

**30th ANNUAL GENERAL MEETING OF
SRI HAVISHA HOSPITALITY AND
INFRASTRUCTURE LIMITED
FY 2022-23**

COMPANY INFORMATION

Board of Directors	
Mr. Venkat Manohar Dontamsetti	Chairman and Managing Director
Ms. Satya Pinjala	Whole Time/Executive Director
Mr. Dharmin Dontamsetti	Non Executive Non-Independent Director
Ms. Deekshita Dontamsetti	Non-Executive Non-Independent, Woman Director
Ms. Annaiahsetty Bala Setty	Non-Executive Non-Independent, 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	Independent Director

Chief Financial Officer

Mr. Chandrasekhara Prasad Chodavarapu

Email: fc@shrishakti.com

Company Secretary & Compliance Officer

CS Sonu Kumar

Email: cs@shrishakti.com

Registered Office

Venus Plaza, 4th Floor, Begumpet, Hyderabad, Telangana- 500016

Phone: 040-27902929 / Fax: 040-27908989

Email: cs@shrishakti.com

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

Statutory Auditors

M/s P. Suryanarayana & Co.

Chartered Accountants

Firm Reg. No. 009288S

6-3-1092/93, Behind Shanthi Sikhara Apts.,

N.I.A.R. Campus, Raj Bhawan Road,

Somajiguda, Hyderabad-500082

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

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

Website: www.xlsoftech.com

Bankers

Indian Bank

Secunderabad Branch

Telangana

Contact Information for Investor's Grievances:

CS Sonu Kumar

Venus Plaza, 4th Floor, Begumpet, Hyderabad, Telangana- 500016

Phone: 040-27902929 / Fax: 040-27908989

Email: 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 30th Annual General Meeting of your Company.

I feel honored and privileged once again to present you with the Annual Report for the F.Y. 2022-23. It gives me the opportunity to share my thoughts and the Company's progress during the year as well as the way forward.

India is on a growth path and the services sector including the travel and tourism business is emerging as a major growth engine for the Indian economy, having successfully put the pandemic behind. Thanks to the vengeance travel in the post covid scenario, people are once again flying in great numbers, airports are crowded, hotels are well booked, and travelers want to explore, connect and feel alive through the exhilarating emotion of travel.

With India's Presidency of the G20, we are positioned like never before to showcase our nation's cultural heritage, our unique and differentiated travel offerings and our safe and tourist friendly destinations. It is heartening to note that in the last budget, the Government of India has identified Tourism as one of the most important pillars of the nation's growth with its multiplier effect on economic prosperity and employment generation.

Your company did very well in FY 2022-23 with a number of significant accomplishments making it a historic year. We registered a positive profit of Rs.149.74 Lakhs in FY 2022-23 in comparison to profit of Rs.7.70 Lakhs of previous year. Further we signed renewal of our Hotel land Lease Deed with Airports Authority of India for 30 years starting from 1st Jan, 2023.

Recognising that success is not only measured by our financial performance, but also by the positive impact we have on our stakeholders and the world around us, we will continue to drive positive change and create value for all and continue to contribute positively to the growth of the nation. Your company's Hotel at Hyderabad is expected to contribute much higher revenues and profits in future post renovation and expansion and thereafter enable us to deliver much better results to you.

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.

For and on Behalf of

Sri Havisha Hospitality and Infrastructure Limited

Sd/-

D V Manohar

Chairman and Managing Director

NOTICE is hereby given that the 30th Annual General Meeting of Sri Havisha Hospitality and Infrastructure Limited will be held on **28th September, 2023 at 4.30 pm IST** through Video Conferencing/Other Audio-Visual Means, to transact the following business:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited Financial Statements of the Company for the financial year ended March 31, 2023, together with the Reports of the Board of Directors and the Auditors thereon.
2. To appoint a Director in place of Mr. Dharmin Dontamsetti (DIN: 07350807) who retires by rotation and, being eligible, offers himself for re-appointment.

SPECIAL BUSINESS:

3. Appointment of Mr. Annaiahsetty Bala Setty (DIN: 07361951) as Non Executive Non Independent 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 section 149, 152, 161(1), Companies (Appointment and Qualification of Directors) Rules, 2014 read along with Securities and Exchange Board of India(Listing Obligations and Disclosure Requirements) Regulations 2015 (including any statutory modification(s) or re-enactment thereof for the time being in force), and pursuant to the recommendation of the Nomination & Remuneration Committee and the Board of Directors, Mr. Annaiahsetty Bala Setty (DIN: 07361951) be and is hereby appointed as a Non Executive, Non Independent Director of the Company, subject to the approval of the Shareholders of the Company, whose office shall be liable to retire by rotation”.

“RESOLVED FURTHER THAT pursuant to Regulation 17(1A) of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 (including any statutory modification(s) or re enactment(s) thereof for the time being in force) and such other applicable provisions of the Companies Act, 2013 and the applicable rules made there under and based on the recommendation of the Nomination and Remuneration Committee and the Board of Directors, consent of the members of the Company be and is hereby accorded to the appointment of Mr. Annaiahsetty Bala Setty (DIN: 07361951) who has attained the age of Seventy Five years”.

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

4. Approval for issue of Sweat Equity Shares to Mr. Venkat Manohar Dontamsetti, Chairman and 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 section 54 of the Companies Act, 2013 read with Regulation 28 of Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021, 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, and with the approval of the Board of Directors of the company, consent of the members of the Company be and is hereby accorded to issue and allot 45500000 Sweat Equity Shares of Rs. 2 each fully paid up for Non-cash consideration, for value addition to Mr. Venkat Manohar Dontamsetti Chairman and Managing Director of the company to rank pari passu with the existing equity shares of the company.

“RESOLVED FURTHER THAT the Board be and is hereby authorized on behalf of the company to do all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary or desirable for such purpose with power on behalf of the company to settle all questions, difficulties or doubts that may arise in this regard to such issues(s) or allotment(s) including to amend or modify any of the terms of such issues(s) or allotment(s), without being required to seek any further consent or approval of the members in its sole discretion, deem fit.”

“RESOLVED FURTHER THAT the Board be and is hereby authorized to determine all other terms and conditions to the issue as the board may in its absolute discretion determine.”

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

5. 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 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: 05.09.2023

Place: Hyderabad

Sonu Kumar

Company Secretary and Compliance Officer

NOTES:

1. The Ministry of Corporate Affairs ('MCA') vide its circular nos. 14/2020 dated April 8, 2020, 17/2020 dated April 13, 2020, 20/2020 dated May 5, 2020, 02/2021 dated January 13, 2021, 21/2021 dated December 14, 2021 and 2/2022 dated May 5, 2022 (collectively referred to as 'MCA Circulars') and the Securities and Exchange Board of India ('SEBI') vide its circular nos. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020, SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 and SEBI/HO/CFD/CMD2/ CIRP/P/2022/62 dated May 13, 2022 ('SEBI Circulars') has permitted the holding of the Annual General Meeting ('AGM') through Video Conferencing ('VC') / Other Audio Visual Means ('OAVM'), without the physical presence of the Members at a common venue. In compliance with these MCA and SEBI Circulars, applicable provisions of the Act (including any statutory modifications or re-enactments thereof for the time being in force) read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended and pursuant to Regulation 44 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 ('SEBI Listing Regulations'), the 30th AGM of the Company is being conducted through VC/OAVM on **28.09.2023 at 4.30 P.M.** (IST). The deemed venue for the 30th AGM shall be the Registered Office of the Company.
2. Pursuant to the provisions of the act, a member entitled to attend and vote at the Annual General Meeting 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. Since this AGM is being held pursuant to the MCA circulars through VC/OAVM, the requirement of physical attendance of members has been dispensed with. Accordingly, in terms of the MCA circulars and the SEBI circular, the facility for appointment of proxies by the members will not be available for this AGM and hence the proxy form, attendance slip and route map of the AGM venue are not annexed to this notice.
3. Institutional/Corporate Members (i.e. other than individuals / HUF, NRI, etc.) intending to send their authorized representative(s) to attend the Meeting through VC / OAVM, are requested to send a Certified True Copy of the relevant Board Resolution together with the specimen signature(s) of the representative(s) authorised under the said Board Resolution to attend and vote on their behalf at the Meeting. The said Resolution/Authorization shall be sent to the Scrutinizer by email through its registered email address to Mr. Krishna Kumar,[akkiraju_krish@yahoo.co.in] with a copy marked to evoting@nsdl.co.in
4. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.