

22ND January, 2024

The Manager
Listing Department,
BSE Limited,
PJ Towers, Dalal Street,
Mumbai - 400 001.

Ref: Scrip code; 512634

Dear Sir/Madam,

Sub: Intimation under Regulation 30 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 - Postal Ballot seeking consent of the shareholders of the Company.

In terms of Regulation 30 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, we enclose the postal ballot notice sent to the shareholders of the Company, seeking their consent for approving the following business;

1. Appointment of Director of Mrs. Priyamvada Allareddy (DIN: 02412022) as an Additional Director, Whole Time Director on the Board of the Company.
2. Change in designation of Mrs A. Nina Reddy (DIN: 00144797) from Whole Time Director to Managing Director (KMP) of the Company.
3. Revision in the remuneration of Mr A. Tarun Reddy (DIN: 01521977) Executive Director.

Thanking you,

Yours faithfully
For **Savera Industries Limited**

R. Siddharth
(Company Secretary)



SAVERA INDUSTRIES LIMITED

Regd office : No.146 Dr.Radhakrishnan Road, Chennai 600 004

CIN : L5510TN1968PLC005768

Email: cs@saverahotel.com; Website: www.saverahotel.com

NOTICE OF POSTAL BALLOT (“NOTICE”)

Pursuant to Section 110 of the Companies Act, 2013 read with rule 22 of the Companies (Management and Administration) Rules, 2014.

To

The Members of Savera Industries Limited (“the Company”)

NOTICE is hereby given pursuant to Sections 108 & 110 of the Companies Act, 2013, as amended (“the Act”) read with Rule 20 & 22 of the Companies (Management and Administration) Rules, 2014, (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) (“the Rules”), Secretarial Standard on General Meetings (SS-2) issued by The Institute of Company Secretaries of India to the extent applicable and guidelines prescribed by the Ministry of Corporate Affairs (“MCA”), Government of India, conducting postal ballot process through electronic voting (remote e-voting) vide General Circular Nos. 09/2023 dated September 25, 2023, 11/2022 dated December 28, 2022, 03/2022 dated May 5, 2022, (In continuation of circular numbers 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 22/2020 dated June 15, 2020, and 33/2020 dated September 28, 2020, 39/2020 dated December 31, 2020, 10/2021 dated June 23, 2021 20/2021 dated December 08, 2021 and other relevant circulars and notifications issued by the Ministry of Corporate Affairs (hereinafter collectively referred to as ‘**the MCA Circulars**’) (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), Circular No. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 (in continuation of Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020) issued under Regulation 101 (“**SEBI Circulars**”), Regulation 44 and other applicable regulations of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“**Listing Regulations**”) and pursuant to other applicable laws and regulations, read with the equity listing agreement executed with the stockexchange on which the equity shares of the Company is listed, the Company seeks approval of members by way of Special Resolution via postal ballot **only by voting through electronic means (e-voting)** for the following items:

The explanatory statement pursuant to sections 102 & 110 of the Companies Act, 2013, relating to the said Special Resolutions setting out material facts is annexed for your consideration.



In compliance with the provisions of Sections 108, 110 and other applicable provisions of the Act read with (i) Rule 20 and Rule 22 of the Rules, as amended; (ii) Regulation 44 of the Listing Regulations; and (iii) MCA Circulars, the Company provides remote e-voting facility to its members, to enable them to cast their votes electronically. The instructions for re-mote e-voting are appended to this Postal Ballot Notice.

The Board of Directors have appointed Mr. M. Francis (FCS No: 10705, COP: 14967) of M/s. M. Francis & Associates (Practicing Company Secretaries), Chennai to act as the Scrutinizer for conducting the postal ballot process in a fair and transparent manner.

The remote e-voting period commences at **9.00 a.m. (IST)** onwards on **Tuesday January 23rd, 2024**, till **5.00 p.m. (IST)** on **Wednesday, February, 21st 2024**. In the event the resolutions as set out in the notice are assented to by the requisite majority by means of e-voting, they shall be deemed to have been passed on the last date specified for e-voting i.e **Wednesday, February, 21st 2024**.

Members are requested to carefully read the instructions in this Notice of Postal Ballot and record their assent (FOR) or dissent (AGAINST) through the remote e-voting process on or before the Ending date. The remote e-voting will be blocked by CDSL immediately after the Ending date and voting beyond the Ending date will not be accepted.

The Scrutinizer will submit his report to the Director authorized by the Board upon completion of the scrutiny of the votes cast through postal ballot only by remote e-voting. The results of the Postal Ballot conducted through the remote e-voting process along with the Scrutinizer's Report will be announced by the authorized Director on or before **05.00 p.m. (IST) Friday February 23rd 2024** at the registered office of the Company. Simultaneously the said results along with the Scrutinizer's Report would be disclosed to the BSE Ltd, where the Equity Shares of the Company are listed and / or permitted for trading. Additionally, the results along with the Scrutinizer's Report will be uploaded on the Company's website www.saverahotel.com, the website of the Stock exchanges at www.bseindia.com and on the website of Central Depository Services (India) Limited ("CDSL") www.cdslindia.com.



SPECIAL BUSINESS:

ITEM NO. 1 : APPOINTMENT OF MRS.PRIYAMVADA ALLAREDDY (DIN 02412022) AS A WHOLE TIME DIRECTOR.

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

“RESOLVED THAT the approval of the Company be and is hereby accorded to Mrs. Priyamvada Allareddy (DIN: 02412022) as an additional director (Whole Time Director) on the recommendation of nomination and remuneration committee and the board, for a period of 5 years with effect from 16th January 2024 to 15th January 2029 pursuant to the provisions of section 161 of the Companies Act, 2013, and the Articles of Association of the company and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, in respect of whom the company has received a notice from the member of the company proposing her candidature as an Additional Director (whole time director) of the Company whose period of office will be liable to determination by retirement of director by rotation.”

“RESOLVED FURTHER THAT pursuant to the provisions of sections 196 197 and 198 read with Schedule V and other applicable provisions if any, of the Companies Act, 2013, the Companies (Amendment) Act, 2017, the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 including any statutory modifications or re-enactment thereof or any amendment thereto and on the recommendation of Nomination and Remuneration Committee and the Board, the approval of the company be and is hereby accorded to the payment of the remuneration of the sum not exceeding Rs.75 lakhs (Rupees Seventy Five lakhs only) per financial year when the company has no profits or its profits are inadequate to Mrs. Priyamvada Allareddy, Whole Time Director for a period of three years with effect from 16th January, 2024 to 15th January, 2027 with the liberty to the Board of Directors to alter or vary the terms and conditions of such remuneration, in such a manner as may be agreed between the company and Mrs. Priyamvada Allareddy, Whole Time Director.”

“RESOLVED FURTHER THAT the Board of Directors be and is hereby authorised to take such steps as the Board may consider necessary or expedient to give effect to this Resolution”.



ITEM NO. 2 : CHANGE IN DESIGNATION OF MRS.A.NINA REDDY, (DIN 00144797) WHOLE TIME DIRECTOR TO MANAGING DIRECTOR (KMP) AND FIXATION OF REMUNERATION.

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

"RESOLVED THAT pursuant to provisions of section 196 197 and 198 of the Companies Act, 2013, and the rules framed thereunder, read together with Schedule V and other applicable provisions of the Act and on the recommendation of Nomination and Remuneration Committee and the Board, the approval of the Company be and is hereby accorded for the change in designation of Mrs.A.Nina Reddy (DIN:00144797) as Managing Director (KMP) of the company for a period of 5 years with effect from 16th January, 2024 to 15th January, 2029 not liable to retire by rotation."

"RESOLVED FURTHER THAT pursuant to the provisions of section 196 197 and 198 read with Schedule V and other applicable provisions if any, of the Companies Act,2013, the Companies (Amendment) Act, 2017, the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 including any statutory modifications or re-enactment thereof or any amendment thereto and on the recommendation of Nomination and Remuneration Committee and the Board, the approval of the company be and is hereby accorded to the payment of the remuneration of the sum not exceeding Rs.90 lakhs (Rupees ninety lakhs only) per financial year when the company has no profits or its profits are inadequate to Mrs. A.Nina Reddy, Managing Director (KMP) for a period. of three years with effect from 16thJanuary, 2024 to 15thJanuary, 2027 with the liberty to the Board of Directors to alter or vary the terms and conditions of such remuneration, in such a manner as may be agreed between the company and Mrs. A. Nina Reddy."

"RESOLVED FURTHER THAT the Board of Directors be and is hereby authorised to take such steps as the Board may consider necessary or expedient to give effect to this Resolution".



ITEM NO. 3 : To revise the remuneration of Mr.A.Tarun Reddy, Executive Director (DIN 01521977)

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

“RESOLVED THAT in partial modification to the special resolution passed by the shareholders at their meeting held on 15.9.2023 for fixation of remuneration of the sum not exceeding Rs.75 lakhs per financial year to Mr.A.Tarun Reddy, Executive Director (DIN: 01521977) of the company for a period of 3 years with effect from 01st October 2023 to 30th September 2026, pursuant to the provisions of sections 197 and 198 read with Schedule V and other applicable provisions if any, of the Companies Act, 2013, the Companies (Amendment) Act, 2017, the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, including any statutory modifications or re-enactment thereof or any amendment thereto and on the recommendation of Nomination and Remuneration Committee and the Board, the approval of the company be and is hereby accorded to revise the payment of the remuneration of the sum not exceeding Rs.90 lakhs (Rupees ninety lakhs only) per financial year when the company has no profits or its profits are inadequate to Mr. A.Tarun Reddy, Executive Director for a period of 3 years with effect from 16th January 2024 to 15th January 2027 with the liberty to the Board of Directors to alter or vary the terms and conditions of such remuneration, in such a manner as may be agreed between the company and Mr. A. Tarun Reddy.”

By Order of the Board
For Savera Industries Limited

Place : Chennai
Date : 16.01.2024.

Sd/-
R Siddharth
Company Secretary



NOTES :

1. The details of dispatch of Postal Ballot Notice to the members shall be published in at least one (1) English and one (1) Vernacular language newspaper circulating in Chennai, Tamil Nadu, The said Postal Ballot Notice is also available on the website of the Company “www.saverahotel.com”, the website of the Stock Exchanges i.e., BSE Limited at www.bseindia.com and on the website of CDSL www.cdslindia.com (Website of e- voting facilitator).
2. In accordance with the MCA circulars, the Postal Ballot Notice is being sent only in electronic form to members whose names appear on the Register of Members/List of Beneficial Owners as on **Thursday, January, 18, 2024**, (Cut-off date) as received from the National Securities Depository Limited (‘NSDL’) and Central Depository Services (India) Limited (‘CDSL’) (Collectively referred as “**Depositories**”) and who have registered their e-mail addresses with the Company/Registrar & Share Transfer Agent/Depositories. Physical copies of the Postal Ballot Notice along with Postal Ballot forms and pre-paid business reply envelopes are **not** being sent to Members for this Postal Ballot in line with the exemption provided in the MCA circulars.
3. Any person who is not a member as on the Cut-off Date should treat this Postal Ballot Notice for information purposes only. The Postal Ballot Notice is sent electronically to all the shareholders who have registered their email addresses with the Company /Depositories/ the Registrar and Share Transfer Agent (“RTA”), M/s. Cameo Corporate Services Limited. Members can temporarily update their email address and mobile number with Company’s RTA- Cameo Corporate Services Limited by visiting their website at www.cameoindia.com.
4. For permanent updation of email / Mobile / KYC details, members holding shares in physical mode may submit the details in Form ISR-1 to our RTA as per SEBI Circular dated November 3, 2021. Members holding shares in demat mode are requested to contact their Depository Participant (DP) for updation of KYC details in their demat accounts.
5. In compliance with the provisions of Section 108 and 110 of the Act read with Rules 20 and 22 of the Rules and Regulation 44 of the Listing Regulations and the MCA Circulars, the Company provides e-voting facility only for its members to enable them to cast their votes electronically. The Company has engaged the services of CDSL to provide e- voting facility to its members.
6. The members may note that communication of the assent or dissent of the Members on the resolution would take place through the remote e-voting system only.
7. The voting rights of members shall be in proportion to their shares in the paid-up equity share capital of the Company as on the Cut-off date i.e., **Thursday, January, 18, 2024**. Only those members whose name appear in the Register of Members provided by the Registrar and Share Transfer Agent of the Company (‘RTA’) / list of beneficial owners received from the Depositories as on the Cut-Off Date would be considered for the purpose of e-voting with respect to the business set out in this Notice.
8. A Member cannot exercise his/her vote through proxy on Postal Ballot



9. E-voting facility shall be available from **9.00 a.m. (IST)** onwards on **Tuesday January 23rd, 2024**, till **5.00 p.m. (IST)** on **Wednesday, February, 21st 2024**. Members are requested to read carefully the instructions given in the Notes forming part of this Notice.
10. If any of the members are holding shares in the same name or in the same order of names, under different folios, then members are requested to notify the same to the Registrar and Share Transfer Agent for consolidation of their shareholding into a singlefolio.
11. Corporate and Institutional members (companies, trusts, societies, etc.) are required to send a scanned copy (in pdf/jpg format) of the relevant board resolutions/appropriate authorisations to the Scrutinizer through e-mail at **francis.acs@csfrancisandassociates.com** with a copy marked to the company at **cs@saverahotel.com**.
12. Remote e-voting shall be disabled and voting shall not be allowed beyond 05:00 pm (IST) on **Wednesday, February 21st, 2024**. Members are requested to cast their votes on or before the said date and time in order to consider the votes as valid. Votes casted beyond the stipulated time period shall be considered invalid.
13. Once the vote on the resolutions is cast by the members, the members shall not be allowed to change it subsequently.
14. The Scrutinizer shall submit his report on or before **Friday, February 23rd 2024**, after completion of the scrutiny, to the Director authorized by the Board for such purpose and the results of the Postal Ballot conducted through remote e-voting will be declared on or before **5.00 p.m. (IST) Friday, February 23rd 2024** at the Company's Registered Office.
15. The declared results along with the Scrutinizer's Report will also be available on the website of the Company at **www.saverahotel.com** immediately after the declaration of result by the Company and the same shall be communicated to the stock exchanges where the equity shares of the Company are listed or permitted for trading viz. BSE Limited ('BSE') and be made available on the websites viz. **www.bseindia.com**. The agency, Central Depository Services (India) Limited ("CDSL") engaged by the Board for facilitating e-voting, will also display the results on its website at **www.cdslindia.com**.
16. The resolution, if approved by the requisite majority of members by means of Postal Ballot, shall be deemed to have been passed on the last date of voting, i.e. **Wednesday, February 21st 2024**,. Resolution passed by the members through Postal Ballot is deemed to have been passed as if the same has been passed at a General Meeting of the members.
17. The Statement of Material facts (Explanatory statement) pursuant to Section 102 and 110 of the Act read with Rule 22 of the Rules setting out material facts concerning **Item No. 1,2 & 3** of the Notice of Postal Ballot ("Notice") dated January 16th, 2024 is annexed hereto for your consideration and forms part of this notice.



18. Documents referred in the Notice of Postal Ballot and Explanatory Statement thereto, are open for inspection by members electronically till the last date for remote e-voting. Members seeking inspection may send an e-mail to cs@saverahotel.com mentioning their name, demat account number/folio number, email ID, mobile number.
19. Disclosures pertaining to the business set out in the Notice pursuant to Regulation 36 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modifications or re-enactment thereof for the time being in force and as amended from time to time) and Clause 1.2.5 of Secretarial Standards-2 issued by the Institute of Company Secretaries of India as revised from time to time are annexed to this Notice.
20. Contact details of the person responsible to address the queries/grievances connected with the e-voting by Postal Ballot:

The Company Secretary,
Savera Industries Limited
No.146, Dr.Radhakrishnan Road
Chennai 600 004.
Tel : 044- 28114700
Email : cs@saverahotel.com

Registrar and Share Transfer Agent:
Cameo Corporate Services Limited
Subramaniam Building”, No.1, Club House Road
Chennai 600 002
Tel : 044-28460390
Email : investor@cameoindia.com



THE INTRUCTIONS OF SHAREHOLDERS FOR REMOTE E-VOTING:

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

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

- (i) The voting period begins on **09.00 a.m (IST) on Tuesday, January 23rd, 2024 and concludes at 05.00 p.m (IST) on Wednesday February 21st, 2024**. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date **i.e. January 18, 2024** may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) Pursuant to SEBI Circular No. **SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020**, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

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

In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-voting to **all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants**. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-voting process.

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

- (iii) In terms of **SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020** on e-Voting facility provided by Listed Companies, Individual shareholders holding



securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Pursuant to abovesaid SEBI Circular, Login method for e-Voting for **Individual shareholders holding securities in Demat mode CDSL/NSDL** is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL Depository	<p>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.</p> <p>2) After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers i.e. CDSL/NSDL/KARVY/LINKINTIME, so that the user can visit the e-Voting service providers' website directly.</p> <p>3) If the user is not registered for Easi/Easiest, option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration.</p> <p>4) Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page or click on https://evoting.cdslindia.com/Evoting/EvotingLogin The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where</p>



the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.

Individual Shareholders holding securities in demat mode with **NSDL Depository**

1) If you are already registered for NSDL IDeAS facility, please visit the e-Services website of NSDL. Open web browser by typing the following URL: <https://eservices.nsdl.com> either on a Personal Computer or on a mobile. Once the home page of e-Services is launched, click on the “Beneficial Owner” icon under “Login” which is available under ‘IDeAS’ section. A new screen will open. You will have to enter your User ID and Password. After successful authentication, you will be able to see e-Voting services. Click on “Access to e-Voting” under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider name and you will be 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.

2) If the user is not registered for IDeAS e-Services, option to register is available at <https://eservices.nsdl.com>. Select “Register Online for IDeAS “Portal or click at <https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp>

3) Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting



<p>Individual Shareholders (holding securities in demat mode) login through their Depository Participants (DP)</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>
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Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

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

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

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

- (iv) Login method for Remote e-Voting for **Physical shareholders and shareholders other than individual holding in Demat form.**
- 1) The shareholders should log on to the e-voting website www.evotingindia.com.
 - 2) Click on “Shareholders” module.
 - 3) Now enter your User ID



- a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
- 4) Next enter the Image Verification as displayed and Click on Login.
- 5) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-voting of any company, then your existing password is to be used.
- 6) If you are a first-time user follow the steps given below:

	For Physical shareholders and other than individual shareholders holding shares in Demat.
PAN	<p>Enter your 10digit 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.

- (v) After entering these details appropriately, click on "SUBMIT" tab.
- (vi) 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.

- (vii) For shareholders holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.
- (viii) Click on the EVSN for the relevant <Company Name> on which you choose to vote.
- (ix) 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.

- (x) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.

- (xi) 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.

- (xii) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.

- (xiii) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.

- (xiv) 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.

- (xv) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.

- (xvi) **Additional Facility for Non – Individual Shareholders and Custodians –For Remote Voting only.**
 - Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the “Corporates” module.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.



- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
- It is Mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
- Alternatively Non Individual shareholders are required mandatory to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz; cs@saverahotel.com (designated email address by company) , if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.

1. For Physical shareholders- please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to **Company/RTA email id**.
2. For Demat shareholders -, Please update your email id & mobile no. with your respective Depository Participant (DP)
3. For Individual Demat shareholders – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

If you have any queries or issues regarding e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact toll free no. 1800 22 55 33

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



STATEMENT TO BE ANNEXED TO THE NOTICE
Pursuant to Section 102 of the Companies Act, 2013.

ITEM NO.1: APPOINTMENT OF MRS. PRIYAMVADA ALLAREDDY (DIN 02412022) AS A WHOLE TIME DIRECTOR.

The Nomination and Remuneration Committee has selected the profile of Mrs. Priyamvada Allareddy (DIN No.02412022) which was placed before the Board for its recommendation to members of the Company for appointment as Additional Director (Whole Time Director) of the Company. Mrs. Priyamvada Allareddy, aged about 63 and holds a MA in Anthropology from University of Madras. She is having good experience in the hotel industry.

Further, (i) the consent in writing to act as a director in Form DIR-2 pursuant to Rule 8 of Companies (Appointment & Qualifications of Directors) Rules, 2014, (ii) intimation in FORM DIR-8 in terms of companies (Appointment & Qualification of Directors) Rules, 2014, to the effect that he / she is not disqualified under sub-section (2) of Section 164 of the Companies Act, 2013 and (iii) a declaration to the effect that she meets the criteria of independence as provided in sub-section (6) of Section 149 of the Companies Act, 2013 received from Mrs. Priyamvada Allareddy are placed before the Board.

The Board of Directors of the company, after reviewing the provisions of the Act, is of the opinion that Mrs. Priyamvada Allareddy fulfills the conditions specified in the Act and the Rules made thereunder to be eligible to be appointed as Whole Time Director pursuant to the provisions of section 161 of the Act.

The Companies (Amendment) Act, 2017 brought changes in the provisions of Section 197 and schedule V of the Companies Act, 2013 relating to Appointment and Remuneration of Managerial Personnel by removing the requirement of Central Government approval for payment in excess of 11% of net profits of the company and also increased limits of yearly managerial remuneration in case of no profit or inadequate profit. The companies Amendment Act, 2017 replaces the Central Government approval with the requirement of obtaining shareholders' approval through a special resolution.

Further, as per Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 and SS-2 the additional information as required under the Schedule V of the Companies Act, 2013 is annexed to this report.

Approval of the shareholders is therefore being sought on the recommendation of nomination and remuneration committee and the board held on 16th January 2024 for appointment of Mrs. Priyamvada Allareddy as Whole Time Director of the company for a period of 5 years with remuneration as per the terms and conditions as specified in the resolution.

The terms of appointment and remuneration as set out in the Resolution are in accordance with the applicable provisions of Companies Act, 2013 read with Schedule V of the Companies Act, 2013 and SEBI (LODR) Regulations, 2015.



Mrs.Priyamvada Allareddy is holding 6,87,600 equity shares in the company.

The Board recommends the Special Resolution at Item No. 1 for approval by the Members.

Except Mrs.Priyamvada Allareddy and Mr.A.Tarun Reddy, none of the Directors or Key Managerial Personnel of the Company or their relatives are concerned or interested, financially or otherwise in the resolution set out at Item No.1 of the Notice.

ITEM NO.2:CHANGE IN DESIGNATION OF MRS.A.NINA REDDY, (DIN 00144797) WHOLE TIME DIRECTOR TO MANAGING DIRECTOR (KMP) AND FIXATION OF REMUNERATION.

On account of sudden demise of Mr.A.Ravikumar Reddy, Managing Director, the Managing Director and KMP positions are vacant and it is necessary to fill the MD and KMP Position within the stipulated period. On the recommendation of Nomination and Remuneration Committee at its meeting held on 16.01.2024, it is proposed by the Board of Directors to recommend to the members that Mrs.A.Nina Reddy, Whole Time Director's designation is to be changed as Managing Director from Whole Time Director and as KMP as per the Companies Act, 2013 for a period of five years with effect from 16.01.2024 to 15.01.2029. The terms of appointment are in conformity with the Companies Act 2013.

Mrs. A.Nina Reddy, aged about 63 years, has qualifications such as BA., DID., DCI & HK and particularly specialization in Interior Decoration and House Keeping. She is the present Joint Managing Director of the Company and devoted herself in the day to-day affairs of the company. She has been on the Board of Savera Industries Limited since January 1999.

Mrs..A.Nina Reddy is a Chairman of Corporate Social Responsibility Committee, Share Transfer Committee, Internal Complaints Committee and Investment Committee.

Mrs.A.Nina Reddy is holding 2096742 equity shares in the company.

The Companies (Amendment) Act, 2017 brought changes in the provisions of Section 197 and schedule V of the Companies Act, 2013 relating to Appointment and Remuneration of Managerial Personnel by removing the requirement of Central Government approval for payment in excess of 11% of net profits of the company and also increased limits of yearly managerial remuneration in case of no profit or inadequate profit. The companies Amendment Act, 2017 replaces the Central Government approval with the requirement of obtaining shareholders' approval through a special resolution.

Further, as per Regulation 36(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 and SS-2 the additional information as required under the Schedule V of the Companies Act, 2013 is annexed to this report.



Approval of the shareholders is therefore being sought on the recommendation of nomination and remuneration committee and the board held on 16th January 2024 for change in designation of Mrs. A. Nina Reddy as Managing Director (KMP) of the company for a period of 5 years with remuneration as per the terms and conditions as specified in the resolution.

The terms of appointment and remuneration as set out in the Resolution are in accordance with the applicable provisions of Companies Act, 2013 read with Schedule V of the Companies Act, 2013 and SEBI (LODR) Regulations, 2015.

The Board recommends the Special Resolution at Item No. 2 for approval by the Members.

Except Mrs.A.Nina Reddy and Mrs.A.Nivruti, none of the Directors or Key Managerial Personnel of the Company or their relatives are concerned or interested, financially or otherwise in the resolution set out at Item No.2 of the Notice.

ITEM NO. 3 : To revise the remuneration of Mr.A.Tarun Reddy, Executive Director (DIN 01521977)

Mr.A.Tarun Reddy was appointed as an Executive Director at the Board of Directors by the Shareholders at 53rd Annual General Meeting held on 12th September, 2022, as Executive Director for five years in accordance with the provisions of section 197 and 198 read with Schedule V and other applicable provisions if any, of the Companies Act, 2013, the Companies (Amendment) Act, 2017, the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, including any statutory modifications or re-enactment thereof with a remuneration of Rs.60 lakhs per financial year for three years and subsequently his remuneration was revised from Rs.60 lakhs to Rs.75 lakhs at the 54th AGM held on 15.9.2023.. It is proposed by the Board of Directors of the company at their meeting held on 16.1.2024 on the recommendation of Nomination and Remuneration committee to revise the remuneration of Mr.A.Tarun Reddy considering his rich experience and services of Mr.A.Tarun Reddy for the betterment of the business from Rs.75 lakhs to Rs.90 lakhs per financial year for a period of three years with effect from 16.01.2024 to 15.01.2027.

The Board recommends the Special Resolution at Item No. 3 for approval by the Members.

Except Mr.A.Tarun Reddy and Mrs Priyamvada Allareddy none of the other Directors or Key Managerial Personnel of the Company or their relatives are concerned or interested, financially or otherwise in the resolution set out at Item No. 3 of the Notice.

ANNEXURE TO ITEM NO.1 2 & 3 OF EXPLANATORY STATEMENT
 ADDITIONAL INFORMATION AS REQUIRED UNDER THE SCHEDULE V OF THE COMPANIES ACT 2013



Particulars	Mrs.Priyamvada Allareddy	Mrs.A.Nina Reddy	Mr.A.Tarun Reddy
	ITEM NO.1	ITEM NO.2	ITEM NO.3
I - GENERAL INFORMATION			
-- Nature of Industry	Hoteliering	Hoteliering	Hoteliering
-- Date of Commencement	17.11.1969	17.11.1969	17.11.1969
-- Date of commencement of activity, in case of new business	Not Applicable	Not Applicable	Not Applicable
-- Financial performance based on given indicators	Annexure 'A'	Annexure 'A'	Annexure 'A'
-- Foreign investments or collaboration if any	NIL	NIL	NIL
II - INFORMATION ABOUT THE APPOINTEE			
-- Background Details	Mrs. Priyamvada Allareddy is a MA Post Graduate from University of Madras and has rich experience as Director in hotel industry. She is aged about 63 years. She will devote herself in the day to day affairs of the company. She was recently inducted in the Board of the Company.	Mrs. A. Nina Reddy is Bacherlor in Arts. Besides, she has qualifications viz., D.I.D. D.C.I and H.K. She is specialized in Interior decoration and House Keeping. She has been in the hotel industry for more than 23 years. She has been on the Board of Savera Industries Limited since January 1999.	Mr.A.Tarun Reddy is a qualified Engineer with an experience of 19 years in hotel industry. He is aged about 38 years. He will be devoting himself in the day to day affairs of the company. He has been on the Board of Savera Industries Limited since January, 2004.
-- Past Remuneration	2022-23 N.A. 2021-22 N.A. 2020-21 N.A.	2022-23 Rs.90.00 lakhs 2021-22 Rs.90.00 lakhs 2020-21 Rs.41.85 lakhs	2022-23 Rs 60 lakhs 2021-22 nil 2020-21 nil
-- Recognition of awards	Nil	(a) The Hindu Entrepreneur award (b) Indywood Business Excellence Award.	Nil
-- Job Profile and suitability	Mrs. Priyamvada Allareddy will be entrusted with roles and responsibilities relating to managing the day to day affairs of the company. She is energetic director with her knowledge and experience, she will take the hotel to a greater height in coming years thus suitable to the position of Whole Time Director.	Mrs. A. Nina Reddy is entrusted with roles and responsibilities relating to operations of the company. She has been on the Board of the company since January, 1999. She is innovative, creative and energetic director. With her knowledge and experience, she took the hotel to a greater height over a period of eighteen years thus suitable to the position of Managing Director	Mr. A. Tarun Reddy is entrusted with roles and responsibilities relating to managing the entire affairs of the company. He has been on the Board of the company since January, 2004. He is a youngster and energetic director. With his knowledge and experience, he will take the company to a greater height in coming years
-- Remuneration proposed	Rs.75 lakhs per year	Rs.90 lakhs per year	Rs.90 lakhs per year
-- Comparative remuneration profile with respect to industry, size of the company, profile of the position and person	Taking into account the size of the company, knowledge, profile, skills and responsibilities of the Directors, the remuneration proposed to be paid is commensurate with the remuneration packages paid to their similar counterparts in other companies	Taking into account the size of the company, knowledge, profile, skills and responsibilities of the Directors, the remuneration proposed to be paid is commensurate with the remuneration packages paid to their similar counterparts in other companies	Taking into account the size of the company, knowledge, profile, skills and responsibilities of the Directors, the remuneration proposed to be paid is commensurate with the remuneration packages paid to their similar counterparts in other companies.

Precuniary relationship directly or indirectly with the Company or relationship with the managerial personnel, if any,	Besides the remuneration proposed she does not have any other pecuniary relationship with the company except that she is the mother of Mr. A. Tarun Reddy, who is also one of the directors of the company.	Besides the remuneration she does not have any other pecuniary relationship with the company except that she is the mother of Mrs. A. Nivruti who is the Director of the company.	Besides the remuneration proposed, he does not have any other pecuniary relationship with the company except that he is the son of Mrs. Priyamvada Allareddy who is the Directors of the company.
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III - OTHER INFORMATION

--Reasons of loss or inadequate profits:	In view of lockdown on account of Covid19 pandemic, as per the Central and State Government's order, the hotel's operations were stopped except rendering services to the guests who held up in the hotel. This had impacted the revenue and profitability of the company in earlier years. For the financial year 2023-24 the company not forecasting any fall in its revenue and profit as compared to previous years
--Steps taken or proposed to be taken for improvement	The company has already taken various methods to over come the pandemic situation
-- Expected increase in productivity and profits in measurable terms	The gradual normalcy is restored and the company is expected to achieve reasonable turnover and profits.
IV OTHER DISCLOSURES	The information and disclosures of the remuneration paid to the managerial personnel have been mentioned in the corporate governance report which forms part of the Annual Report.

ANNEXURE - A to the Point No.1, 2 & 3 of the Explanatory Statement

(Rs.in lakhs)

PARTICULARS	2022-23	2021-22	2020-21
REVENUE FROM OPERATION	6146.16	3194.66	1962.37
TOTAL INCOME	6287.98	3299.07	2076.69
PROFIT BEFORE TAX	1540.94	-70.04	-453.77
PROFIT AFTER TAX	1247.12	-80.28	-409.8
NETWORTH	4465.67	4436.47	4466.58
Dividend Equity paid on Equity Share	30%	NIL	NIL

- Revaluation reserve to be deducted

Annexure to Item No.1 & 2
DETAILS OF DIRECTOR SEEKING APPOINTMENT / RE-APPOINTMENT / CHANGE IN DESIGNATION AS REQUIRED
UNDER REGULATION 36 (3) OF SEBI (LODR) REGULATION,2015.

Name	Mrs.Priyamvada Allareddy	Mrs.A.Nina Reddy
DIN	02412022	00144797
Father name	Mr.Thikavarappu Sivakumar Reddy	Mr. B.Seetharama Reddy
Qualification	MA in anthropology	BA., DID., DCI & HK and particularly specialization in Interior Decoration and House Keeping.
Age	63 years	63 years
Date of first appointment by Board	16.01.2024	01/01/1999
Expertise in specific functional area/brief particulars / experience	She is the Director in the M/s.Amaravathi Restaurants Pvt Ltd and having rich experience in hotel industry. She is appointed in the Board of the company on 16.1.2024	She is the present Joint Managing Director of the Company and devoted herself in the day to-day affairs of the company. She has been on the Board of Savera Industries Limited since January 1999.
In case of Independent Directors, the skills and capabilities for the role and the manner in which the proposed person meets such requirements.	N.A	N.A
Other Company Directorship / Chairmanship	(i) Amaravathi Restaurants Pvt Ltd (ii) Shyam Enterprises Pvt Ltd	(i) Amaravathi Restaurants Pvt Ltd. (ii) Ruchi Agro Products Pvt Ltd (iii) Shyam Enterprises Pvt Ltd (iv)Savera Anthurims Pvt Ltd
Memberships/ Chairmanship of Board & Committee	Nil	Chairmanship in; (i)Corporate Social Responsibility Committee, (ii)Share Transfer Committee, (iii)Internal Complaints Committee and (iv)Investment Committee
Remuneration last drawn (including sitting fee if any)	Nil	Rs.90,00,000/- per annum
Proposed Remuneration (except sitting fees and commission)	Rs.75,00,000/- per annum	Rs.90,00,000/- per annum
Number of Board Meeting Attended during previous year	0	5
Shareholding as on 31.12.2023	687600	2096742
Relationship with other Director/KMPs	Mother of Mr.A.Tarun Reddy, Executive Director of the company	Mother of Mrs.A.Nivruti Executive Director of the company

By Order of the Board
For Savera Industries Limited

Sd/-

R.Siddharth

Company Secretary

(Membership No.A38070)

Chennai – 600 004
16th January 2024