

**29<sup>th</sup> ANNUAL GENERAL MEETING OF  
SRI HAVISHA HOSPITALITY AND  
INFRASTRUCTURE LIMITED**

## **COMPANY INFORMATION**

<b>Board of Directors</b>	
Mr. Venkat Manohar Dontamsetti	Chairperson and Managing Director
Ms. Satya Pinjala	Whole Time/Executive Director
Mr. Dharmin Dontamsetti	Non-Independent Director
Ms. Deekshita Dontamsetti	Non-Independent, Non-Executive Woman Director
Ms. Annaiahsetty Bala Setty	Non-Independent, Non-Executive Director
Mr. Abhaya shankar	Independent Director
Mr. Binod Kumar Sinha	Independent Director
Mr. Vuppu Subrahmanyam	Independent Director
Prof. Prabhu Sydney Miranda	Independent Director
Mr. Polepeddi Sathyanarayana	Additional Independent Director

### **Chief Financial Officer**

**Mr. Chandrasekhara Prasad Chodavarapu**

Email: [fc@shrishakti.com](mailto:fc@shrishakti.com)

### **Company Secretary & Compliance Officer**

**CS Rahul Jain**

Email: [cs@shrishakti.com](mailto:cs@shrishakti.com)

### **Registered Office**

**Venus Plaza, 4<sup>th</sup> Floor, Begumpet, Hyderabad, Telangana- 500016**

Phone: 040-27902929 / Fax: 040-27908989

Email: [cs@shrishakti.com](mailto:cs@shrishakti.com)

Website: <http://www.shrishakti.com//>

### **Statutory Auditors**

**For M/s P. Suryanarayana & Co.**

Chartered Accountants

Firm Regn. No 009288S

H.No. 417/3RT, S.R. Nagar,

Hyderabad-500038

### **Secretarial Auditors:**

**Krishna Kumar & Associates**

Company Secretaries

H. No 2-2-1137/1/a, New Nallakunta

Hyderabad-500044, Telangana

Ph.9849064163

Email: [akkirajukrish@gmail.com](mailto:akkirajukrish@gmail.com)

## Board Committees

### AUDIT COMMITTEE

Name of Committee Members	Category
Abhaya Shankar	Non-Executive - Independent Director, Chairperson
Vuppu Subrahmanyam	Non-Executive - Independent Director, Member
Binod Kumar Sinha	Non-Executive - Independent Director, Member
Polepeddi Sathyanarayana	Non-Executive - Independent Director, Member
Dontamsetti Venkat Manohar	Executive Director, Member

### NOMINATION AND REMUNERATION COMMITTEE

Name of Committee Members	Category
Vuppu Subrahmanyam	Non-Executive - Independent Director, Chairperson
Binod Kumar Sinha	Non-Executive - Independent Director, Member
Abhaya Shankar	Non-Executive - Independent Director, Member
Dontamsetti Venkat Manohar	Executive Director, Member

### STAKEHOLDERS RELATIONSHIP COMMITTEE

Name of Committee Members	Category
Binod Kumar Sinha	Non-Executive - Independent Director, Chairperson
Vuppu Subrahmanyam	Non-Executive - Independent Director, Member
Abhaya Shankar	Non-Executive - Independent Director, Member
Dontamsetti Venkat Manohar	Executive Director, Member

### Shares Listed With

**Bombay Stock Exchange**  
Phiroze Jeejeebhoy Towers  
Dalal Street  
Mumbai- 400001  
Phones : 91-22-22721233  
Fax : 91-22-22721919

**National Stock Exchange of India Limited**  
Exchange Plaza, Plot No. C/1,  
G Block Bandra-Kurla Complex, Bandra (E),  
Mumbai-400051, Maharashtra, India.  
Tel no:(022) 26598100-14 / 66418100

### Registrar and Share Transfer Agents

**XL Softech Systems Limited**  
3, Sagar Society, Road No. 2, Banjara Hills,  
Hyderabad- 500034  
Phones: 23545913/14/15  
Email: [xlfield@gmail.com](mailto:xlfield@gmail.com)  
Website: [www.xlsoftech.com](http://www.xlsoftech.com)

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**Bankers**

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**Indian Bank**

Secunderabad Branch

Telangana

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**Contact Information for Investor's Grievances:**

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**CS Rahul Jain**

**Venus Plaza, 4<sup>th</sup> Floor, Begumpet, Hyderabad, Telangana- 500016**

Phone: 040-27902929 / Fax: 040-27908989

Email: [cs@shrishakti.com](mailto:cs@shrishakti.com)

Website: <http://www.shrishakti.com//>

## **MESSAGE OF THE CHAIRMAN**



### **Dear Shareholders,**

On my behalf and on behalf of the Board of Directors, I welcome you all to this 29th Annual General Meeting of Company.

I feel honored and privileged once again to present you with the Annual Report for the F.Y. 2021-22. It gives me an opportunity to share my thoughts and the Company's progress during the year as well as the way forward.

The past couple of years have been a period of turbulence, intense action and reflection. We have experienced a major global pandemic, geopolitical tensions, supply chain disruptions and many other public and private upheavals. As the dust settles, and a clearer picture of the world ahead emerges, I believe we are standing at the threshold of a period of opportunity and growth.

Despite the difficult year, we registered a positive profit of Rs. 7.70 Lakhs in FY 21-22 in comparison to Loss of Rs. 350.41 lakhs of previous year. We continued our growth momentum in current financial year also ahead of other hospitality companies in Hyderabad. Our focus is on expanding both our revenues and profitability and come up with better results in current financial year.

I would like to take this opportunity on behalf of the Board of Directors and our entire team to thank each shareholder, Banks, Central and State Government for their continued co-operation, support and commitment to the Company.

Success is working together and not a destination; it is with this hope and faith I look forward to your continuous confidence in your Company in its next phase of its growth journey.

**For and on Behalf of  
For Sri Havisha Hospitality and Infrastructure Limited**

**Sd/-  
D V Manohar  
Chairman and Managing Director**

## **NOTICE**

**NOTICE IS HEREBY GIVEN THAT THE TWENTY NINETH (29TH) ANNUAL GENERAL MEETING OF SRI HAVISHA HOSPITALITY AND INFRASTRUCTURE LIMITED WILL BE HELD ON FRIDAY THE 12<sup>TH</sup> AUGUST, 2022 AT 03.30 PM THROUGH TWO WAY VIDEO CONFERENCING (“VC”) OR OTHER AUDIO-VISUAL MEANS (“OAVM”) TO TRANSACT THE FOLLOWING BUSINESSES:**

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### **ORDINARY BUSINESS:**

1. To receive, consider, approve and adopt The Audited Financial Statements for the Financial Year ended March 31, 2022, together with the Reports of the Board of Directors and Auditors thereon;
2. To appoint a Director in the place of Ms. Deekshita Dontamsetti (DIN-06941753), Director (Non- independent), who retires by rotation in terms of Section 152(6) of the Companies Act 2013, and being eligible, offers herself for re-appointment.
3. **Re- Appointment of the Statutory Auditor of the Company.**

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

**“RESOLVED THAT** pursuant to the provisions of Sections 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 read with the Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and based on the recommendation of the Audit Committee and the Board of Directors, M/s. P. Suryanarayana & Co., Chartered Accountants, (Firm Registration No.009288S), be and is hereby re-appointed as the Statutory Auditors of the Company, for the second term of 5(Five) years *i.e.* from the conclusion of this 29th Annual General Meeting until the conclusion of 34th Annual General Meeting to be held in the year 2027 at such remuneration plus applicable taxes and reimbursement of out-of-pocket expenses, as may be mutually agreed between the Board of Directors of the Company and the Statutory Auditors.”

**RESOLVED FURTHER THAT** the Board of Directors (including any Committee thereof) be and is hereby authorized to do all acts and take all such steps as may be necessary, proper, or expedient to give effect to this resolution.”

**SPECIAL BUSINESS:**

**4. Appointment of Mr. Polepeddi Sathyanarayana (DIN: 03531819) as an Independent Director of the Company**

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

**“RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152 read with Schedule IV, Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or enactment thereof for the time being in force) read along with Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015 (including any statutory modification(s) or re-enactment thereof for the time being in force), Mr. Polepeddi Sathyanarayana (DIN-03531819) who was appointed as an Additional Independent Director of the Company by passing Resolution by circulation, with effect from May 13, 2022 and who holds office up to the date of Annual General Meeting in terms of Section 161(1) of the Companies Act, 2013 and has submitted a Declaration that he meets the criteria for independence as provided under Section 149(6) of the Act and Regulation 16(1)(b) of the Listing Regulations along with his consent to such appointment, being eligible, be and is hereby appointed as an Independent Director of the Company not liable to retire to by rotation for the term of 5 (Five) consecutive years commencing from May 13, 2022 to May 12, 2027.

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

**5. Approval for Remuneration to be paid to Mr. Venkat Manohar Dontamsetti (DIN-00223342) Managing Director of the Company**

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

**“RESOLVED THAT** pursuant to the provisions of Sections 196, 197, 203 and any other applicable provisions of the Companies Act, 2013 (“the Act”) and the Rules made thereunder read with Schedule V to the Act (including any statutory modification (s) or re-enactment(s) thereof for the time being in force) and subject to such other approvals, permissions and sanctions, as may be required, and subject to such conditions and modifications, as may be imposed or prescribed by any of the Authorities while granting such approvals, permissions and sanctions, the consent of the Members of the Company, be and is hereby accorded for

remuneration payable to Mr. Venkat Manohar Dontamsetti (DIN-00223342) as the Managing Director of the Company for a period of 3 (Three) years with effect from May 24, 2022 and he shall be paid remuneration of Rs.7,00,000/- (Rupees Seven Lakh only) per month, in terms of section II of part II of Schedule V of the Companies Act, 2013 and as per the details of remuneration set out in the Statement annexed to this Notice, and shall also be entitled to the perquisites mentioned therein;

**RESOLVED FURTHER THAT** in the event of loss or inadequacy of profit in any financial year during the tenure of the Managing Director, the Company may as contemplated under the provisions of Schedule V to the Companies Act, 2013 pay to the Managing Director, the aforesaid remuneration of Rs7,00,000/- (Rupees Seven Lakh only) per month, as decided by the Board of Directors (hereinafter referred to as the 'Board' which term shall be deemed to include Nomination and Remuneration Committee or any other Committee which has been authorised by the Board to exercise the powers conferred under this resolution) from time to time as the minimum remuneration by way of salary, perquisites and other allowances and benefits, subject to receipt of the requisite approvals, if any;

**RESOLVED FURTHER THAT** the Board, be and is hereby further authorised to do all such acts, deeds, matters and things, as it may, in its absolute discretion, consider necessary, expedient or desirable, including to make necessary applications, representations with the concerned authorities and to settle any questions or doubts that may arise in relation thereto and to authorise one or more representatives of the Company to carry out any or all of the activities that the Board is authorised to do for the purpose of giving effect to this resolution and to execute such further deeds, documents and writings that may be considered necessary and appropriate".

**6. Approval for Remuneration to be paid to Ms. Satya Pinjala (DIN- 00042281) Whole Time Director of the Company**

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

**"RESOLVED THAT** pursuant to the provisions of Sections 196, 197, 203 and any other applicable provisions of the Companies Act, 2013 ("the Act") and the Rules made thereunder read with Schedule V to the Act (including any statutory modification (s) or re-enactment(s) thereof for the time being in force) and subject to approval if any, and such other approvals, permissions and sanctions, as may be required, and subject to such conditions and modifications, as may be imposed or prescribed by any of the Authorities while granting such approvals, permissions and sanctions, the consent of the Members of the Company, be and is hereby accorded for remuneration payable to Ms. Satya Pinjala (DIN- 00042281) Wholetime Director of the Company for a period of 3 (three) years with effect from April 16, 2022 and



that she should be paid remuneration of Rs. 2,50,000/- (Rupees Two Lakh Fifty Thousand only) per month, in terms of section II of part II of Schedule V of the Companies Act, 2013 and as per the details of remuneration set out in the Statement annexed to this Notice, and shall also be entitled to the perquisites mentioned therein;

**RESOLVED FURTHER THAT** in the event of loss or inadequacy of profit in any financial year during the tenure of the Whole Time Director, the Company may as contemplated under the provisions of Schedule V to the Companies Act, 2013 pay to the Whole Time Director, the aforesaid remuneration of Rs 2,50,000/- (Rupees Two Lakh Fifty Thousand only) per month, as decided by the Board of Directors (hereinafter referred to as the 'Board' which term shall be deemed to include Nomination and Remuneration Committee or any other Committee which has been authorised by the Board to exercise the powers conferred under this resolution) from time to time as the minimum remuneration by way of salary, perquisites and other allowances and benefits, subject to receipt of the requisite approvals, if any;

**RESOLVED FURTHER THAT** the Board, be and is hereby further authorised to do all such acts, deeds, matters and things, as it may, in its absolute discretion, consider necessary, expedient or desirable, including to make necessary applications, representations with the concerned authorities and to settle any questions or doubts that may arise in relation thereto and to authorise one or more representatives of the Company to carry out any or all of the activities that the Board is authorised to do for the purpose of giving effect to this resolution and to execute such further deeds, documents and writings that may be considered necessary and appropriate".

## **7. APPROVAL FOR MATERIAL RELATED PARTY TRANSACTIONS:**

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 Section 188 and other applicable provisions, if any of the Companies Act, 2013 ("Act"), read with Rule 15 of the Companies (Meetings of Board and its Powers) Rules, 2014) and Regulation 23(4) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), including any statutory modification(s) or re-enactment thereof for the time being in force and subject to such approvals, consents, sanctions and permissions as may be necessary, approval of the members be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as the "Board" which term shall include any Committee constituted or to be constituted by the Board in this regard or any person(s) authorized by the Board to exercise its powers, including the powers conferred by this Resolution) to enter into contract(s)/ arrangement(s)/ transaction(s) with Mr. Venkat Manohar Dontamsetti with respect to sale, purchase or supply of goods or materials, leasing of property of any kind,

availing or rendering of any services or any other transactions of whatever nature, notwithstanding that such transactions may exceed 10% of the Consolidated Turnover of the Company in any financial year or such other threshold limits as may be specified by the Listing Regulations from time to time, up to such extent and on such terms and conditions as the Board of Directors may deem fit during the period as mentioned in the explanatory statement.

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

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

**Date: 21<sup>st</sup> July 2022**  
**Place: Hyderabad**

**Rahul Jain**  
**Company Secretary and Compliance Officer**