



Notice To The 35th Annual General Meeting

Notice is hereby given that the 35th Annual General Meeting of *Apollo Finvest (India) Limited* will be held on **Tuesday, September 28, 2021** at 11.30 A.M. through Video Conferencing('VC') or Other Audio Visual Means('OAVM'), to transact the following businesses:

Ordinary Business:

1. To receive, consider and adopt the Audited Balance Sheet as at March 31, 2021, the Statement of Profit and Loss Account for the year ended March 31, 2021 and the Cash Flow Statement along with the notes and Schedules for the year ended on that date together with the Report of Directors' and Auditors' thereon.

“RESOLVED THAT the audited financial statements including the Audited Balance Sheet as at March 31, 2021, the Statement of Profit and Loss Account for the year ended March 31, 2021 and the Cash Flow Statement along with the notes and Schedules for the year ended on that date and the reports of the Board of Directors and Auditors thereon laid before this meeting, be and are hereby considered and adopted.”

2. To consider appointment of a director in place of Ms. Diksha Nangia (DIN: 07380935) who retires by rotation and being eligible , offers herself for re-appointment

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

“RESOLVED THAT in accordance with the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, Ms. Diksha Nangia (DIN: 07380935), Whole-time Director who retires by rotation at this meeting, be and is hereby re-re-appointed as a Whole-time Director of the Company.”

Special Business:

3. To appoint Mr. Akash Saxena (DIN:09217893) as an Independent Director of the Company:

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

“RESOLVED THAT Mr. Akash Saxena (DIN:09217893), who was appointed by the Board of Directors as an Additional Director of the Company in the Board Meeting conducted on June 30, 2021 and who holds office up to the date of this Annual General Meeting of the Company in terms of Section 161(1) of the Companies Act, 2013 (“Act”) and Articles of Association of the Company who is eligible for appointment and in respect of whom the Company has received



a notice in writing from a Member under Section 160(1) of the Act proposing his candidature for the office of Director of the Company, be and is hereby appointed as an Independent Director of the Company.

RESOLVED FURTHER THAT pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any, of the Act, the Companies (Appointment and Qualifications of Directors) Rules, 2014, read with Schedule IV to the Act and Regulation 16 and other applicable regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), as amended from time to time, the appointment of Mr. Akash Saxena (DIN:09217893), who meets the criteria for independence as provided in Section 149(6) of the Act along with the rules framed thereunder, and Regulation 16(1)(b) of Listing Regulations and who has submitted a declaration to that effect, be and is hereby appointed as an Independent Director of the Company, not liable to retire by rotation, for a term of 5(Five) consecutive years commencing from June 30, 2021 to June 29, 2026.

RESOLVED FURTHER THAT any Director(s) and/or the Company Secretary of the Company be and is hereby authorised to do all acts, deeds and things including filings and take steps as may be deemed necessary, proper or expedient to give effect to this resolution and matters incidental thereto."

4. Payment of remuneration to Mr. Mihil Innani (DIN: 02710749), Managing Director of the Company

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

RESOLVED THAT pursuant to the provisions of Section 196,197, 203 and all other applicable provisions, if any, of the Companies Act, 2013 and the rules made thereunder, read with Part I and Section II of Part II of Schedule V (including any statutory modification or re-enactment thereof for the time being in force) and such other approvals as may be necessary in this regard, approval of the members of the Company be and is hereby accorded for payment of remuneration to Mr. Mihil Innani (DIN: 02710749) Managing Director of the Company, with effect from April 1, 2021.

RESOLVED FURTHER THAT the remuneration paid / payable to Mr. Mihil Innani, Managing Director with effect from April 1, 2021, as approved by the Nomination and Remuneration Committee shall be as under:

- I. Salary: Such amount as may be decided by Board for the payment of remuneration on monthly basis, but subject to the maximum upper limit including perquisites mentioned at Category "A" given below shall not exceed Rs. 5,00,000/- per month.



- II. Perquisite: Mr. Mikhil Innani will be allowed perquisites as specified in categories A, B and C as given below.

Perquisites given at categories B and C as given below will be in addition to salary.

Category 'A'

- a. Medical Reimbursement:

Reimbursement of all medical expenses incurred (including premium on Medical Insurance, Hospitalisation, Nursing Home, Nursing, Dental and Optical treatment expenses) for Mr. Mikhil Innani and his family subject to a ceiling of one-month salary in a year or three months in a block of five years.

- b. Leave Travel Concession:

For Mr. Mikhil Innani and his family once a year incurred in accordance with rules specified by the Company.

- c. Club Fees:

Fees of not more than two clubs excluding Admission and Life Membership Fees.

- d. Personal Accident Insurance:

Annual premium shall not exceed Rs. 4,000/-

Category 'B'

- a. Contributions to Provident Fund, Superannuation Fund, Annuity Fund.

The said contributions will not be included in the computation of ceiling on perquisites to the extent these either single or put together are not taxable under the Income-Tax Act.

- b. Encashment of leave at the end of the tenure.

The same will not be included in the computation of the ceiling on perquisites.

Category 'C'

- a. Use of car & telephone at his residence for business purposes of the Company

- b. Personal long distance call on telephone and use of car for Private purposes shall be billed by the Company to Mr. Mikhil Innani.

- I. Termination: The above contract of employment can be terminated by either side by giving three months' notice in writing.

RESOLVED FURTHER THAT the Board of Directors and the Nomination and Remuneration Committee be and are hereby severally authorized to revise, amend, alter and vary such terms of re-appointment and remuneration so as to not exceed the limits specified in Schedule V to



the Companies Act, 2013, as may be agreed to by the Board of Directors and Mr. Mihnil Innani, any further reference to the shareholders as to maximum limit to be decided in general meeting and subject to the Articles of Association of the Company.

RESOLVED FURTHER THAT where in any financial year, during the tenure of Mr. Mihnil Innani as Managing Director, the Company has no profits or its profits are inadequate, the Company will pay remuneration by way of salary, perquisites and allowances as decided by the Board of Director, subject to the limits and conditions prescribed under Schedule V of the Companies Act, 2013, as may be amended from time to time.

RESOLVED FURTHER THAT for the purpose of giving effect to the above resolution the Board of Directors and/ or the Nomination and Remuneration Committee is/are authorized to do all such acts, deeds, matters and things as may be considered it to be necessary or desirable in this regard.

By Order of the Board of Directors,
Apollo Finvest (India) Limited

Date: August 24, 2021

Place: Mumbai

Sd/-
Mihnil R. Innani
Managing Director
DIN: 02710749

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 8, 2020, Circular No.17/2020 dated April 13, 2020 issued by the Ministry of Corporate Affairs followed by 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 and Circular no. 02/2021 dated January 13, 2021 (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 (collectively "SEBI Circulars"), and in compliance with the provisions of the Act and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), have permitted companies to conduct AGM through VC or other audio visual means, subject to compliance of various conditions mentioned therein. 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 35th AGM of the Company is being convened and conducted through VC.



2. Since the 35th AGM is being held through VC as per the MCA Circulars, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be made available for the 35th AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice. However, the Body Corporates are entitled to appoint authorised representatives to attend AGM through VC/OAVM and participate and cast their votes through e-voting.
3. The members can join the 35th AGM in the VC/OAVM mode 30 minutes before and after the scheduled time of the commencement of the meeting by following the procedure mentioned in the Notice of AGM. The facility of participation at the 35th AGM 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 Chairman of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.
4. The attendance of the members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
5. In line with the MCA and SEBI Circulars, the notice of the 35th AGM along with the Annual Report 2020-21 are being sent only by electronic mode to those Members whose e-mail addresses are registered with the Company/Depositories. The Notice calling the 35th AGM along with the Annual Report for 2020-2021 will be available on the website of the Company at www.apollofinvest.com, on website of BSE Limited at www.bseindia.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).
6. Corporate members intending to authorize their representatives to participate and vote at the meeting are requested to submit a duly certified copy of the Board Resolution/ Power of Attorney/other valid authority, authorising their representative to attend and vote along with specimen signature of Authorised representative(s) by e-mail to info@apollofinvest.com before the commencement of the meeting.
7. In case of joint holders attending the AGM, the member whose name appears as the first holder in the order of names as per Register of Member will be entitled to vote, provided the votes are not already cast by remote e-voting.
8. All documents referred to in the accompanying Notice are open for inspection by the members at the registered office of the company during the business hours on all working days except Saturday and Sunday up to the date of the 35th Annual General Meeting.
9. The Register of Members and the Share Transfer Books of the Company will remain closed



from Wednesday, September 22, 2021 to Tuesday, September 28, 2021 (both days inclusive).

10. Members desirous of seeking any information concerning the Accounts of the Company are requested to address their queries in writing to the Company at least seven days before the date of the meeting so that the requested information can be made available at the time of the meeting.
11. Members who would like to express their views/ask question during the AGM may register themselves as a speaker by sending their request, mentioning their name, Demat account no./Folio No., email id, mobile number at info@apolloinvest.com between September 17, 2021 to September 24, 2021. The shareholders who do not want to speak during the AGM but have queries may send their queries mentioning their name, Demat account no./Folio No., email ID, mobile number to info@apolloinvest.com. These queries will be suitably replied to by the company by email.
12. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting for a maximum time of 3(three) minutes each, once the floor is open for shareholder queries. The company reserves the right to restrict the number of speaker and number of questions depending on the availability of time for the AGM.
13. For receiving all communication (including Notice and Annual Report) from the Company electronically:
 - (a) Members holding shares in physical mode and who have not registered/ updated their email addresses with the Company/ RTA are requested to register/ update the same by writing to the Company/ RTA with details of their folio number and attaching a self-attested copy of the PAN Card at info@apolloinvest.com or to the Company's RTA at rnt.helpdesk@linkintime.co.in
 - (b) Members holding shares in dematerialised mode are requested to register/ update their email addresses with the relevant Depositories.
14. Members will be able to attend the meeting through VC/ OAVM or view the live webcast by logging on to the e-voting website of CDSL at www.evotingindia.com by using their e-voting login credentials. On this page, click on the link Shareholders / Members, the Video Conferencing/ webcast link would be available.
15. During the Financial Year 2019-2020, the Securities and Exchange Board of India ('SEBI') and the Ministry of Corporate Affairs ('MCA') has 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. Further, SEBI has vide Circular No. SEBI/HO/MIRSD/RTAMB/CIR/P/2020/166 dated September 7, 2020 have extended the deadline for re-lodgement of transfer lodged prior to deadline of April 1, 2019 and



rejected/returned due to deficiency in the documents to March 31,2021. Therefore, Members holding shares in physical form are requested to consider converting their shares to dematerialized 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 info@apolloinvest.com or contact the Registrars and Transfer Agent – Linkintime India Private Limited at rnt.helpdesk@linkintime.co.in and 022-49186000 for assistance in this regard.

16. The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to the Depository Participants with whom they maintain their demat accounts. Members holding shares in physical form should submit their PAN to the Registrar /Company.
17. The shares of the company are listed on BSE Limited.
18. In view of Circular issued by the SEBI for appointing common agency the Company has appointed M/s. Link Intime India Private Limited as Registrar & Transfer Agent. Members are therefore requested to send their grievances for early disposal at the address given below:

Link Intime India Private Limited
C-101,247 Park, L.B.S. Road,
Vikhroli (West), Mumbai- 400083
TEL: 022-49186270/ 49186260
E-mail: - rnt.helpdesk@linkintime.co.in
19. Members holding shares in physical form are requested to notify immediately any change in their address with PIN CODE to the Registrar and Transfer Agent of the company at the address given above and in case their shares are held in Demat, this information should be passed on directly to their respective Depository Participants and not to the company.
20. To prevent fraudulent transactions, members are advised to exercise due diligence and notify the Company of any change in their 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 depository participant(s) and holdings should be verified.



The Instructions For Shareholders For Remote E-voting And E-voting During AGM And Joining Meeting Through VC/OAVM Are As Under:

1. The voting period begins on Saturday, September 25, 2021 at 09.00 A. M. and end on Monday, September 27, 2021 at 05.00 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 (record date) of September 21, 2021 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.

Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting.

2. Pursuant to SEBI Circular No. *SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020*, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple e-voting service providers (ESPs) providing e-voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.

3. 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.
4. 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 above said SEBI Circular, Login method for e-Voting and joining virtual meetings for Individual shareholders holding securities in Demat mode is given below:



Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with <i>CDSL</i>	<ol style="list-style-type: none"> <li data-bbox="516 317 1409 583">1) Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The URL for users to login to Easi / Easiest are https://web.cdslindia.com/myeasi/home/login or visit www.cdslindia.com and click on Login icon and select New System Myeasi. <li data-bbox="516 604 1409 947">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. <li data-bbox="516 968 1409 1073">3) If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration <li data-bbox="516 1094 1409 1360">4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the e-voting is in progress and also able to directly access the system of all e-Voting Service Providers.



Type of shareholders	Login Method
<p>Individual Shareholders holding securities in demat mode with <i>NSDL</i></p>	<ol style="list-style-type: none"> 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.nsd.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.nsd.com. Select "Register Online for IDeAS "Portal or click at https://eservices.nsd.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 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
<p>Individual Shareholders (holding securities in demat mode) login through their <i>Depository Participants</i></p>	<p>You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</p>



Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL and NSDL

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

Login method for e-Voting and joining virtual meeting for *shareholders other than individual shareholders holding in Demat form & physical shareholders.*

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.

If you are a first-time user follow the steps given below:



	For Shareholders holding shares in Demat Form and Physical Form
PAN	<p>Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none"> Shareholders who have not updated their PAN with the Company/ Depository Participant are requested to use the sequence number sent by Company/RTA or contact Company/RTA.
Dividend Bank Details OR Date of Birth (DOB)	<p>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.</p> <ul style="list-style-type: none"> If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (v).

- After entering these details appropriately, click on "SUBMIT" tab.
- 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.
- For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- Click on the EVSN for the relevant company name <Apollo Finvest (India) Limited> on which you choose to vote
- 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.
- Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.
- 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.
- Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.



14. You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
15. 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.

Facility for Non – Individual Shareholders and Custodians –Remote Voting

1. 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.
2. A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
3. 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.
4. The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
5. 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.
6. 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 Company at the email address viz; info@apolloinvest.com , if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.
7. The Board of Directors has appointed Shri. Prabhat Maheshwari, Partner, GMJ & Associates, Company Secretaries, Mumbai as the Scrutinizer for conducting the remote e-voting and voting process at AGM in a fair and transparent manner.
8. The Scrutinizer's Report shall be placed on the Company's website www.apolloinvest.com and on the website of CDSL within 48 hours of passing of the resolutions at the AGM of the Company and communicated to BSE.



Instructions For Shareholders Attending The AGM/EGM Through VC/OAVM & E-voting During Meeting Are As Under:

1. The procedure for attending meetings & e-Voting on the day of the AGM is the same as the instructions mentioned above for Remote e-voting.
2. The link for VC/OAVM to attend the meeting will be available where the EVSN of the Company will be displayed after successful login as per the instructions mentioned above for Remote 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 mentioning their name, demat account number/folio number, email id, mobile number at *info@apolloinvest.com* between September 17, 2021 to September 24, 2021. The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance mentioning their name, demat account number/folio number, email id, mobile number at *info@apolloinvest.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.

- For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to *Company/RTA email id.*
- For Demat shareholders -, Please update your email id & mobile no. with your respective Depository Participant (DP)
- 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 or contact at 022- 23058738 and 022-23058542/43.

All grievances connected with the facility for voting by electronic means may be addressed to Mr. 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 on 022-23058542/43.



Explanatory Statement

(Pursuant To Section 102(1) Of The Companies Act, 2013)

Item No. 3:

Mr. Akash Saxena was appointed as an Additional Director (Independent capacity) of the Company with effect from June 30, 2021, in accordance with the provisions of Section 161 of the Companies Act, 2013, read with the Articles of Association of the Company. Pursuant to Section 161 of the Companies Act, 2013, the above director holds office only up to the date of the ensuing Annual General Meeting of the Company. The Board proposes to regularize his appointment and appoint him as an Independent Director of the Company under Section 149 and Regulation 16(1)(b) of the Listing Regulations, for one term of Five Years, commencing from June 30, 2021 to June 29, 2026.

Based on recommendation of Nomination and Remuneration Committee and in terms of the provisions of Section 149, 152 read with Schedule IV and any other applicable provisions of the Act and the Listing Regulations, Mr. Akash Saxena, being eligible for appointment as Independent Director offers himself for appointment, is proposed to be appointed as an Independent Director for one term of five consecutive years from June 30, 2021 up to June 29, 2026.

Copy of the draft letter for appointment of Mr. Akash Saxena as an Independent Director setting out terms and conditions would be available for inspection without any fee by the members at the Registered Office of the Company during office hours on all working days except public holidays between 11.00 a.m. and 1.00 p.m. up to the date of the Annual General Meeting.

The Board is of the view that the appointment of Mr. Akash Saxena as an Independent Director is desirable and would be beneficial to the Company and hence it recommends the said Resolution No. 3 for approval by the members of the Company.

None of the Directors/Key Managerial Personnel of the Company/their relatives, except Mr. Akash Saxena himself, is in any way concerned or interested, in the said resolution. The Board recommends the said resolution to be passed as an Ordinary Resolution.



Brief Resume Of Director Seeking Appointment At The Ensuing Annual General Meeting:

Name	Akash Saxena
DOB	July 18, 1975
Age	46
Date of appointment	June 30, 2021
Expertise in specific functional areas	Technology Sector
Qualifications	Masters in Computer Science from Arizona State University
Profile	<p>Akash Saxena is SVP and Head of Technology at Hotstar, India's largest premium streaming platform with more than 100,000 hours of drama and movies in 9 languages, and coverage of every major global sporting event.</p> <p>Prior to joining Hotstar, Akash led engineering at Craftsvilla, a niche e-commerce player and TinyOwl, a food aggregator. Majority of his career was built at OpenTable where he wore multiple hats and built teams from scratch. His 20+ year career is split between the US and India and he has always been a builder of startups and product companies.</p>
No. of Board Meetings attended in FY 21	N.A
Directorship of other Companies	Nil
Chairman / Member of the Committees of the Board of the Companies in which he is a Director	Nil
Shareholding of the Director in Apollo Finvest (India) Limited (Number of Shares)	0
Relationship between directors inter-se	None



Item No. 4:

Based on the recommendation of the Nomination and Remuneration Committee and Board of Directors, it has been decided to revise remuneration to be paid/payable to Mr. Mikhail Innani, Managing Director and CEO of the Company, subject to the approval of members/shareholders by way of Ordinary Resolution.

Accordingly, the Board of Directors at its Meeting held on August 11, 2021 felt it prudent to approach the Members of the Company seeking their approval by way of ordinary resolution to approve the remuneration payable to the aforesaid managerial personnel for his remaining tenure.

Having regard to the above, the resolution set out at item No. 4 has been proposed and the Board of Directors recommend the same for your approval based on the recommendation of the Nomination and Remuneration Committee.

l) General Information

1. Nature of Industry: Non – Banking Financial Company (NBFC)
2. Date of commencement of commercial production: Being a NBFC not applicable
3. Financial Performance based on given Indicators:

(Based on Audited Statement of Accounts for the year ended March 31, 2021)

<i>Particulars</i>	<i>Rs.</i>
Total Income	15,93,10,840
Net Profit after Taxation	4,09,95,610
Paid-up Share Capital	3,73,12,080
Reserves & Surplus	25,39,72,784

4. Export Performance and Net Foreign Exchange Collaborations: The Company's products are not exported. The Company has no foreign exchange collaborations.
5. Foreign Investments or Collaborators: Not applicable.

Information about the Appointee:

1. Background Details:

Mr. Mikhail Innani has completed his Masters in Management of Information Systems from Carnegie Mellon University. He joined as the 6th employee and headed product at CouponDunia. This became the no.1 coupons site in India and was acquired by Times Internet in May 2014. He co-founded PharmEasy, a series C funded startup delivering affordable healthcare to people's doorstep at the tap of a button. Prior to joining Apollo



Finvest (India) Limited, he led growth and consumer products at Hotstar, India's largest OTT platform.

2. Past Remuneration:

As approved by Shareholder at their Annual General Meeting held on September 26, 2019, not exceeding Rs.5,00,000 per month.

3. Job profile and his suitability:

Mr. Mikhil Innani, has been appointed as the Managing Director & CEO of the Company. He will be in charge of overall management subject to directions, supervision and control of the Board of the Directors of the Company. His sincere efforts and dedication has been a major source for the growth of the Company.

Taking into consideration his qualifications and expertise in the relevant fields, he is suited for the responsibilities assigned to him by the Board of Directors.

4. Remuneration proposed:

Remuneration is as per recommendations of the Nomination & Remuneration Committee and same has been given in detail in the proposed resolution.

5. Comparative Remuneration profile with respect to industry, size of the Company, profile of the position and person:

Considering the size of Company, the profile of Mr. Mikhil Innani, the responsibilities shouldered by him and the industry benchmarks, the remuneration proposed to be paid to him is commensurate with the remuneration packages paid to similar appointees in other companies.

6. Pecuniary relationship directly or indirectly with the Company or relationship with the managerial personnel:

Besides the remuneration proposed to be paid to Mr. Mikhil Innani, he does not have any other pecuniary relationship with the Company or relationships with any other managerial personnel and Directors except with Ms. Diksha Nangia who is wife of Mr. Mikhil Innani.

Other Information:

1. Reasons of loss or inadequate profits: Not Applicable
2. Steps taken or proposed to be taken for improvement and expected increase in productivity and profits in measurable terms: Not Applicable

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3. Expected increase in productivity and profits in measurable terms: Not Applicable

Disclosures:

Necessary disclosures have been made in the Director's Report under the heading Corporate Governance included in the Corporate Governance.

The Board, accordingly, recommends the resolution of Item No. 4 of the Notice for the approval of the members.

By Order of the Board of Directors,
Apollo Finvest (India) Limited

Sd/-
Mikhil Innani
Managing Director
DIN: 02710749

Sd/-
Diksha Nangia
Director & CFO
DIN: 07380935

Date: August 24, 2021
Place: Mumbai