, Mumbai – 400 013.

How do I vote electronically using NSDL e-Voting system?

The way to vote electronically on NSDL e-Voting system consists of “Two Steps” which are mentioned below:

Step 1: Access to NSDL e-Voting system

A) Login method for e-Voting for Individual shareholders holding securities in demat mode

In terms of SEBI circular 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.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none"> 1. Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section , this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added 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 i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period. 2. If you are 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.nsd.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 i.e. NSDL** and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period.

Shareholders/Members can also download NSDL Mobile App “**NSDL Speede**” facility by scanning the QR code mentioned below for seamless voting experience.

NSDL Mobile App is available on



Individual Shareholders holding securities in demat mode with CDSL

1. Existing users who have opted for Easi / Easiest, they can login through their user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are <https://web.cdslindia.com/myeasi/home/login> or www.cdslindia.com and click on New System Myeasi.
2. After successful login of Easi/Easiest the user will be also able to see the E Voting Menu. The Menu will have links of **e-Voting service provider i.e. NSDL**. Click on **NSDL** to cast your vote.
3. If the user is not registered for Easi/Easiest, option to register is available at <https://web.cdslindia.com/myeasi/Registration/EasiRegistration>
4. Alternatively, the user can directly access e-Voting page by providing demat Account Number and PAN No. from a link in 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

	provided links for the respective ESP i.e. NSDL where the e-Voting is in progress.
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. 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 i.e. NSDL and you will be redirected to e-Voting website of NSDL 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. NSDL and CDSL.

Login type	Helpdesk details
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
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022-23058738 or 022-23058542-43

B) Login Method for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

How to Log-in to NSDL e-Voting website?

1. 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.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nSDL.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

4. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example if your Beneficiary ID is 12***** then your user ID is 12*****
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:

- a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
- b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
- c) How to retrieve your 'initial password'?
 - (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
 - (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered**

6. If you are unable to retrieve or have not received the “ Initial password” or have forgotten your password:
 - a) Click on “**Forgot User Details/Password?**”(If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.
 - b) **Physical User Reset Password?**” (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.
 - c) If you are still unable to get the password by aforesaid two options, you can send a request at evoting@nsdl.co.in mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
 - d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to “Terms and Conditions” by selecting on the check box.
8. Now, you will have to click on “Login” button.
9. After you click on the “Login” button, Home page of e-Voting will open.

Step 2: Cast your vote electronically on NSDL e-Voting system.

How to cast your vote electronically on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle.
2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period.
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
5. Upon confirmation, the message "Vote cast successfully" will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to akkirajukrish@yahoo.co.in with a copy marked to evoting@nsdl.co.in.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "[Forgot User Details/Password?](#)" or "[Physical User Reset Password?](#)" option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on toll free no.: 1800 1020 990 and 1800 22 44 30 or send a request to Ms. Sarita Mote at evoting@nsdl.co.in

Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:

1. In case shares are held in physical mode please provide 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 cs@shrishakti.com
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to cs@shrishakti.com). If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A)** i.e. **Login method for e-Voting for Individual shareholders holding securities in demat mode.**
3. Alternatively shareholder/members may send a request to evoting@nsdl.co.in for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular 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 required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

EXPLANATORY STATEMENT UNDER SECTION 102

ITEM NO. 1.

REAPPOINTMENT OF VENKAT MANOHAR DONTAMSETTI (DIN-00223342) THE MANAGING DIRECTOR

Pursuant to recommendation of the Nomination and Remuneration Committee Mr. Venkat Manohar Dontamsetti (DIN-00223342), who was appointed as Managing Director of the Company with effect from May 25, 2019 to May 24, 2022 is being appointed as Managing Director of the Company, to hold office for a term of **5 (Five)** years with effect from May 25, 2022, not liable to retire by rotation. Mr. Venkat Manohar Dontamsetti is a first generation entrepreneur and Founder Chairman of the Shri Shakti Group, whose core areas are Hospitality, Education, LPG and Public Bike Sharing. The Board based on the performance evaluation as the Founder of the Company and his highly committed services and as per the recommendation of the NRC, considers that appointment of Mr. Venkat Manohar Dontamsetti would be of immense benefit to the Company and it is desirable to avail his services as Managing Director.

The Company has received a declaration from Mr. Venkat Manohar Dontamsetti, confirming that he is not disqualified from being appointed as a Director in terms of Section 164 of the Act and has given his consent to act as Managing Director, of the Company.

A brief profile of Mr. Venkat Manohar Dontamsetti, including nature of his expertise, is provided as required under Schedule V to the Companies Act, 2013 ("the Act") which forms a part of the Statement. Further, additional information as required under Regulation 36 of Listing Regulations and Secretarial Standard on General Meetings (SS-2), in respect of Mr. Venkat Manohar Dontamsetti is provided in the **Annexure I** to this Notice and also forms part of the Statement.

Except Mr. Venkat Manohar Dontamsetti himself and his relatives to the extent of their shareholdings in the Company, if any, none of the Directors and Key Managerial Personnel of the Company and their respective relatives are concerned or interested, financially or otherwise, in the passing of the proposed Resolution.

Your Directors recommend the Special Resolution as set out at Item No. 1 of this Notice for approval of the Members of Company. His appointment shall not be liable to retire by rotation.

ITEM NO. 2

TO APPROVE THE CHANGE IN DESIGNATION OF MS. SATYA PINJALA (DIN- 00042281) FROM NON EXECUTIVE DIRECTOR TO WHOLE TIME DIRECTOR:

Board of Directors of the Company at its meeting held on February 14, 2022 appointed Ms. Satya Pinjala (DIN- 00042281) as an Additional Director of the Company. The Board of Directors on recommendation of the Nomination and Remuneration Committee considered the highlevel competence of Ms. Satya Pinjala in Company's business areas which would be of immense benefit and financial growth of the Company and therefore it is desirable to avail her services as Whole-time Director. Based on the above and also the fact that she is Whole Time Director in the Transferor

Company viz., Shri Shakti Resorts & Hotels Ltd, the Board of Directors of the Company changed the designation of Ms. Satya Pinjala from Non-Executive Director to Whole Time Director of the Company, not liable to retire by rotation, for a period of 5 (Five) years effective from April 16, 2022, subject to approval of the Shareholders.

Pursuant to Regulation 17(1C) of the Listing Regulations, appointment of Ms. Satya Pinjala requires approval of shareholders in their next general meeting or within a period of three months from the date of appointment, whichever is earlier.

The Company has received a declaration from Ms. Satya Pinjala, confirming that she is not disqualified from being appointed as a Director in terms of Section 164 of the Act and has given her consent to act as a Whole-time Director of the Company.

A brief profile of Ms. Satya Pinjala, including nature of her expertise, is provided as required under Schedule V to the Companies Act, 2013 ("the Act") which forms a part of the Statement. Further, additional information as required under Regulation 36 of Listing Regulations and Secretarial Standard on General Meetings (SS-2), in respect of Ms. Satya Pinjala is provided in the **Annexure II** to this Notice and also forms part of the Statement.

Except Ms. Satya Pinjala and her relatives to the extent of their shareholdings in the Company, if any, none of the other Directors and Key Managerial Personnel of the Company and their respective relatives are concerned or interested, financially or otherwise, in the passing of the proposed Resolution.

Your Directors recommend the Ordinary Resolution as set out at Item No. 2 of this Notice for approval of the Members of Company. Her appointment shall be liable to retire by rotation.

ITEM No. 3

APPOINTMENT OF MR. DHARMIN DONTAMSETTI (DIN-07350807) AS DIRECTOR OF THE COMPANY

Pursuant to the provisions of Section 161(1) of the Companies Act, 2013, Articles of Association of the Company, the Board of Directors of the Company on the recommendation of the Nomination and Remuneration Committee, has appointed Mr. Dharmin Dontamsetti (DIN-07350807) as an Additional Non Executive, Non Independent Director with effect from February 14, 2022 whose office shall be liable to retire by rotation.

Mr. Dharmin Dontamsetti as an Additional Non-Executive, Non-Independent Director, holds office till the date of the AGM however Regulation 17(1C) of SEBI (Listing Obligation and Disclosure Requirement) Regulation 2015 states that approval of the Shareholders of the Company shall be taken within 3 month of the appointment of the Director.

The Company has received a declaration from Mr. Dharmin Dontamsetti, confirming that he is not disqualified from being appointed as a Director in terms of Section 164 of the Act and has given her consent to act as a Non-Executive, Non Independent Director of the Company.

A brief profile of Mr. Dharmin Dontamsetti, including nature of his expertise, is provided as required under Schedule V to the Companies Act, 2013 ("the Act") which forms a part of the Statement. Further,

additional information as required under Regulation 36 of Listing Regulations and Secretarial Standard on General Meetings (SS-2), in respect of Mr. Dharmin Dontamsetti is provided in the **Annexure III** to this Notice and also forms part of the Statement.

Except Mr. Dharmin Dontamsetti himself and his relatives to the extent of their shareholdings in the Company, if any, none of the Directors and Key Managerial Personnel of the Company and their respective relatives are concerned or interested, financially or otherwise, in the passing of the proposed Resolution.

Your Directors recommend the Ordinary Resolution as set out at Item No. 3 of this Notice for approval of the Members of Company. His appointment shall be liable to retire by rotation.

ITEM NO. 4

APPOINTMENT OF PROF. SYDNEY PRABHU MIRANDA (DIN-02087483) AS AN INDEPENDENT DIRECTOR OF THE COMPANY:

Pursuant to the provisions of Section 161(1) of the Companies Act, 2013, Articles of Association of the Company, the Board of Directors of the Company on the recommendation of the Nomination and Remuneration Committee, has appointed Prof. Sydney Prabhu Miranda as an Additional Non-Executive, Independent Director for a period of five consecutive years, subject to the approval of the shareholders with effect from February 14, 2022. The office of Prof. Sydney Prabhu Miranda shall not be liable to retire by the rotation.

As an Additional Non-Executive Director, Prof. Sydney Prabhu Miranda, holds office till the date of the AGM however Regulation 17(1C) of SEBI (Listing Obligation and Disclosure Requirement) Regulation 2015 states that approval of the Shareholders of the Company shall be taken within 3 months of the appointment of the Director.

Prof. Sydney Prabhu Miranda is not disqualified from being appointed as a Director in terms of Section 164 of the Act and has given his consent to act as a Director. The Company has also received declaration from Prof. Sydney Prabhu Miranda that he meets the criteria of independence as prescribed both under Section 149(6) of the Companies Act, 2013 and under the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. In the opinion of the Board Prof. Sydney Prabhu Miranda fulfils the conditions for the appointment as an Independent Director as specified in the Companies Act, 2013 and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

The Regulation 17(1A) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 inter alia prescribes that the listed entity shall not appoint a person or continue directorship of any persons as a Non-Executive Director who has attained the age of 75 years, unless a Special Resolution is passed to that effect. Though Prof. Sydney Prabhu Miranda has attained the age of 75 years, considering his vast knowledge and rich experience in the Industry, the Board thinks it fit to appoint him in the capacity of Independent Director and avail his services in the interests of the Company and recommends the Special Resolution for his appointment in accordance with the Regulation 17(1A) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

A brief profile of Prof. Sydney Prabhu Miranda, including nature of his expertise, is provided as required under Schedule V to the Companies Act, 2013 ("the Act") which forms a part of the Statement. Further, additional information as required under Regulation 36 of Listing Regulations and Secretarial Standard on General Meetings (SS-2), in respect of Prof. Sydney Prabhu Miranda is provided in the **Annexure IV** to this Notice and also forms part of the Statement.

Except Prof. Sydney Prabhu Miranda, himself and his relatives to the extent of their shareholdings in the Company, if any, none of the Directors and Key Managerial Personnel of the Company and their respective relatives are concerned or interested, financially or otherwise, in the passing of the proposed Resolution.

Your Directors recommend the Special Resolution as set out at Item No. 4 of this Notice for approval of the Members of Company. His appointment shall not be liable to retire by rotation.

ITEM No. 5 and 6

TO APPROVE INCREASE IN BORROWING POWERS OF THE BOARD OF DIRECTORS UNDER SECTION 180(1)(c) OF THE COMPANIES, ACT, 2013: and TO SEEK APPROVAL UNDER SECTION 180(1)(A) OF THE COMPANIES ACT, 2013 INTER ALIA FOR CREATION OF MORTGAGE OR CHARGE ON THE ASSETS, PROPERTIES OR UNDERTAKING(S) OF THE COMPANY:

The members of the Company are informed that keeping in view of the group's existing and future financial requirements to support its business operations, the Company may need additional funds. For this purpose, the Company may, from time to time, raise finances from various Banks and/or Financial Institutions and/ or any other lending institutions and/or Bodies Corporate and/or such other persons/ individuals as may be considered fit, which, together with the moneys already borrowed by the Company (apart from temporary loans obtained from the Company's bankers in ordinary course of business) may exceed the aggregate of the paid-up capital and free reserves of the Company. Hence it is proposed to set up the maximum borrowing limits of **Rs. 100 (One Hundred) Crore** up to which the Board of Directors can borrow.

Pursuant to Section 180 (1) (c) of the Companies Act, 2013, the Board of Directors cannot borrow more than the aggregate amount of the paid-up capital of the Company and its free reserves at any one time except with the consent of the members of the Company in a general meeting.

In order to facilitate securing the borrowings made by the Company, it would be necessary to create charge on the assets or whole or part of the undertaking of the Company. Further, Section 180(1)(a) of the Companies Act, 2013 provides for the power to sell, lease or otherwise dispose of the whole or substantially the whole of the undertaking of the Company subject to the approval of members in the General Meeting, which authorization shall be proposed towards members for their approval up to limit of **Rs. 100 (One Hundred) Crores for the Company.**

Accordingly, consent of the Members is sought for passing Special Resolution as set out in Item No. 5&6.

None of the Directors of the Company and Key Managerial Personnel of the Company and their relatives is concerned or interested, in the aforesaid Resolutions except to the extent of their shareholding in the Company, if any

Your Directors recommend the Special Resolution as set out at Item No. 5& 6 of this Notice for approval of the Members of Company.

ITEM NO. 7

APPROVAL FOR MATERIAL RELATED PARTY TRANSACTIONS:

Section 188 of the Companies Act, 2013 states that no Company shall enter into any contract or arrangement with a related party except with the consent of the Board of Directors given by a resolution at a meeting of the Board.

First proviso to Section 188 (1) further stipulates that no contract or arrangement, in the case of a company having a paid-up share capital of not less than such amount, or transactions exceeding such sums, as may be prescribed, shall be entered into except with the prior approval of the company by a resolution. The second proviso further states that no member of the company shall vote on such resolution, to approve any contract or arrangement which may be entered into by the company, if such member is a related party.

The Audit Committee of the Board and Board of Directors of the Company has granted prior approval for the related party transactions as stated in the Resolution and Explanatory Statement.

Regulation 23(4) of SEBI Listing Regulations, inter alia, prescribes that all material related party transactions and subsequent material modifications as defined by the audit committee under sub-regulation (2), 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. First proviso to sub-Regulation (1) of the said Regulation 23 states that a transaction with a related party shall be considered material if the transaction(s) to be entered into individually or taken together with previous transactions during a financial year, exceeds rupees one thousand crore or ten per cent of the annual consolidated turnover of the listed entity as per the last audited financial statements of the listed entity, whichever is lower.

Further, SEBI vide its circular bearing reference no SEBI/HO/CFD/CMD1/CIR/P/2022/47 dated April 08, 2022 has clarified and decided that the shareholders' approval for omnibus RPTs approved in an Annual General Meeting shall be valid upto the date of the next Annual General Meeting for a period not exceeding fifteen months. Therefore, the Company is required to obtain shareholders' approval in every Annual General Meetings. Hence the shareholders' approval for omnibus material RPTs through this resolution is upto the date of the next Annual General Meeting of the Company.

The approval of the members of the Company to the resolution as stated in Item No.7 of the notice is being sought in terms of provisions of Regulation 23(4) of the SEBI Listing Regulations.

The transactions are repetitive in nature, considering the large volume of the transaction, the contracts / arrangements / transactions are material in nature and hence require approval of members. The particulars of the transaction(s) pursuant to the provisions of Section 188 of the Act and the Companies (Meetings of Board and its Powers) Rules, 2014 are as under:-

SR. NO	Name of Related Party	Name of the Director(s) or Key Managerial Personnel ("KMP") who is related, if any;	Nature of the Relationship	Nature, Material terms, particulars of the contract or arrangements; and Monetary Value
1.	Mr. Venkat Manohar Dontamsetti	Mr. Venkat Manohar Dontamsetti is a Promoter and Managing Director of the Company and he is also brother of Ms. Satya Pinjala, whole time Director and father of Mr. Dharmin Dontamsetti and Ms. Deekshita Dontamsetti who are Non-Executive Directors of the Company.	Mr. Venkat Manohar Dontamsetti is a Promoter and Managing Director of the Company and he is also brother of Ms. Satya Pinjala, whole time Director and father of Mr. Dharmin Dontamsetti and Ms. Deekshita Dontamsetti who are Non-Executive Directors of the Company.	Rs 1 Crore, Remuneration and other Services
2.	Ms. Satya Pinjala	Ms. Satya Pinjala, Whole-time Director of Company and she is sister of Mr. Venkat Manohar Dontamsetti, the Managing Director of the Company	Ms. Satya Pinjala, Whole-time Director of Company and she is sister of Mr. Venkat Manohar Dontamsetti, the Managing Director of the Company	Rs 1 Crore Remuneration and other Services
3.	Mr. Chandra Sekhara Prasad Chodavarapu	Mr. Chandra Sekhara Prasad Chodavarapu is Chief Financial Officer (CFO) of the Company. He is not related to any Director on the Board	Not Applicable	Rs. 6,00,000 (Rs. Six Lakh) Salary
4.	Mr. Rahul Jain	Mr. Rahul Jain is Company Secretary and Compliance officer of the Company. He is not related to any Director on the Board	Not Applicable	Rs. 3,00,000 (Rs. Three Lakh) Salary

Additional particulars of the transaction(s) pursuant to SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2021/662 dated November 22, 2021 are as under;-

Particulars	Information
Whether the transactions have been approved by the Audit Committee and the Board of Directors	Yes
A summary of the information provided by the management of the Company to the Audit Committee:	The details of the proposed transactions including the nature, terms, value percentage of the Company's annual consolidated turnover, tenure and proposed limits etc. were placed to the Audit Committee at its meeting held on April 16, 2022.
Justification for why the proposed transaction is in the interests of the listed entity:	The Services as rendered by the above mentioned Related Parties (Managerial Personal) are basic and essential to the Company and hence proposed transaction is in the interests of the Company
Where the transaction relates to any loans, inter-corporate deposits, advances or investments made or given by the listed entity or its subsidiary, the details specified under point4(f) above; (The requirement of disclosing source of funds and cost of funds shall not be applicable to listed banks/NBFCs.)	Not Applicable
A statement that the valuation or other external report, if any, relied upon by the listed entity in relation to the proposed transaction will be made available through the registered email addresses of the shareholders.	Not Applicable
Percentage of the counter-party's annual consolidated turnover that is represented by the value of the proposed RPT, on a voluntary basis:	Not Required
Any other information relevant or important for the members to take a decision on the proposed resolution.	Not Applicable

The members are informed that all those members who are related parties of the Company, irrespective whether related to the aforesaid transaction, or other members who have any direct or indirect interest in the resolution as set out at item No. 7, shall not be entitled to vote on the said Ordinary Resolution.

Further, all the Promoters and persons belong to the promoters group including Directors of the Company and their relatives which are related parties within the meaning of Section 2(76) of the Act and Regulation 2(1)(zb) of SEBI Listing Regulations are interested in the said Resolution and hence, are not entitled to vote in favor of the said resolution.

Copy of all the relevant documents referred to in this Notice and Explanatory Statement are available for inspection in physical or electronic form at the Registered Office of the Company between 10.00 a.m. to 12.00 noon , on all working days (except Saturdays, Sundays and Public Holidays) upto the date of the General Meeting.

Except Mr. Venkat Manohar Dontamsetti , Ms. Satya Pinjala, Mr. Dharmin Dontamsetti, Ms. Deekshita Dontamsetti, Mr. Chandra Sekhara Prasad Chodavarapu, and Mr. Rahul Jain and their relatives, none of the other Directors and Key Managerial Personnel of the Company or their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution.

The Board recommends the Ordinary Resolution as set out at Item No. 07 of the Notice for approval by the members.

ITEM NO. 8

TO INCREASE THE AUTHORIZED SHARE CAPITAL OF THE COMPANY:

Our company has received, the order from Hon'ble NCLT Hyderabad bench, approving the merger of Shri Shakti Resorts and Hotels Limited (transferor company) with Sri Havisha Hospitality And Infrastructure Limited on November 16, 2021. Pursuant to the applicability of the Merger the Shareholders of the Transferor Company becomes the Shareholders of the Transferee Company.

Pursuant to Scheme approved by the Hon'ble NCLT Hyderabad bench, the swap Ratio for the Merger is 1:7.52, which means the Shareholder who is holding 1 Share of Transferor Company will get 7.52 Shares of the Transferee Company.

The Present Authorised Share Capital of the Company does not allow it to issue the required number of the Shares to Shareholders of the Transferor Company. For meeting the said requirement it is proposed to Increase the Authorised Share Capital of the Company which at present is Rs. 60,00,00,000 (Rupees Sixty Crores Only) divided into 30,00,00,000 (thirty Crores) of Rs 2 (Two) each TO Rs. 63,00,00,000/- (Rupees Sixty Three Crores Only) divided into 31,50,00,000 (Thirty One Crores Fifty Lakh) shares of Rs. 2 (Two) each.

Section 61 of the Companies Act, 2013, (including any statutory modification(s) or re-enactment thereof, for the time being in force) provides that a limited company having a share capital may, if so, authorized by its Articles of Association, with the consent of its members in its general meeting or through Postal ballot, alter the conditions of its Memorandum of Association so as to increase its share capital by such amount as it thinks expedient by issuing new shares.

Consequently, the existing clause of the Memorandum of Association of the Company needs to be altered accordingly for deletion of the previous authorized share capital and substitution of the proposed increased Authorized Share Capital.

None of other Directors / Key Managerial Personnel of the Company / their relatives is in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 08 of the Notice.

Your Directors recommend the Ordinary Resolution as set out at Item No. 8 of this Notice for approval of the Members of Company.

Pursuant to Regulation 36 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standards on General Meetings (SS-2) and Schedule V Of The Companies Act, 2013 details in respect of Director seeking Re-appointment at the Extra-Ordinary General Meeting is furnished below:

Annexure – I

Name of Director	Mr. Venkat Manohar Dontamsetti
DIN	00223342
Date of Birth	February 21, 1953
Age	69 Years
Nationality	Indian
Date of first appointment on the Board	July 25, 1994
Reappointment by Board	April 16, 2022
Qualification	MBA
Relationship	Mr. Venkat Manohar Dontamsetti is related to Mr. Dharmin Dontamsetti (additional Non-Executive Director), Ms. Deekshita Dontamsetti (Non-Executive Director of the Company) and Ms Satya Pinjala.
Terms and Conditions of Appointment/ Reappointment	Refer Item 01 of the Statement pursuant to Section 102 of the Companies Act, 2013
Remuneration last Drawn	11,52,000
Remuneration Proposed to be paid	To be decided in due course.
Number of Board Meetings attended during the Financial Year 2021-22	Number of Board meetings held (in FY 2021-22) – 5 Number of Board meetings attended (in FY 2021-22)) - 5
Directorship held in other Listed Companies	Nil
Directorship in other Companies (excluding foreign companies and Section 8 companies)	06
Chairmanship/ Membership of Committees of the Board of Directors of other listed companies	Nil
Shareholding of Director in the Company	2,26,83,285 Shares
Relationship with other Director/Key Managerial Personnel (“KMP”)	Mr. Venkat Manohar Dontamsetti, is related to Mr Dharmin Dontamsetti, Ms. Deekshita Dontamsetti (Non_Executive Promoter Directors) and Ms Satya Pinjala apart from which he is not related to anyone.

BRIEF PROFILE EXPERIENCE AND EXPERTISE

- Mr. Manohar is the past Chairman of Confederation of Indian Industry (CII), unified Andhra Pradesh. He was earlier the President of State Hotels and Restaurants association for two terms.
- He is the First Vice President of World Cycling Alliance (WCA) headquartered in Brussels. He is also the Chairman of Hyderabad Bicycling Club (HBC).
- He was speaker at two sessions at Habitat III in October, 2016 in Quito, Ecuador "the once in a generation" summit organized by the United Nations to finalise the New Urban Agenda for the World for the years 2016-2036.

- TED Speaker where he shared his passions of both Cycling and Entrepreneurship on this international platform.
- He was speaker at 3 Global Cycling Summits viz Velo-City Global 2014 at Adelaide, Australia, Velo-City Global 2015 at Nantes, France & Velo-City Global 2016 at Taipei, Taiwan.
- Successfully finished the over 520 kms long gruelling London to Paris Cycle Challenge in June, 2011 & repeated the above Challenge Ride in May, 2013.
- Recipient of State Distinguished Industrialist Award.
- Recipient of CII National Award for most outstanding contribution.
- Mr Manohar was part of CII Business Delegation which accompanied the Hon'ble Prime Minister of India to Rwanda & Uganda in July, 2018. Also Member of the CII Business Delegation which accompanied the then Hon'ble Prime Minister to China and Russia.
- Leader of CII Business Delegation to Japan and China and to World Economic Forum (WEF), New York which accompanied the then Chief Minister.
- He was also the President of the All India LPG Cylinder Manufacturers Association for ten years. He was Session Chairman and Speaker at the 10th World LPG Forum at Buenos Aires, Argentina. He was also Speaker at the 8th World LPG Forum at Istanbul and 12th World LPG Forum at New Delhi.
- Shri Shakti Group's latest venture SmartBike is India's fastest growing Public Bike Sharing (PBS) company having set up and successfully operating world class PBS systems in New Delhi, Chennai & Chandigarh.

Annexure – II

Name of Director	Ms. Satya Pinjala
DIN	00042281
Date of Birth	August 20, 1960
Age	61 years
Nationality	Indian
Date of first appointment on the Board	February 14, 2022
appointment by Board	April 16, 2022
Qualification	She holds Master's degree (M.A) in Public Administration with distinction from Osmania University, Hyderabad.
Terms and Conditions of Appointment/ Reappointment	Refer Item 02 of the Statement pursuant to Section 102 of the Companies Act, 2013
Remuneration last Drawn (including sitting fees, if any)	None
Remuneration Proposed to be paid	To be decided in due course.
Number of Board Meetings attended during the Financial Year 2021-22	Not Applicable
Directorship held in other Listed Companies	None
Directorship in other Companies (excluding foreign companies and Section 8 companies)	05
Chairmanship/ Membership of Committees of the Board of Directors of other listed companies	Nil
Shareholding of Director in the Company	<u>Nil</u>
Relationship with other Director/Key Managerial Personnel ("KMP")	Ms. Satya Pinjala is related to Mr. Venakat Manohar Dontamsetti. She is not related to any other Director and KMP of the Company

BRIEF PROFILE EXPERIENCE AND EXPERTISE

She holds the Master's degree (M.A) in Public Administration with distinction from Osmania University, Hyderabad.

She started her career as Director of Shri Shakti Resorts & Hotels Ltd., in the year 1989 and was actively involved in the growth of the company including Hotel Manohar since inception.

She has taken the responsibility of Family World, a family recreation centre and brought a revolution in the club business. She is running the business profitably with around 3000 elite life members by organizing events and programs successfully. She ensured that Family World earned good reputation in the market in spite of growing competition.

With her 32 years of vast experience in the Hospitality Industry and in the capacity of Executive Director of Shri Shakti Educational Society, she is able to efficiently administer two educational institutions *i.e* Shri Shakti College of Hotel Management (Affiliated to Osmania University) and IHM Shri Shakti (Affiliated to National Council for Hotel Management and Catering Technology, Ministry of Tourism, government of India) both of which are part of Shri Shakti Educational Society.

With her able guidance the colleges are maintaining high standards and moulding the students as perfect professionals to cater to the demand of the Hospitality Industry.

Annexure – III

Name of Director	Mr. Dharmin Donamsetti
DIN	07350807
Date of Birth	December 16, 1992
Age	29 Years
Nationality	Indian
Date of first appointment on the Board	Not Applicable
Appointment by Board	February 14, 2022
Qualification	Bachelor in Entrepreneurial Management from Millers College of Business, USA
Terms and Conditions of Appointment/ Reappointment	Refer Item-03 of the Statement pursuant to Section 102 of the Companies Act, 2013
Remuneration last Drawn	Nil
Remuneration Proposed to be paid	Refer Item-03 of the Statement pursuant to Section 102 of the Companies Act, 2013
Number of Board Meetings attended during the year 2020-21	NA
Directorship held in other Listed Companies	None
Directorship in other Companies (excluding foreign companies and Section 8 companies)	03
Chairmanship/ Membership of Committees of the Board of Directors of other listed companies	Nil
Shareholding of Director	13,91,700 Shares
Relationship with other Director/Key Managerial Personnel (“KMP”)	Mr. Dharmin Dontamsetti is related to Mr. Venakat Manohar Dontamsetti and Ms. Deekshita Dontamsetti. He is not related to any other Director and KMP of the Company.

BRIEF PROFILE EXPERIENCE AND EXPERTISE

- Director in Shri Shakti Resorts & Hotels Ltd.
- Social Startup Entrepreneur who promoted SmartBike, India’s fastest growing Public Sharing Company which is successfully operating in New Delhi, Chennai and Chandigarh.
- First Entrepreneur to deploy & innovate eBike concept in Public Bike Sharing.
- Cycled twice from London to Paris covering the road distance of 518 kms in less than four days.
- Speaker at UN Habitat session in Global Cycling Summit: Velo-city 2017 at Nijmegen, Netherlands.
- Amongst the select 12 Startup Entrepreneurs in India chosen to interact with Hon’ble Prime Minister in Jan 2022.
- His Policy recommendations of National Cycling Plan, Car free zones etc are spontaneously accepted by Hon’ble PM in the above interaction.

Annexure – IV

Name of Director	Prof. Sydney Miranda Prabhu
DIN	02087483
Date of Birth	June 18, 1944
Age	77 years
Nationality	Indian
Date of first appointment on the Board	NA
Reappointment by Board	February 14, 2022
Qualification	B,A (Hons) Economics/Political Science- UNIVERSITY OF MUMBAI M.M.S- Master of Management Studies 1st batch-1st class -Jamnalal Bajaj Institute of Management Studies-University of Mumbai -1967
Relationship	Prof. Sydney Miranda Prabhu is not related to any Director and KMP of the Company
Terms and Conditions of Appointment/ Reappointment	Refer Item-04 of the Statement pursuant to Section 102 of the Companies Act, 2013
Remuneration last Drawn	NA
Remuneration Proposed to be paid	Refer Item-04 of the Statement pursuant to Section 102 of the Companies Act, 2013
Number of Board Meetings attended	NA
Directorship held in other Listed Companies	Nil
Directorship in other Companies (excluding foreign companies and Section 8 companies)	2
Chairmanship/ Membership of Committees of the Board of Directors of other listed companies	NA
Shareholding of Director in the Company	<u>Nil</u>

BRIEF PROFILE EXPERIENCE AND EXPERTISE

Work Experience

- **1967-1972-** Officer-PFIZER LTD- MARKETING OF Pharmaceuticals
- **1972-1978** -Manager - VOLTAS LTD- Marketing
- **1978-1980-** CEO- NIFCO LTD -India's largest Fisheries Co wit fleet of vessels/processing plants -export oriented
- **1981-1986** - Advisor to Ministry Of Agriculture & Fisheries-Govt. Sultanate Of Oman & General Manager-Oman National Fisheries Ltd. Responsible for the creation of the 1st public limited listed Co in the Arabian Gulf
- **1987-1990** -Group Mg.Director-Primlaks Group-London in charge of Companies in West/North Africa & South America- engaged in manufacturing of plastics /hardware/ fishing/ Agriculture/shipping trading etc
- **1991-2000-** Group General Manager of Al-Rawahy group of Co's Muscat with Co's in U.K /Middle East /Africa /Thailand -engaged in manufacturing/ construction/ engineering electrical contracting /equipment leasing /telecom etc
- **2006-2014-** Executive Director of UFP Group Thailand -with joint ventures/processing plants/fishing/brand marketing sea-sood/sushi mfg/agriculture/aquaculture etc.

SRI HAVISHA HOSPITALITY AND INFRASTRUCTURE LIMITED

(Formerly Shri Matre Power & Infrastructure Ltd. And Shri Shakti LPG Ltd.)

CIN: L40102TG1993PLC015988

MGT-11

Proxy Form

(Pursuant to Section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies (Management and Administration) Rules, 2014)

Name of the Member(s) : _____

Registered address : _____

E-mail : _____

Folio no./Client Id/DP Id : _____

No. of shares : _____

I / We, being the member(s) of the above named company, hereby appoint:

1. Name: _____

Address : _____

E-mail: _____ Signature _____ or failing him / her

2. Name: _____

Address : _____

E-mail: _____ Signature _____ or failing him / her

3. Name: _____

Address : _____

E-mail: _____ Signature _____

as my / our proxy to attend and vote (on a poll) for me / us and on my / our behalf at the EXTRAORDINARY GENERAL MEETING of the Company, to be held on Wednesday, May 11, 2022 03.30 p.m. (IST) at the Registered Office of the Company situated 4th Floor Begumpet Venus Plaza, Begumpet, Hyderabad-500 016 and at any adjournment thereof in respect of such resolutions as are indicated below:

Venus Plaza, Begumpet, Hyderabad 500 016, INDIA

Tel. +91 40 27902929, 27905656, website: www.Shrishakti.com, Email: info@shrishakti.com

Resolution No.	Resolutions	For	Against
Special Business			
1	REAPPOINTMENT OF MR. VENKAT MANOHAR DONTAMSETTI (DIN-00223342) AS MANAGING DIRECTOR OF THE COMPANY		
2	TO APPROVE THE CHANGE IN DESIGNATION OF MS. SATYA PINJALA (DIN- 00042281) FROM NON-EXECUTIVE DIRECTOR TO WHOLE TIME DIRECTOR		
3	APPOINTMENT OF MR. DHARMIN DONTAMSETTI (DIN-07350807) AS DIRECTOR OF THE COMPANY		
4	APPOINTMENT OF PROF. SYDNEY PRABHU MIRANDA (DIN-02087483) AS AN INDEPENDENT DIRECTOR OF THE COMPANY		
5	AUTHORITY TO THE BOARD OF DIRECTORS UNDER SECTION 180(1)(c) OF THE COMPANIES ACT, 2013 FOR BORROWINGS UPTO THE REVISED LIMIT OF RS. 100 (ONE HUNDRED) CRORES:		
6	TO SEEK APPROVAL UNDER SECTION 180(1)(A) OF THE COMPANIES ACT, 2013 INTER ALIA FOR CREATION OF MORTGAGE OR CHARGE ON THE ASSETS, PROPERTIES OR UNDERTAKING(S) OF THE COMPANY		
7	APPROVAL FOR MATERIAL RELATED PARTY TRANSACTIONS		
8	TO INCREASE THE AUTHORIZED SHARE CAPITAL OF THE COMPANY		

Signed this _____ day of _____ 2022.

Affix
Revenue
Stamp Re
1/-

Signature of the proxy holder(s)

Signature of the member

Notes:

- i. This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.
- ii. Appointing a Proxy does not prevent a Member from attending in person, if he so wishes.