

Country Club Hospitality & Holidays Limited  
**Annual Report 2014 - 15**



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# Corporate Information

## Board of Directors

Shri Y. Rajeev Reddy	Chairman & Managing Director
Shri Y. Siddharth Reddy	Vice Chairman, Joint Managing Director & CEO
Shri Y. Varun Reddy	Vice Chairman, Joint Managing Director & COO
Shri D. Krishna Kumar Raju	Vice Chairman & Director
Smt Y. Manjula Reddy	Director
Shri D. Venkata Ratna Kishore	Director
Shri K. Satyanarayana Raju	Director
Shri Indukuri Venkata Subba Raju	Director
Shri Y. Subba Rao	Director
Shri Venkateswara Dontireddy Reddy	Director

**Company Secretary :** Smt V. Sreelatha

## Contacts

Registered Office  
'Amrutha Castle',  
5-9-16, Saifabad,  
Opp: Secretariat,  
Hyderabad - 500 063

Corporate Office  
Country Club Kool,  
#6-3-1219, 4<sup>th</sup> & 5<sup>th</sup> Floor,  
Begumpet, Hyderabad- 500016

Phone: +91 40 6684 8888  
Fax: +91 40 6684 3444  
Website: [www.countryclubindia.net](http://www.countryclubindia.net)

## Registrar and Share Transfer Agents

Aarthi Consultants Private Limited,  
1-2-285, Domalguda,  
Hyderabad - 500 029  
Phone: +91 40 2763 8111  
+91 40 2763 4445  
Fax: +91 40 2763 2184  
Website: [www.aarthiconsultants.com](http://www.aarthiconsultants.com)  
E-mail: [info@arthiconsultants.com](mailto:info@arthiconsultants.com)

## Auditor

M/s. P. Murali & Co.,  
Chartered Accountants,  
6-3-655/2/3, Somajiguda,  
Hyderabad – 500 082

## Bankers

Canara Bank  
Central Bank of India  
Union Bank of India  
Vijaya Bank  
Bank of India  
Oriental Bank of Commerce  
Saraswat Co-Operative Bank Limited  
Cosmos Co-Operative Bank Limited  
National Bank of Fujairah

## Listed on

**Equity :** Bombay Stock Exchange Limited, Mumbai  
National Stock Exchange of India Limited, Mumbai, w.e.f., 3rd February, 2015

**Book Closure Dates :** 23<sup>rd</sup> September, 2015 to 30<sup>th</sup> September, 2015 (Both days inclusive)

Country Club Hospitality & Holidays Limited  
(Formerly known as Country Club (India) Limited)  
CIN: L70102AP1991PLC012714

## Notice

**NOTICE** is hereby given that the 24<sup>th</sup> Annual General Meeting of the members of M/s. Country Club Hospitality & Holidays Limited (**Formerly known as Country Club (India) Limited**) will be held on Wednesday, the 30<sup>th</sup> day of September, 2015 at 11.00 A.M at Crown Villa Gardens, 150, Brigadier Sayeed Road, Opp. Gymkhana Grounds, Secunderabad - 500 003 to transact the following business:

### Ordinary Business:

1. To receive, consider and adopt the audited financial statements (including audited consolidated financial statements) of the Company for the financial year ended March 31, 2015 together with the reports of the Board of Directors and Auditors thereon.
2. To appoint a Director in place of Mr. Y. Varun Reddy (DIN: 01905757), Director who retires by rotation and being eligible offers himself for re-appointment.
3. To ratify the appointment of M/s. P. Murali & Co., Chartered Accountants, Hyderabad (Registration No. 007257S) as approved by Members at the Twenty Third Annual General Meeting as Statutory Auditors of the Company, to hold office till the conclusion of Twenty Fifth Annual General Meeting, at such remuneration, plus service tax as may be applicable and reimbursement of actual out of pocket expenses as may be incurred in the performance of their duties, as the Board of Directors may fix in this behalf."

### Special Business:

4. To re-appoint Sri Y. Siddharth Reddy (DIN: 00815456) as Vice-Chairman, JMD & CEO:  
  
To consider and if thought fit, to pass, with or without modification(s), the following resolution as a Special Resolution:  
  
**"RESOLVED THAT** pursuant to the provisions of Sections 196, 197, 198 and 203 read with Schedule V and all other applicable

provisions of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), approval of the Company be and is hereby accorded for the Re-appointment of Sri Y. Siddharth Reddy (DIN: 00815456), as Vice-Chairman, JMD & Chief Executive Officer of the Company for a further period of 5 (five) years with effect from 1<sup>st</sup> September, 2015 to 31<sup>st</sup> August, 2020 and at such remuneration perquisites and benefits for a period of three years from the date of re-appointment i.e upto 31<sup>st</sup> August, 2018 on the following terms and conditions and the details as set out in the explanatory statement annexed.

- A) Salary of Rs. 2,50,000/- (Rupees Two Lakhs Fifty Thousand Only) per month. This includes dearness allowance and all other allowances not otherwise specified herein.
- B) In addition, he shall be entitled to the following:
  - I. Perquisites as under not exceeding Rs.25,000/- per month:
    - a) Housing: Rent-free accommodation will be provided to him from whom 10% of his salary shall be recovered. In case no accommodation is provided by the Company, house rent allowance at 60% of the salary shall be paid. In addition, he shall be allowed free use of the Company owned furniture and other consumable durables, if required.
    - b) The expenditure incurred by him for gas, electricity, water and furnishings shall be reimbursed by the Company.
    - c) All medical expenses incurred by him shall be reimbursed.

- d) Leave travel concession for him will be allowed once in a year as may be decided by the Board.
  - e) Fees of Club shall be reimbursed subject to the maximum of two clubs; Admission Fees and Life Membership Fees.
  - f) Personal accident insurance – the premium of which shall not exceed Rs.10000/- per annum.
  - g) Contribution to the provident fund, superannuation fund, annuity fund to the extent the same are not taxable under the Income Tax Act.
  - h) Provision of Car with driver for use on Company's business and Mobile phone and Telephone at the residence.
  - i) Gratuity is payable at a rate not exceeding Half Month Salary for each completed year of Service.
  - j) Encashment of earned leave at the rate of 30 days per annum at the end of his tenure.
- II. Commission: He shall be paid performance based commission up to 5% (Five Percentage) (including salary and perquisites hereafter stated) of the net profits calculated in accordance with Section 198 of the Companies Act, 2013 for each financial year.

**RESOLVED FURTHER THAT** the above remuneration payable to Sri Y. Siddharth Reddy, (DIN: 00815456), as Vice-Chairman, JMD & Chief Executive Officer during the tenure of office shall be subject to the limits prescribed under Schedule V of the Companies Act, 2013.

**RESOLVED FURTHER THAT** the Board be and is hereby authorised to do all

such acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

5. To re-appoint Sri Y. Rajeev Reddy (DIN: 00115430) as Chairman & Managing Director:

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

**“RESOLVED THAT** in accordance with the provisions of Sections 196, 197, 198 and 203 read with Schedule V and all other applicable provisions of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), approval of the Company be and is hereby accorded to the Re-appointment of Sri Y. Rajeev Reddy (DIN: 00115430) as Chairman & Managing Director of the Company for a further period of 5 (five) years with effect from 1<sup>st</sup> April, 2016, to 31<sup>st</sup> March, 2021 and at such remuneration perquisites and benefits for a period of three years from the date of re-appointment i.e upto 31<sup>st</sup> March, 2019 on the following terms and conditions and the details as set out in the explanatory statement annexed.

- A) Salary of Rs. 3,00,000/- (Rupees Three Lakhs Only) per month. This includes dearness allowance and all other allowances not otherwise specified herein.
- B) In addition, he shall be entitled to the following:
- Brand ambassador fee: He shall be paid Rs. 4,00,000 (Rupees four lakhs only) per month for acting as a Brand Ambassador of the Company for the promotion of the memberships and products of the Company.

- Perquisites as under not exceeding Rs.50,000/- per month:

- Housing: Rent-free accommodation will be provided to him from whom 10% of his salary shall be recovered. In case no accommodation is provided by the Company, house rent allowance at 60% of the salary shall be paid. In addition, he shall be allowed free use of the Company owned furniture and other consumable durables, if required.
- The expenditure incurred by him for gas, electricity, water and furnishings shall be reimbursed by the Company.
- All medical expenses incurred by him shall be reimbursed.
- Leave travel concession for him will be allowed once in a year as may be decided by the Board.
- Fees of Club shall be reimbursed subject to the maximum of two clubs; Admission Fees and Life Membership Fees.
- Personal accident insurance – the premium of which shall not exceed Rs.10000/- per annum.
- Contribution to the provident fund, superannuation fund, annuity fund to the extent the same are not taxable under the Income Tax Act.
- Provision of Car with driver for use on Company's business and Mobile phone and Telephone at the residence.
- Gratuity is payable at a rate not exceeding Half Month Salary for each completed year of Service.

- Encashment of earned leave at the rate of 30 days per annum at the end of his tenure.

- II. Commission: He shall be paid performance based commission up to 5% (Five Percentage) (including salary and perquisites hereafter stated) of the net profits calculated in accordance with Section 198 of the Companies Act, 2013 for each financial year.

**Overall Remuneration:** The aggregate of the salary, Commission, perquisites and other emoluments in any financial year shall not exceed the limits prescribed from time to time under Sections 196, 197 and other applicable provisions of the Companies Act, 2013 read with Schedule V to the said Act, as may for the time being be in force.

**Revision in Remuneration:** The remuneration payable to Mr. Y. Rajeev Reddy, as Chairman & Managing Director shall be subject to revision, from time to time (annually and / or otherwise), by the Board of Directors of the Company at their discretion”.

**RESOLVED FURTHER THAT** the above remuneration payable to Sri Y. Rajeev Reddy, (DIN: 00115430), as Chairman and Managing Director during the tenure of office shall be subject to the limits prescribed under Schedule V of the Companies Act, 2013.

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

**For and on behalf of the Board of Directors  
For Country Club Hospitality & Holidays Limited**

**Y. Varun Reddy**  
Vice Chairman, JMD & COO  
DIN: 01905757

Place: Hyderabad  
Date: 13<sup>th</sup> August, 2015

## Notes:

1. An Explanatory Statement pursuant to Section 102 of the Companies Act, 2013 relating to the Special Business to be transacted at the Annual General Meeting (AGM) is annexed hereto.
2. **A MEMBER ENTITLED TO ATTEND AND VOTE IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON HIS / HER BEHALF AND THE PROXY NEED NOT BE A MEMBER OF THE COMPANY.** Pursuant to the provisions of Section 105 of the Companies Act, 2013, a person can act as a proxy on behalf of not more than fifty members and holding in aggregate not more than ten percent of the total Share Capital of the Company carrying voting rights. Members holding more than ten percent of the total Share Capital of the Company may appoint a single person as proxy, who shall not act as a proxy for any other Member. The instrument of Proxy, in order to be effective, should be deposited at the Corporate Office at Country Club Kool, #6-3-1219, 4<sup>th</sup> & 5<sup>th</sup> Floor, Begumpet, Hyderabad-500016, duly completed and signed, not later than 48 hours before the commencement of the meeting.
3. A Proxy Form is annexed to this Report. Members/Proxies should bring duly filled attendance slips sent herewith for attending the meeting along with the copies of Annual Reports to the Annual General Meeting. Pursuant to Section 113 of the Companies Act, 2013 Corporate Members intending to send their authorized representatives to attend the Meeting are requested to send a certified copy of the Board Resolution authorizing their representatives to attend and vote on their behalf at the AGM.
4. Pursuant to Section 101 and Section 136 of the Companies Act, 2013 read with relevant Rules made thereunder, Companies can serve Annual Reports and other communications through electronic mode to those Members who have registered their e-mail address either with the

Company or with the Depository Participant for communication purposes unless any member has requested for a hard copy of the same. For members who have not registered their email addresses with the Company, physical copies of the Annual Report are being sent by the permitted mode. Members who have received the Notice of AGM, Annual Report and Attendance Slip in electronic mode are requested to print the Attendance Slip and submit a duly filled in Attendance Slip at the registration counter to attend the AGM.

5. The Register of Members and Share Transfer Books of the Company will remain closed from Wednesday, 23<sup>rd</sup> September, 2015 to Wednesday, 30<sup>th</sup> September, 2015 (both days inclusive).
6. The amount which was lying in the Un-claimed Dividend Account of the Company for the FY 2006 – 2007 of Rs. 7,13,028 (Rupees Seven Lakhs Thirteen Thousand and Twenty Eight Only) has been transferred to Investor Education & Protection Fund Account (IEPF).
7. The due date for transfer of unpaid dividend amount to the Investor Education and Protection Fund (IEPF) of the Financial Year 2007 – 08 is 04<sup>th</sup> October, 2015, for Financial Year 2008 – 09 is 29<sup>th</sup> October, 2016, for the Financial Year 2009 – 10 is 29<sup>th</sup> October, 2017, for the Financial Year 2010 – 11 is 29<sup>th</sup> October, 2018, for the Financial Year 2011 – 12 is 28<sup>th</sup> October, 2019, for the Financial Year 2012 – 13 is 29<sup>th</sup> October, 2020 and for the Financial Year 2013 – 14 is 29<sup>th</sup> October, 2021 Further the details of the un-claimed dividend for the above said years are also placed on the Company's Website i.e. [www.countryclubindia.net](http://www.countryclubindia.net).
8. Pursuant to Section 108 of the Companies Act, 2013, read with the relevant Rules of the Act, as amended from time to time, the Company is pleased to provide the facility to Members to exercise their right to vote by electronic means. The Members, whose names appear in the Register of Members / list of Beneficial

Owners as on Tuesday, 22<sup>nd</sup> September, 2015, i.e. the date prior to the commencement of book closure date are entitled to vote on the Resolutions set forth in this Notice. Members who have acquired shares after the dispatch of the Annual Report and before the book closure may approach the NSDL/ RTA for issuance of the User ID and Password for exercising their right to vote by electronic means. The e-voting period will commence at 9.00 a.m. on Sunday, 27<sup>th</sup> September, 2015 and will end at 5.00 p.m. on Tuesday, 29<sup>th</sup> September, 2015. The Company has appointed Smt. Rashida Adenwala (Membership No. FCS 4020), Practising Company Secretary, Partner at R & A Associates, Company Secretaries to act as the Scrutinizer, for conducting the scrutiny of the votes cast in a fair and transparent manner. The Members desiring to vote through electronic mode may refer to the detailed procedure on e-voting given hereinafter.

9. Members who have not registered their e-mail addresses so far, are requested to register their e-mail address for receiving all communication including Annual Report, Notices, Circulars, etc. from the Company electronically.

### PROCEDURE FOR E-VOTING

- I. The Company has entered into an arrangement with National Securities Depository Limited (NSDL) for facilitating e-voting for AGM. The instructions for e-voting are as under:

#### (a) In case of Members receiving an e-mail from NSDL:

- a. Open your web browser during the voting period and log on to the e-voting website <https://www.evoting.nsdl.com>
- b. Click on "Shareholder-Login:
- c. Put user ID and Password noted in step (a) above as the initial password. Click login. If you are already

registered with NSDL for e-voting then you can use your existing User ID and Password for Login.

- d. If you are logging in for the first time, Password Change Menu appears. Change the Password of your choice with minimum 8 digits / characters or a combination thereof. Please note the new Password for all the future e-voting cycles offered on NSDL e-voting Platform. It is strongly recommended not to share your Password with any other person and take utmost care to keep your Password confidential.
- e. Home page of “e-voting” opens. Click on “e-voting”: Active Voting Cycles.
- f. Select “EVEN (E-Voting Event Number)” of **Country Club Hospitality & Holidays Limited**. For and EVEN, you can login any number of times on e-voting platform of NSDL till you have voted on the resolution during the voting period.
- g. Now you are ready for “e-voting” as “Cast Vote” Page opens.
- h. Cast your vote by selecting appropriate option and click “Submit” and also “Confirm” when prompted. Kindly note that vote once cast cannot be modified.
- i. Institutional members (i.e. members other than individuals, HUF, NRIs, etc.) are also required to send scanned copy (PDF/JPG format) of the relevant board resolution / authority letter, etc. together with the attested specimen signature(s) of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer through email at : `scrutinizer@countryclubmail.com` with a copy marked to `evoting@nsdl.co.in`.
- j. The e-voting period will commence at 9.00 a.m. on Sunday, 27<sup>th</sup> September,

2015 and will end at 5.00 p.m. on Tuesday, 29<sup>th</sup> September, 2015. During this period members, holding shares either in physical form or in dematerialized form, may cast their vote electronically. The e-voting module shall be disabled by NSDL thereafter. Please note that once the vote on a resolution has been cast, members cannot change it subsequently.

In case of any queries you may refer the Frequently Asked Questions (FAQs) for members and e-voting user manual for members available at the “downloads” section of <https://www.evoting.nsdl.com> or contact NSDL by email at `evoting@nsdl.co.in`

1. The results shall be declared on or after the AGM. The results along with the Scrutinizer's Report shall also be placed on the website of the Company.
2. 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 their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN to the Company / M/s. Aarthi Consultants Private Limited, (Unit: Country Club Hospitality & Holidays Limited).
3. The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Companies Act, 2013 and the Register of Contracts or Arrangements in which the Directors are interested under Section 189 of the Companies Act, 2013, will be available for inspection by the members at the AGM.
4. Members holding shares in physical form are requested to notify / send any change in their address to the Company's share transfer agents, M/s. Aarthi Consultants Private Limited, (Unit: Country Club Hospitality & Holidays Limited),

1-2-285, Domalguda, Hyderabad - 500 029, Telangana, or to the Company at its Registered Office with their Folio Number(s).

5. Members holding shares in dematerialised form are requested to notify/send any changes in their address to the concerned Depository Participant(s).
6. For convenience of the Members and proper conduct of the meeting, entry to the meeting venue will be regulated by Attendance Slip. Members are requested to sign at the place provided on the Attendance Slip and hand it over at the registration counter.
7. It may be noted that no claim will be entertained against the Company or the Investor Education and Protection Fund in respect of the said unclaimed dividend amount transferred to the fund.
8. Members who hold shares in dematerialized form are requested to write their client ID and DP ID. Those who hold shares in physical form are required to write their Folio Number in the Attendance slip for attending the meeting.
9. Members desiring any information relating to the accounts are requested to write to the Company well in advance so as to enable the management to keep the information ready.
10. In case of joint holders attending the Meeting, only such joint holders who are higher in the order of names will be entitled to vote.
11. Section 72 of the Companies Act, 2013 extends the nomination facility to individual shareholders of the Company. Therefore, the shareholders willing to avail this facility may make nomination in Form SH-13 for initial registration of nomination and Form SH-14 for cancellation and variation of nomination as per Companies Act, 2013 to the Company's R.T.A. This nomination form should be submitted at Registrar and Share Transfer Agent (R. T. A.) as per the address mentioned in the Corporate Governance Report.

Explanatory statement pursuant to section 102 (1) of the companies act, 2013:

Item No. 4:

Sri Y. Siddharth Reddy, was re-appointed as the Vice-Chairman, Joint Managing Director & CEO by the Members of the Company at the 19<sup>th</sup> Annual General Meeting held on 30<sup>th</sup> September, 2010 for a period of 5 years w.e.f 1<sup>st</sup> September, 2010 to 31<sup>st</sup> August, 2015.

He is the promoter director of the Company and he has been working with complete dedication, hard work and effective leadership.

The Board reviewed the performance achieved by the Company under his leadership and appreciated the same. Further in order to avail his uninterrupted services for the growth of the company, and upon the recommendations made by the Nomination and Remuneration Committee, the board has proposed to reappoint him as the Vice Chairman, Joint Managing Director and CEO of the Company for a further period of 5 years w.e.f 1<sup>st</sup> September, 2015 to 31<sup>st</sup> August, 2020 on the same terms and conditions as mentioned in the resolution in the board meeting held on 13th August, 2015.

Pursuant to section 196 of the Companies Act, 2013 re-appointment of the directors can be made upto a period of one year before expiry of his term.

The re-appointment of Sri Y. Siddharth Reddy, as Vice-Chairman, Joint Managing Director & CEO of the Company requires the approval of Members in General Meeting by way of Resolution pursuant to Section 196 of the Companies Act, 2013, Hence the Members approval is being sought for the said resolution

I. GENERAL INFORMATION :

1	Nature of industry	HOSPITALITY & HOLIDAYS		
2	Date or expected date of commencement of commercial production	Commercial Operations of the Company have started during the year 1991		
3	In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus	Not Applicable		
4	Financial performance based on given indicators	2014-15 (in lakhs)	2013-14 (in lakhs)	2012-13 (in lakhs)
	Income from Operations (Gross)	27,318.08	32,140.82	31,873.85
	Profit/Loss Before tax	(654.84)	1,175.96	3,043.15
	Profit /Loss after Tax	(1,129.18)	96.14	1681.75
5	Foreign investments or collaborations, if any	The Company has made investment in the following overseas subsidiaries:- 1. Country Club Babylon Resort Private Limited, Sri Lanka 2. Country Vacations International Limited, Dubai		



## II. INFORMATION ABOUT THE APPOINTEE :

### 1. Background Details :

Y. Siddharth Reddy is a natural leader and a thorough bred entrepreneur who stepped into a dream to achieve new levels of corporatism. He was only the 3<sup>rd</sup> person in his high schools 75 year old history to be appointed to four leadership positions simultaneously including the Deputy Head Boy. He then went on to become the youngest speaker ever to be invited to speak at various institutions including most at the business school at The University of Texas at Austin.

He worked with Merrill Lynch just before his senior year and refused 5 employment offers with companies like IBM, Intel, etc before he decided to move to India to work with his father. Siddharth joined Country Club Hospitality & Holidays Ltd in 2005 to transform Country Club Hospitality & Holidays Ltd to large size along with his father initially and later on with brother into the huge leisure giant it has become today.

### 2. Past remuneration :

He has been drawing the following remuneration:

Salary (including HRA)	Commission	Other	Total
30,00,000	2.5% of the Net Profits	NIL	30,00,000

### 3. Recognition or awards : Nil

### 4. Job profile and his suitability:

Mr. Y. Siddharth Reddy, Vice-Chairman, JMD & CEO has been taking care of Accounts, Finance, Cash Management System & Compliance Departments, Since his tenure as Joint Managing Director, he has steered the Company with total dedication, hard work and effective leadership into diversified activities.

### 5. Remuneration proposed:

The company is proposing to continue paying him with the existing remuneration what he is currently availing. The Company intends to pay the amount prescribed under Section II of Part II of Schedule V of the Companies Act, 2013 and hence it is proposed to pass the special resolutions in this regard.

### 6. Comparative remuneration profile with respect to industry, size of the company, profile of the position and person (in case of expatriates the relevant details would be with respect to the country of his origin):

The remuneration payable to appointee has been benchmarked with the remuneration being drawn by similar positions in Hospitality Industry and has been considered by the Nomination & Remuneration Committee of the Company at their meeting held on August 13, 2015.

### 7. Pecuniary relationship directly or indirectly with the company, or relationship with the managerial personnel, if any:

Sri Siddharth Reddy, has no pecuniary relationship directly or indirectly with the Company except to the extent of his remuneration and shareholdings in the Company.

## III. Other information:

### (1) Reasons of loss or inadequate profits:

As the Company's product is a discretionary Spend item, is sensitive to economic fluctuations. Company's Customers are middle class, which is more sensitive than relatively affluent customer.

### (2) Steps taken or proposed to be taken for improvement:

In tune with the changing trends the Company has expanded its products to the customers by introducing different schemes to meet the growing demands in the market and to reduce cost to achieve enhanced revenue and profitability.

### (3) Expected increase in productivity and profits in measurable terms:

Company is expected to increase turnover and profitability by 5 to 10%.

**Item No. 5 :**

Sri Y. Rajeev Reddy, was re-appointed as the Chairman & Managing Director by the Members of the Company at the 20<sup>th</sup> Annual General Meeting held on 30<sup>th</sup> September, 2011 for a period of 5 years w.e.f 1<sup>st</sup> April, 2011 to 31<sup>st</sup> March, 2016.

He is the promoter director of the Company and he has been working with complete dedication, hard work and effective leadership.

The Board reviewed the performance achieved by the Company under his leadership and appreciated the same. Further in order to avail his uninterrupted services for the growth of the company, and upon the recommendations made by the Nomination and Remuneration Committee, the board has proposed to reappoint him as the Chairman & Managing Director of the Company for a further period of 5 years w.e.f 1<sup>st</sup> April, 2016 to 31<sup>st</sup> March, 2021 on the same terms and conditions as mentioned in the resolution in the Board Meeting held on 13th August, 2015..

Pursuant to section 196 of the Companies Act, 2013 re-appointment of the directors can be made upto a period of one year before expiry of his term.

The re-appointment of Sri Y. Rajeev Reddy, as Chairman & Managing Director of the Company requires the approval of Members in General Meeting by way of Resolution pursuant to Section 196 of the Companies Act, 2013.

**I. GENERAL INFORMATION :**

1	Nature of industry	HOSPITALITY & HOLIDAYS		
2	Date or expected date of commencement of commercial production	Commercial Operations of the Company have started during the year 1991		
3	In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus	Not Applicable		
4	Financial performance based on given indicators	2014-15 (in lakhs)	2013-14 (in lakhs)	2012-13 (in lakhs)
	Income from Operations (Gross)	27,318.08	32,140.82	31,873.85
	Profit/Loss Before tax	(654.84)	1,175.96	3,043.15
	Profit /Loss after Tax	(1,129.18)	96.14	1681.75
5	Foreign investments or collaborations, if any	The Company has made investment in the following overseas subsidiaries:- 1. Country Club Babylon Resort Private Limited, Sri Lanka 2. Country Vacations International Limited, Dubai		

**II. INFORMATION ABOUT THE APPOINTEE :****1. Background details :**

Mr. Rajeev Reddy is the Founding Chairman & Managing Director of Country Club Hospitality & Holidays Ltd (CCHHL) - a Multicore Entertainment and leisure Infrastructure conglomerate.

His is the story of vision and hard work, a story typical of an entrepreneur. As a graduate in commerce he decided to endeavor into Real Estate and Construction when he was 21 years old. With minimum capital, Mr. Reddy started a real estate company with name of Amrutha Estates named after his mother in the year 1981. The first ambitious project he undertook was Ashiana, a residential complex consisting of 20 deluxe flats, in the capital city of Andhra Pradesh. Since then he has completed over 25 prestigious projects in Chennai and Hyderabad. Mr. Y. Rajeev Reddy has vast experience in the field of real estate, construction and the lesiure/hotel industry.