

# NOTICE OF 29<sup>TH</sup> ANNUAL GENERAL MEETING

Notice is hereby given that the 29<sup>th</sup> Annual General Meeting (AGM) of the members of Ramky Infrastructure Limited will be held on Wednesday the 20<sup>th</sup> Day of September, 2023 at 11:00 a.m. through Video Conferencing (“VC”) / Other Audio Visual Means (“OAVM”) to transact the following businesses.

## ORDINARY BUSINESS:

- To receive, consider and adopt:
  - the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2023, together with the Report of the Board of Directors and the Report of the Auditors thereon; and
  - the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2023 together with the Report of the Auditors thereon.
- To appoint a Director in place of Dr. Anantapurguggilla Ravindranath Reddy (DIN: 01729114), who retires by rotation and being eligible, offers himself for re-appointment.
- To appoint M/s. Suryanarayana Reddy & Co. (Firm Regd. No. 005752S), Chartered Accountants as Statutory Auditors of the Company.

“RESOLVED THAT pursuant to the provisions of section 139,141 of the Companies Act 2013 read with Companies (Audit and Auditor) Rules 2014 (Subject to such statutory enactments, modifications and re-enactment thereto) and SEBI Regulations as may be applicable and in compliance of the consent given by the appointees, the consent of the members be and is hereby accorded to appoint M/s. Suryanarayana Reddy & Co, Chartered Accountants (Firm Regd. No. 005752S) as Statutory Auditors of the Company for a term of five (5) years who shall be eligible to hold office from the conclusion of this Annual General Meeting till the conclusion of Annual General Meeting to be held in the Calendar year 2028 and shall be eligible to conduct statutory audit commencing from the F.Y. 2023-24 till F.Y. 2027-28 on such professional Fees (excluding re-imbursment of out of pocket expenses) as may be recommended by the Audit Committee and approved by the Board of Directors of the Company .”

“FURTHER RESOLVED THAT the Statutory Auditors shall have all such powers and duties and responsibilities as may be specified under the Companies Act 2013 and SEBI Regulations (if any) and any of the Directors of the Company or the Company Secretary is hereby severally authorized to do all such acts and deeds and file all such forms and returns as may be required to give effect to the aforementioned appointment.”

## SPECIAL BUSINESS:

- TO RE-APPOINT DR. SOMAVARAPU RAVI KUMAR REDDY (DIN: 00372731) AS AN INDEPENDENT DIRECTOR OF THE COMPANY**

To consider and if found fit, to pass the undermentioned resolution with or without modifications as a **Special Resolution:**

“RESOLVED THAT pursuant to the provisions of section 149, 152 and other applicable provisions, if any, of the Companies Act 2013 and the Companies (Appointment and Qualification of Directors) Rules 2014 and other applicable rules if any and in Compliance of the SEBI (LODR) Regulations 2015 (Subject to statutory amendment, enactment and re-enactment thereto) and in compliance of the Articles of Association (AOA) of the Company and in furtherance to the consent by the appointee, the consent of the members be and is hereby accorded to re-appoint Dr. Somavarapu Ravi Kumar Reddy (DIN: 00372731) as an Independent Director of the Company for a term of five (5) Years w.e.f. 13<sup>th</sup> November 2023.”

“FURTHER RESOLVED THAT the appointee director shall have such duties and responsibilities and have such powers and rights as envisaged under the Companies Act 2013 and SEBI (LODR) Regulations 2015 duly amended.”

“FURTHER RESOLVED THAT any of the directors of the Company or the Company Secretary are hereby severally authorized to do all such acts and deeds and file all such forms and returns and make such intimations as may be required to give effect to the above mentioned resolution.”

- TO RE-APPOINT DR. PEDDIBHOTLA GANGADHARA SASTRY (DIN: 01890172) AS AN INDEPENDENT DIRECTOR OF THE COMPANY**

To consider and if found fit, to pass the undermentioned resolution with or without modifications as a **Special Resolution:**

“RESOLVED THAT pursuant to the provisions of section 149, 152 and other applicable provisions, if any, of the Companies Act 2013 and the Companies (Appointment and Qualification of Directors) Rules 2014 and other applicable rules if any and in Compliance of the SEBI (LODR) Regulations 2015 (Subject to statutory amendment, enactment and re-enactment thereto) and in compliance of the Articles of Association (AOA) of the Company and in furtherance to the consent by the appointee, the consent of the members be and is hereby accorded to re-appoint Dr. Peddibhotla Gangadhara Sastry (DIN: 01890172) as an Independent Director of the Company for a term of five (5) Years w.e.f. 13<sup>th</sup> November 2023.”

“FURTHER RESOLVED THAT the appointee director shall have such duties and responsibilities and have such powers and rights as envisaged under the Companies Act 2013 and SEBI (LODR) Regulations, 2015 duly amended.”

“FURTHER RESOLVED THAT any of the directors of the Company or the Company Secretary are hereby severally authorized to do all such acts and deeds and file all such forms and returns and make such intimations as may be required to give effect to the above mentioned resolution.”

- TO RATIFY REMUNERATION OF THE COST AUDITOR**

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

**“RESOLVED THAT** pursuant to the provisions of Section 148(3) and its related and applicable provisions of the Companies Act, 2013, read with the Companies (Audit and Auditors) Rules, 2014 and Companies (Cost Records and Audit) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the remuneration payable to M/s. S R and Associates, Cost Accountants (Firm Reg. No: 000540) who were appointed by the Board of Directors of the Company to conduct the audit of the cost records of the Company for the F.Y. 2023-24, amounting to ₹ 1,50,000/- (Rupees One lakh fifty thousand only) plus all applicable taxes and re-imburement of out of pocket expenses incurred by them in connection with the aforesaid audit be and is hereby confirmed, approved and ratified.”

**“RESOLVED FURTHER THAT** any of the Directors of the Company be and are hereby severally authorized to do all such acts, deeds, things and take all such steps as may be necessary, proper or expedient to give effect to this resolution.”

**7. TO DELIBERATE AND APPROVE THE MATERIAL RELATED PARTY TRANSACTIONS**

To consider and if found fit, to pass with or without modification the undermentioned resolution as a **Special Resolution**:

**“RESOLVED THAT** pursuant to the provisions of Section 180, 186, 188 and other applicable provisions, if any, of the Companies Act, 2013 (“Act”), (including any statutory modifications and re-enactments thereof for the time being in force), read with Regulation 23 of the SEBI (LODR) Regulations, 2015 (“Listing Regulations”), as recommended by the Audit Committee and the Board of Directors, consent of the Shareholders be and is hereby accorded by way of Special Resolution to the Board of Directors of the Company towards the contract(s)/ arrangement(s)/ transaction(s) executed with Related Parties of the entity for the F.Y. 2023-24.”

“The Related Party Transactions to be executed in F.Y. 2023-24 along with salient features and conditions are enunciated in the explanatory statements hereto.”

**“RESOLVED FURTHER THAT** the Board of Directors be and are hereby severally authorized to do all such other acts, deeds and things and sign and execute and file such papers and documents as may be necessary to give effect to this resolution and for matter connected therewith or incidental thereto.”

**8. TO APPROVE INITIATION OF THE SALE PROCESS TO IDENTIFY THE PROSPECTIVE INVESTOR FOR SALE OF MATERIAL SUBSIDIARY**

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

**“RESOLVED THAT** pursuant to the provisions of Section 180 and other applicable provisions, if any, of the Companies Act, 2013 (“Act”), (including any statutory modifications and re-enactments thereof for the time being in the force), read with Regulation 24 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), and subject to the concession agreement executed with the Government of Andhra Pradesh, and upon recommendation of the Audit Committee and the

Board of Directors of the Company, the approval of the members of the company, be and is hereby accorded to the following:

1. The members acknowledge and affirm that the strategic move is intended to unlock the inherent value within Visakha Pharmacy Limited (hereinafter referred to “Material Subsidiary”), enabling the company to enhance the capital augmentation, fortify the administrative capabilities, and actively participate in the establishment of potential Pharma and Industrial Parks across the nation. This endeavour will not only improve the Company’s financial resilience but also empower to contribute meaningfully to the nation’s Industrial ecosystem;
2. The members further acknowledge the conditions specified in the Shareholders agreement allowing the Company for disinvestment after the completion of 5years from Commercial Operation Date (COD) which has been duly completed.
3. The members hereby authorize and empowers the Board of Directors of the Company to initiate the process of disinvesting its investment in Visakha Pharmacy Limited (Material Subsidiary), as they deem fit and in the best interest of the Company and to identify the prospective investor for purchase of the company’s investment in the Material Subsidiary.
4. The members hereby further authorise the Board to undertake all necessary actions, including engaging advisors, conducting due diligence, negotiating terms, and issuing tendering process to identify the successful investors and the value of the investment for disinvestment by initiating the sale process of the Material Subsidiary.
5. The members hereby authorize and empowers the Board of Directors of the Company to present the proposed terms and conditions of the disinvestment, along with all relevant documentation, to the members of the Company for their subsequent approval.
6. The members hereby authorize and empowers the Board of Directors of the Company to undertake any further actions, execute documents, and do all acts necessary, proper, or desirable to give effect to the above resolutions, including but not limited to making necessary disclosures, filings, and notifications to regulatory authorities.”

**“RESOLVED FURTHER,** that any officer or director of the Company be, and hereby is, authorized and directed to take such further actions as may be necessary or appropriate to implement and carry out the foregoing resolutions.”

By Order of the Board  
For **RAMKY INFRASTRUCTURE LIMITED**

Sd/-  
**Y. R. NAGARAJA**  
**MANAGING DIRECTOR**  
**DIN: 00009810**

**Place: Hyderabad**  
**Date : 10.08.2023**

## Notes:

1. The Ministry of Corporate Affairs ('MCA') vide General Circular No. 10/2022 dated 28 December 2022 read with General Circular No. 2/2022 dated 5 May 2022 read with General Circular No. 02/2021 dated 13 January 2021 read with General Circular No. 20/2020 dated 5 May 2020, General Circular No. 14/2020 dated 8 April 2020 and General Circular No. 17/2020 dated 13 April 2020 (collectively referred to as 'MCA Circulars') has permitted holding of the Annual General Meeting ('AGM') through Video Conferencing ('VC') or Other Audio Visual Means ('OAVM'), without the physical presence of the members at a common venue. The Securities and Exchange Board of India ('SEBI') also vide its Circular No. SEBI/HO/CFD/PoD2/P/CIR/2023/4 dated 5 January 2023 ('SEBI Circular') has provided certain relaxations from compliance with certain provisions of the SEBI (LODR) Regulations, 2015, as amended ('SEBI Listing Regulations'). Accordingly, in compliance with the provisions of the Companies Act, 2013 (the 'Act'), SEBI Listing Regulations and the MCA Circulars, the AGM of the Company is being held through VC/ OAVM. The deemed venue of the AGM shall be the registered office of the Company.
2. Pursuant to the above referred circulars issued by the Ministry of Corporate Affairs, the facility to appoint proxy to attend and cast vote for the members is not available for this AGM. However, the Body Corporates are entitled to appoint authorised representatives to attend the AGM through VC/OAVM and participate thereat and cast their votes through e-voting.
3. E-AGM: The Company has appointed M/s. KFin Technologies Limited, Registrars and Transfer Agents, to provide VC/OAVM facility for the Annual General Meeting and the attendant enablers for conducting of the AGM.
4. 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 Chairperson of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc., who are allowed to attend the AGM without restriction of first come first served basis.
5. The attendance of Members attending the AGM through VC/ OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
6. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI (LODR) Regulations, 2015 (as amended), and aforementioned Circulars issued by the Ministry of Corporate Affairs, the Company is providing facility of remote e-voting to its Members in respect of the businesses to be transacted at the AGM. For this purpose, the Company has entered into an agreement with KFin Technologies Limited for facilitating voting through electronic means, as the authorized agency. The facility of casting votes by a member using remote e-voting system as well as venue voting on the date of the AGM will be provided by KFin Technologies Limited.
7. In line with Ministry of Corporate Affairs circular No. 17/2020 dated April 13, 2020, the Notice of the 29<sup>th</sup> AGM will be available on the link [https://ramkyinfrastructure.com/docs/pdf/investordesk/AGMs/29AGM/Notice\\_of\\_AGM.pdf](https://ramkyinfrastructure.com/docs/pdf/investordesk/AGMs/29AGM/Notice_of_AGM.pdf) and the Annual Report for 2022-23 will be available on the link [https://ramkyinfrastructure.com/images/financials/annualreports/annual\\_report\\_22-23.pdf](https://ramkyinfrastructure.com/images/financials/annualreports/annual_report_22-23.pdf) for download. The notice can also be accessed from the websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at [www.bseindia.com](http://www.bseindia.com) and [www.nseindia.com](http://www.nseindia.com) respectively and the AGM Notice is also available on the website of KFin Technologies Limited.
8. Shareholders who would like to express their views/ask questions during the meeting should register themselves as a **speaker** by sending a request mentioning their name, demat account number/folio number, email id, mobile number at [investors@ramky.com](mailto:investors@ramky.com) from 09:00 a.m. of 17<sup>th</sup> September, 2023 till 05:00 p.m. of 18<sup>th</sup> September, 2023.
9. Shareholders who have **queries** may send their questions in advance mentioning their name, demat account number/folio number, email id, mobile number at [investors@ramky.com](mailto:investors@ramky.com) latest by 5:00 p.m. of Monday, 18<sup>th</sup> September, 2023.
10. Those shareholders who have registered themselves as a speaker and confirmed by Company will only be allowed to express their views/ask questions during the meeting.
11. An Explanatory Statement under Section 102 of the Companies Act, 2013 in respect of items 4,5,6,7 and 8 of the Notice is attached. The statement of the particulars of Directors seeking Appointment / Re-appointment as per Regulation 36(3) of SEBI (LODR) Regulation, 2015 is enclosed as **Annexure A**.
12. Corporate Members intending to authorize their representatives to attend the Meeting pursuant to Section 113 of the Companies Act, 2013 are requested to send to the Company, a certified copy of the relevant Board Resolution together with their respective specimen signatures authorizing their representative(s) to attend and vote on their behalf at the Meeting.
13. Members desirous of seeking any information on the accounts or operations of the company are requested to write to the Company at [investors@ramky.com](mailto:investors@ramky.com) from 09:00 a.m. of 17<sup>th</sup> September, 2023 till 05:00 p.m. of 18<sup>th</sup> September, 2023 so that the required information can be made available at the Meeting.
14. In terms of Section 72 of the Companies Act, 2013, a member of the company may nominate a person on whom the shares held by him/her shall vest in the event of his/her death. Members desirous of availing this facility may submit nomination in prescribed Form-SH-13 to the company/RTA in case shares are held in physical form, and to their respective depository participant, if held in electronic form.
15. Members holding shares in physical form are requested to advise any change of address immediately to the Company's Registrar & Share Transfer Agent, KFin Technologies Limited. Members holding shares in electronic form must send the advice about the change of address to their respective Depository Participants (DPs) and not to the Company. Non-Resident

- Indian shareholders are requested to inform us immediately the change in the residential status on return to India for permanent settlement.
16. Members holding shares under multiple folios are requested to consolidate their holdings, if the shares are held in the same name or in the same order of names.
  17. The equity shares of the Company have been notified for compulsory trading in demat form. The Company has signed a tripartite agreement with National Securities Depository Limited (NSDL), Central Depository Services (India) Limited (CDSL) and KFin Technologies Limited to facilitate dematerialisation of shares. Members are requested to avail of this facility and have their shareholding converted into dematerialised form.
  18. Considering the sustainability initiatives of the company and the save tree and preserve environment, all documents referred to in the accompanying notice and the Explanatory Statement will be sent to the respective shareholder upon receiving the request at the e-mail id [investors@ramky.com](mailto:investors@ramky.com) of the Company for inspection of the members of the Company.
  19. The Register of Directors' and Key Managerial Personnel and their shareholding maintained under Section 170 of the Companies Act, 2013, the Register of Contracts or arrangements in which the Directors are interested under Section 189 of the Companies Act, 2013 and all other documents referred to in the Notice will be available for inspection by giving a prior notice to the Company. Members can inspect the same by sending an email to [investors@ramky.com](mailto:investors@ramky.com).
  20. Any Director himself or any member intending to propose any person as a Director other than a retiring director, has to give a notice as to his intention to propose him/her as a candidate for that office not less 14 (fourteen) days before the meeting.
  21. The Notice of AGM and Annual Report are being sent in electronic mode to Members whose e-mail address is registered with the Company or the Depository Participant(s). Members (Physical / Demat) who have not registered their email addresses with the company can get the same registered with the company by requesting in member updation form by sending an email to [einward.ris@kfintech.com](mailto:einward.ris@kfintech.com). Please submit duly filled and signed member updation form to the abovementioned email. Upon verification of the Form the email will be registered with the Company till the date of AGM.
  22. The Ministry of Corporate Affairs has taken a "Green Initiative in the Corporate Governance" by allowing paperless compliances by the companies and has issued circulars stating that service of notice/documents including annual report can be sent by e-mail to its members. To support this green initiative of the Government in full measure, members who have not registered their e-mail addresses, so far, are requested to register their e-mail addresses, in respect of dematerialised holdings with their respective Depository Participants. Members who hold shares in physical form are requested to fill and send the required details to the Registrar and Share Transfer Agent, KFin Technologies Limited at Selenium Building, Tower B, Plot No 31 & 32, Gachibowli, Financial District, Nanakramguda, Hyderabad – 500032, Telangana.
  23. In terms of Sections 124 of the Companies Act, 2013 the amount of dividend remaining unclaimed or unpaid for a period of seven years from the date of transfer to the unpaid dividend account is required to be transferred to the Investor Education and Protection Fund (IEPF). Shareholders are requested to ensure that they claim the dividend(s) from the Company before transfer of the said amounts to the IEPF (Corresponding to Section 205A of the erstwhile Companies Act, 1956).
  24. The Securities 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 the PAN to their Depository Participant with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN details to the Company's Registrar and Transfer Agent.
  25. Members holding shares in the company and who have not registered their mail id with the company or the depository and wish to avail e voting may write to the registrar or the company quoting their client id/folio no and DP id so as to send the password for e voting.
  26. With the aim of curbing fraud and manipulation risk in physical transfer of securities, SEBI has notified the SEBI (LODR) (Fourth Amendment) Regulations, 2018 on June 8, 2018 to permit transfer of listed securities only in the dematerialized form with a depository. In view of the above and the inherent benefits of holding shares in electronic form, we urge the shareholders holding shares in physical form to opt for dematerialization.
  27. **Voting through electronic means:**  
In compliance with the provisions of section 108 of the Companies Act, 2013, the Companies (Management and Administration) Rules, 2014, amended by the Companies (Management and Administration) Amendment Rules, 2014 and Regulation 44 of the SEBI (LODR) Regulations, 2015, shareholders are provided with the facility to cast their vote electronically, through the Remote e-voting services provided by KFin Technologies Limited, in respect of all resolutions set forth in this Notice.  
Mr. N.V.S.S. Suryanarayana Rao, Practicing Company Secretary has been appointed as the Scrutinizer to scrutinize the Remote e-voting process in a fair and transparent manner.  
A person whose name is recorded in the register of members or in the register of beneficial owners maintained by the depositories as on the cut-off date i.e., Wednesday, 13<sup>th</sup> day of September, 2023 only shall be entitled to avail the facility of remote e-voting.  
The remote e-voting period commences on Sunday, 17<sup>th</sup> September, 2023 at 9.00 a.m. and ends on Tuesday, 19<sup>th</sup> September, 2023 at 5.00 p.m. The remote e-voting module shall be disabled for voting thereafter. Once the vote on resolution is cast by the member, the member shall not be allowed to change it subsequently.  
Members, who are present in meeting through video conferencing facility and have not casted their vote on resolution through remote e-voting, shall be allowed to vote through e-voting system during the meeting.

## PROCEDURE FOR REMOTE E-VOTING

- i. In compliance with the provisions of Section 108 of the Act, read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, Regulation 44 of the SEBI Listing Regulations and in terms of SEBI vide circular no. SEBI/HO/CFD/CMD/ CIR/P/2020/242 dated December 9, 2020 in relation to e-Voting Facility Provided by Listed Entities, the Members are provided with the facility to cast their vote electronically, through the e-Voting services provided by KFin Technologies Limited, on all the resolutions set forth in this Notice. The instructions for e-Voting are given herein below.
- ii. However, in pursuant to SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 9, 2020 on “e-Voting facility provided by Listed Companies”, e-Voting process has been enabled to all the individual demat account holders, by way of single login credential, through their demat accounts / websites of Depositories / DPs in order to increase the efficiency of the voting process.
- iii. Individual demat account holders would be able to cast their vote without having to register again with the e-Voting service provider (ESP) thereby not only facilitating seamless authentication but also ease and convenience of participating in e-Voting process. Shareholders are advised to update their mobile number and e-mail ID with their DPs to access e-Voting facility.
- iv. The remote e-Voting period commences on Sunday, 17<sup>th</sup> September, 2023 at 9.00 a.m. and ends on Tuesday, 19<sup>th</sup> September, 2023 at 5.00 p.m.
- v. 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. Wednesday 13<sup>th</sup> day of September, 2023.
- vi. Any person holding shares in physical form and non-individual shareholders, who acquires shares of the Company and becomes a Member of the Company after sending of the Notice and holding shares as of the cut-off date, may obtain the login ID and password by sending a request at [einward.ris@kfintech.com](mailto:einward.ris@kfintech.com). However, if he / she is already registered with KFin Technologies Limited for remote e-Voting then he /she can use his / her existing User ID and password for casting the vote.
- vii. In case of individual Shareholders holding securities in demat mode and who acquires shares of the Company and becomes a Member of the Company after sending of the Notice and holding shares as of the cut-off date may follow steps mentioned below under “**Login method for remote e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.**”

### viii. The details of the process and manner for remote e-Voting and e-AGM are explained herein below:

**Step 1:** Access to Depositories e-Voting system in case of individual shareholders holding shares in demat mode.

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

**Step 3:** Access to join virtual meetings (e-AGM) of the Company on KFin system to participate e-AGM and vote at the AGM.

KFin Technologies Limited Suggested notes for Remote e-Voting and e-AGM cum instapoll.

### Details on Step 1 are mentioned below:

- I) Login method for remote e-Voting for individual shareholders holding securities in demat mode.

#### Type of shareholders

<p>Individual shareholders holding securities in Demat mode with National Securities Depository Limited (“NSDL”)</p>	<p><b>A. User already registered for IDeAS facility:</b></p> <ol style="list-style-type: none"> <li>1. Open <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a></li> <li>2. Click on the “Beneficial Owner” icon under ‘IDeAS’ section.</li> <li>3. On the new page, enter User ID and Password. Post successful authentication, click on “Access to e-Voting”</li> <li>4. Click on Bank Name or e-Voting service provider and you will be re-directed to e-voting service provider website for casting your vote during the remote e-Voting period.</li> </ol> <p><b>B. User not registered for IDeAS e-Services:</b></p> <ol style="list-style-type: none"> <li>1. To register, open <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a Personal Computer or on a mobile.</li> <li>2. Select “Register Online for IDeAS “Portal or click on <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a>.</li> <li>3. Proceed with completing the required fields</li> </ol> <p><b>C. By visiting the e-Voting website of NSDL:</b></p> <ol style="list-style-type: none"> <li>1. Open <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> either on a Personal Computer or on a mobile.</li> <li>2. Click on the icon “Login” which is available under ‘Shareholder/Member’ section</li> <li>3. 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.</li> <li>4. Post successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page.</li> <li>5. Click on Bank 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.</li> </ol>
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Individual Shareholders holding securities in Demat mode with Central Depository Services (India) Limited (“CDSL”)	<ol style="list-style-type: none"> <li>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 users to login to Easi / Easiest are requested to visit cdsl website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login icon &amp; New System Myeasi Tab.</li> <li>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 &amp; voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers’ website directly.</li> <li>If the user is not registered for Easi/Easiest, option to register is available at cdsl website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login &amp; New System Myeasi Tab and then click on registration option.</li> <li>Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.</li> </ol>
Individual Shareholders (holding securities in Demat mode) login through their depository participants	<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.</p> <p>Once 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 Bank 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.</p>

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

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

Login type	Helpdesk details
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 <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at toll free no.: 1800 1020 990 and 1800 22 44 30
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 <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at toll free no. 1800 22 55 33

**Details on Step 2 are mentioned below:**

- II) Login method for e-Voting for shareholders other than Individual’s shareholders holding securities in Demat mode and shareholders holding securities in physical mode.
  - (A) Members whose email IDs are registered with the Company/ Depository Participants (s), will receive an email from KFintech which will include details of E-Voting Event Number (EVEN), USER ID and password. They will have to follow the following process:
    - i. Launch internet browser by typing the URL: <https://evoting.kfintech.com/>
    - ii. Enter the login credentials (i.e. User ID and password). In case of physical folio, User ID will be EVEN (E-Voting Event Number) followed by folio number. In case of Demat account, User ID will be your DP ID and Client ID. However, if you are already registered with KFintech for e-voting, you can use your existing User ID and password for casting the vote.
    - iii. After entering these details appropriately, click on “LOGIN”.
    - iv. You will now reach password change Menu wherein you are required to mandatorily change your password. The new password shall comprise of minimum 8 characters with at least one upper case (A- Z), one lower case (a-z), one numeric value (0-9) and a special character (@,#,\$, etc.). The system will prompt you to change your password and update your contact details like mobile number, email ID etc. on first login. You may also enter a secret question and answer of your choice to retrieve your password in case you forget it. It is strongly recommended that you do not share KFin Technologies Limited Suggested notes for Remote e-Voting and e-AGM cum instapoll your password with any other person and that you take utmost care to keep your password confidential.

- v. You need to login again with the new credentials.
- vi. On successful login, the system will prompt you to select the “EVEN” i.e., “Ramky Infrastructure Limited AGM” and click on “Submit”
- vii. On the voting page, enter the number of shares (which represents the number of votes) as on the Cut-off Date i.e. 13<sup>th</sup> September, 2023 under “FOR/AGAINST” or alternatively, you may partially enter any number in “FOR” and partially “AGAINST” but the total number in “FOR/AGAINST” taken together shall not exceed your total shareholding as mentioned herein above. You may also choose the option ABSTAIN. If the Member does not indicate either “FOR” or “AGAINST” it will be treated as “ABSTAIN” and the shares held will not be counted under either head.
- viii. Members holding multiple folios/demat accounts shall choose the voting process separately for each folio/ demat accounts.
- ix. Voting has to be done for each item of the notice separately. In case you do not desire to cast your vote on any specific item, it will be treated as abstained.
- x. You may then cast your vote by selecting an appropriate option and click on “Submit”.
- xi. A confirmation box will be displayed. Click “OK” to confirm else “CANCEL” to modify. Once you have voted on the resolution (s), you will not be allowed to modify your vote. During the voting period, Members can login any number of times till they have voted on the Resolution(s).
- xii. Corporate/Institutional Members (i.e. other than Individuals, HUF, NRI etc.) are also required to send scanned certified true copy (PDF Format) of the Board Resolution/Authority Letter etc., authorizing its representative to attend the AGM through VC / OAVM on its behalf and to cast its vote through remote e-voting together with attested specimen signature(s) of the duly authorised representative(s), to the Scrutinizer at email id [csnvss@gmail.com](mailto:csnvss@gmail.com) with a copy marked to [evoting@kfintech.com](mailto:evoting@kfintech.com). The scanned image of the above-mentioned documents should be in the naming format “Corporate Name Even No.”

#### A. Voting at e-AGM

- i. Only those members/shareholders, who will be present in the e-AGM and who have not cast their vote through remote e-voting and are otherwise not barred from doing so are eligible to vote.
- ii. Members who have voted through remote e-voting will still be eligible to attend the e-AGM.
- iii. Members attending the e-AGM shall be counted for the purpose of reckoning the quorum under section 103 of the Act.
- iv. Voting at e-AGM will be available at the end of the e-AGM and shall be kept open for 15 minutes. Members viewing

the e-AGM, shall click on the ‘e-voting’ sign placed on the left-hand bottom corner of the video screen. Members will be required to use the credentials, to login on the e-Meeting webpage, and click on the ‘Thumbs-up’ icon against the unit to vote.

#### B. Instructions for members for attending the e-AGM

- i. Members will be able to attend the e-AGM through VC/OAVM or view the live webcast of e-AGM provided by KFin at <https://emeetings.kfintech.com> by using their remote e-voting login credentials and by clicking on the tab “video conference”. The link for e-AGM will be available in members login, where the EVENT and the name of the Company can be selected.
- ii. Members are encouraged to join the meeting through devices (Laptops, Desktops, Mobile devices) with Google Chrome for seamless experience.
- iii. Further, members registered as speakers will be required to allow camera during e-AGM and hence are requested to use internet with a good speed to avoid any disturbance during the meeting.
- iv. Members may join the meeting using headphones for better sound clarity.
- v. While all efforts would be made to make the meeting smooth, participants connecting through mobile devices, tablets, laptops, etc. may at times experience audio/video loss due to fluctuation in their respective networks. Use of a stable Wi-Fi or LAN connection can mitigate some of the technical glitches.
- vi. Members, who would like to express their views or ask questions during the e-AGM will have to register themselves as a speaker by visiting the URL <https://emeetings.kfintech.com/> and clicking on the tab ‘Speaker Registration’ during the period starting from 17<sup>th</sup> September 2023 (09:00 a.m.) up to 18<sup>th</sup> September 2023 (05:00 p.m.). Only those members who have registered themselves as a speaker will be allowed to express their views/ask questions during the e-AGM. The Company reserves the right to restrict the number of speakers depending on the availability of time for the e-AGM. Only questions of the members holding shares as on the cut-off date will be considered.
- vii. A video guide assisting the members attending e-AGM either as a speaker or participant is available for quick reference at URL <https://emeetings.kfintech.com/>, under the “How It Works” tab placed on top of the page.
- viii. Members who need technical assistance before or during the e-AGM can contact KFin at [emeetings@kfintech.com](mailto:emeetings@kfintech.com) or Helpline: 1800 309 4001.

### Procedure for Registration of email and Mobile: securities in physical mode

Physical shareholders are hereby notified that based on SEBI Circular number: SEBI/HO/MIRSD/MIRSD-PoD-1/P/CIR/2023/37, dated March 16<sup>th</sup>, 2023, All holders of physical securities in listed companies shall register the postal address with PIN for their corresponding folio numbers. It shall be mandatory for the security holders to provide mobile number. Moreover, to avail online services, the security holders can register e-mail ID. Holder can register/update the contact details through submitting the requisite ISR 1 form along with the supporting documents.

#### ISR 1 Form can be obtained by following the link:

<https://ris.kfintech.com/clientservices/isc/default.aspx>

ISR Form(s) and the supporting documents can be provided by any one of the following modes.

- a) Through 'In Person Verification' (IPV): the authorized person of the RTA shall verify the original documents furnished by the investor and retain copy(ies) with IPV stamping with date and initials; or

- b) Through hard copies which are self-attested, which can be shared on the address below; or

Name	KFin Technologies Limited
Address	Selenium Building, Tower-B, Plot No 31 & 32, Financial District, Nanakramguda, Serilingampally, Hyderabad, Rangareddy, Telangana India - 500 032.

- c) Through electronic mode with e-sign by following the link:

<https://ris.kfintech.com/clientservices/isc/default.aspx#>

Detailed FAQ can be found on the link: <https://ris.kfintech.com/faq.html>

For more information on updating the email and Mobile details for securities held in electronic mode, please reach out to the respective DP(s), where the DEMAT a/c is being held.

## EXPLANATORY STATEMENT

### PURSUANT TO SECTION 102 (1) OF THE COMPANIES ACT, 2013

The following Explanatory Statements, as required under Section 102 of the Companies Act, 2013, set out all material facts relating to the business under Item Nos. 4, 5, 6,7 & 8 of the accompanying Notice dated 10.08.2023.

#### Item No. 4

Dr. S. Ravi Kumar Reddy (DIN: 00372731) was appointed as Additional Director in Independent Category of the Company by the Board of Directors at their meeting held on 13<sup>th</sup> November 2018. The aforesaid appointment was regularized by way of appointment for five (5) years by the members at their Annual General Meeting held on 16<sup>th</sup> September 2019.

In accordance with this appointment Dr. Ravi Kumar Reddy is eligible to hold office till 12<sup>th</sup> November 2023.

Since his first tenure as an Independent Director is due to end on 12<sup>th</sup> November 2023 and he has given his consent to be re-appointed as an Independent Director and the Board also feels that his contributions towards development of the company are appreciable, the Nomination and Remuneration Committee and the Board has recommended his re-appointment for 2<sup>nd</sup> tenure of five (5) years from 13<sup>th</sup> November 2023 till 12<sup>th</sup> November 2028 as an Independent Director.

Dr. S. Ravi Kumar Reddy is a Practicing Chartered Accountant with over 3 decades of experience in accountancy, financial planning, taxation etc.

He is an active member in non-profit organization which makes his presence in CSR Committee of Ramky Infrastructure Limited extremely important.

Dr. S. Ravi Kumar Reddy has been providing requisite insights into the evaluations of the financial performance of the entity and his contribution has been noteworthy.

In lieu of this the Nomination and Remuneration Committee and the Board of Directors of the Company recommends the proposed resolution to the members as a **Special Resolution**.

Except Dr. S. Ravi Kumar Reddy, none of the Directors, Key Managerial Personnel of the Company and their respective relatives, are in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 4 of the Notice.

#### Item No. 5

Dr. P. Gangadhara Sastry (DIN: 01890172) was appointed as Additional Director in Independent Category of the Company by the Board of Directors at their meeting held on 13<sup>th</sup> November 2018. The aforesaid appointment was regularized by way of appointment for five (5) years by the members at their Annual General Meeting held on 16<sup>th</sup> September 2019.

In accordance with this appointment Dr. P. Gangadhara Sastry is eligible to hold office till 12<sup>th</sup> November 2023.

Since his first tenure as an Independent Director is due to end on 12<sup>th</sup> November 2023 and he has given his consent to be re-appointed as an Independent Director and the Nomination and Remuneration Committee and the Board also feels that his contributions towards development of the company are appreciable, the Board has recommended his re-appointment for 2<sup>nd</sup> tenure of five (5) years from 13<sup>th</sup> November 2023 till 12<sup>th</sup> November 2028 as an Independent Director.

Dr. P. Gangadhara Sastry holds a Bachelor degree in Civil Engineering and Masters in Civil Engineering from IIT Kharagpur. He has over 60 years of extensive academic and execution knowledge and experience in the field of civil engineering especially in the fields of Hydro power and irrigation projects.



With his immense experience in irrigation projects he has played a vital role in formulation of the CSR outlay of the entity and as a Chairman of the CSR Committee has been a driving force in the implementation of the CSR policy in letter and spirit.

Since the propose appointee has immense knowledge in the field of civil engineering and has been able to provide inputs and requisite guidance, the board recommends his re-appointment in compliance of SEBI (LODR) Regulations, 2015.

In lieu of this the Nomination and Remuneration Committee and the Board of Directors of the Company recommends the proposed resolution to the members as a **Special Resolution**.

Except Dr. P. Gangadhara Sastry, none of the Directors, Key Managerial Personnel of the Company and their respective relatives, are in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 5 of the Notice.

#### Item No 6:

M/s. S R and Associates have been the Cost Auditors of the entity during the last few years. They have been providing requisite inputs in evaluating the performance of the entity from the costing perspective and have been giving the requisite recommendations to the Board and the management of the entity. Based on this, the Board of Directors of the Company on the recommendation of the Audit Committee approved the appointment of M/s. S R and Associates, Practicing Cost Accountants to conduct the audit of the cost records of the Company for the financial year ended March 31, 2024 at a remuneration of ₹ 1,50,000/- (Rupees One lakh fifty thousand only) plus all applicable taxes and re-imbusement of out of pocket expenses incurred by them in connection with the aforesaid audit.

In terms of the provisions of Section 148(3) of the Companies Act, 2013 read with Rule 14(a) (ii) of the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the Cost Auditor is to be ratified by the Members.

The Board of Directors recommends the **Ordinary Resolution** set out at Item No. 6 of the Notice for approval by the Members.

None of the Directors, Key Managerial Personnel of the Company and their respective relatives, is in any way, concerned or interested financially or otherwise, in the said Resolution.

#### Item No 7:

This is to inform the members that as per section 188 of the Companies Act 2013 and rules made thereunder (Subject to statutory enactment, re-enactment and modifications thereto) and the SEBI (LODR) Regulations 2015 duly amended, all the material related party transactions would require the approval of the Shareholders by way of a Special Resolution.

We, further disclose that as per the SEBI (LODR) Regulations 2015, a material related party transaction is one whose value taken on standalone or aggregate exceeds 10% of the Consolidated Turnover of the listed entity.

Since as per the consolidated financial results declared by your company for F.Y. 2022-23, the consolidated turnover stands at ₹ 17,051.28 million, any proposed related party transaction the value of which is exceeding ₹ 1,705 million is being treated a material in nature and is being put forth by the Board of your company for the approval of shareholders.

We would like to put forth that your company is mainly involved in Civil Construction works and developer works. In Civil works your company was awarded the contract on Engineering, Procurement and Construction (EPC) Basis which may or may not be accommodative to time/cost overrun.

In developer line of work, usually the work is awarded by way of concession to a Special Purpose Vehicle (SPV) which is incorporated as a subsidiary of your company, the work is in turn executed by your company which develops the asset at SPV Level.

Furthermore, we would further bring to your notice that both Visakha Pharmacy Limited and Hyderabad STPS' Limited are special purpose vehicles incorporated for the execution of their respective Concession Agreements. Even though the work is awarded to these subsidiaries by Statutory Authorities it is in turn executed by Ramky Infrastructure Limited. Therefore, the contract expenses in these subsidiaries is recorded as revenue in Ramky Infrastructure Limited.

Keeping the brief break up of the revenues of F.Y. 2022-23 into considerations and the revenue generation model of the entity, your entity has made assessment and is coming up for the approval of the undermentioned material proposed related party transaction in F.Y. 2023-24.

S. No.	Name of the related party	Relation	Transaction summary	₹ in million
1.	Visakha Pharmacy Limited	Subsidiary	Revenue	8,520
2.	Ramky Elsamex Hyderabad Ring Road Limited	Wholly Owned Subsidiary	Revenue	1,000
3.	Hyderabad STPS' Limited	Wholly Owned Subsidiary	Revenue	4,590
4.	Hyderabad STPS' Limited	Wholly Owned Subsidiary	ICD	2,000
5.	Ramky Estates and Farms Limited	Entity in which the Promoter group has significant influence/substantial interest	Revenue	8,080
6.	Ramky Estates and Farms Limited and its Subsidiaries and associate entities.	Entity in which the Promoter group has significant influence/substantial interest	Revenue	1,290
7.	Mumbai Waste Management Limited	Entity in which the Promoter group has significant influence	Revenue	1,510
8.	Re Sustainability Limited and its Subsidiaries and associate entities.	Entity in which the Promoter group has significant influence	Revenue	1,020

We would like to bring to the attention of the members that since the related parties of Ramky Infrastructure Limited operate in infrastructure and sustainability space, the Special Purpose Vehicle (SPV) that needs to be incorporated as part of the project execution by the related party cannot be ascertained at this point of time. Therefore, the approval is being solicited for Ramky Estates and Farms Limited and Re Sustainability Limited and its respective subsidiaries/associate entities (present/future).

Further the proposed transactions are at arm's length basis and in the normal course of business.

None of the Directors or Key Managerial Personnel of the Company and/or their relative(s) is in any way, concerned or interested, financially or otherwise, in the proposed resolution set out in Item No. 7 except the members of Promoter group.

Apart from the above, no other Director or Key Managerial Personnel of the Company and/or their relative(s) is in any way concerned or interested, financially or otherwise, in the proposed resolution set out in Item No. 7 except to the extent of their shareholding in the Company.

The Board of Directors of the Company recommends the Resolution to be passed as a **Special Resolution**.

#### Item No 8:

It is hereby informed that, we are delighted to bring to your attention a transformative opportunity that holds immense potential for Ramky Infrastructure Limited (RIL) and underscores our commitment to strategic growth and value creation. We are delighted to propose a strategic stake sale in Visakha Pharmacy Limited (VPCL), a venture that has showcased remarkable innovation and resilience.

VPCL, originally known as Ramky Pharma City (INDIA) Limited, was founded on March 11, 2004, under the purview of the Companies Act 1956. With its registered office in Hyderabad, VPCL was meticulously structured as a Special Purpose Vehicle (SPV), with RIL holding a significant 51% equity shareholding in the paid-up equity capital.

Our journey with VPCL has been characterized by innovation, ingenuity, and a profound commitment to advancing pharmaceutical infrastructure. The core objective of VPCL is to facilitate the development, augmentation, and maintenance of pharmaceutical infrastructure, notably featuring a state-of-the-art Common Effluent Treatment Plant (CETP) and complementary infrastructure components like roads, water supply networks, sanitation facilities, and disposal infrastructure. This integrated ecosystem serves as a nurturing ground for diverse Pharmaceutical Manufacturing units, enabling them to focus wholeheartedly on their core manufacturing activities. This dynamic venture operates at the heart of the esteemed Jawaharlal Nehru Pharma City (JNPC) in Parwada Mandal, Visakhapatnam, Andhra Pradesh.

What makes our proposal truly compelling is the strategic alignment of this stake sale with our overarching growth ambitions. Our vision is rooted in unlocking future value and creating avenues for strategic expansion. The stake sale in VPCL is a carefully calculated step, fuelled by the need to secure essential funds that will drive our working capital, empower general administrative functions, and empower us to seize prospective investments in future Pharma Industrial Parks across the nation. This approach isn't just a means to an end—it is a strategic lever that positions us for accelerated growth in an evolving pharmaceutical landscape.

VPCL's business model stands as a testament to innovation, adaptability, and sustained growth. We are poised to extend the success story of this model beyond regional boundaries. Our aspirations align seamlessly with the visionary Bulk Drug Parks initiative launched by the Government of India. By replicating VPCL's triumphant model on a national scale, we stand to elevate our industry presence and enhance our role as catalysts for sustainable growth.

Through this strategic move, we intend to unlock the inherent value within VPCL, enabling us to enhance our working capital, fortify our administrative capabilities, and actively participate in the establishment of Pharma and Industrial Parks across the nation. This endeavor will not only elevate our financial resilience but also empower us to contribute meaningfully to the nation's pharmaceutical ecosystem.

It's vital to recognize that our 20-year sub-concession agreement with VPCL remains a steadfast cornerstone of our future revenue generation and cash flow. This agreement secures our position and aligns harmoniously with our strategic objectives. Furthermore, even though the divestment materializes, RIL will remain the operator for next 20 years.

In closing, we approach this proposition with unwavering conviction, as it aligns seamlessly with the terms of the concession agreement and the shareholder agreement between VPCL and APIIC. We are excited to embark on this transformative journey—a journey that promises to unlock our potential, realise future prospects, and enrich our ability to make this possible.

We eagerly anticipate your valuable support and approval, which will empower us to embrace this transformative opportunity with confidence and vigor.

In this connection, the Board of Directors seek the approval and authorization of the members of the company to initiate the process to identify the potential investors to purchase the company's investment in its material subsidiary by following the due process as laid down under the Concession Agreement, Shareholders agreement and generally accepted principles including tendering and valuation processes. Further the Board of Directors affirm that upon completion of the identification process and arriving at the valuation of the material subsidiary and accordingly the value of the company's investment, the members of the company would be approached for the subsequent approval for sale of the investment pursuant to the Listing regulations and Companies Act, 2013.

None of the Directors or Key Managerial Personnel of the Company and/or their relative(s) is in any way concerned or interested, financially or otherwise, in the proposed resolution set out in Item No. 8 of the Notice.

The Board of Directors of the Company recommends the Resolution to be passed as **Special Resolution** as set out in Item No. 8 of the accompanying Notice for approval of the members.

By Order of the Board  
For **RAMKY INFRASTRUCTURE LIMITED**

Sd/-

**Y. R. NAGARAJA**  
**MANAGING DIRECTOR**  
**DIN: 00009810**

**Place: Hyderabad**  
**Date: 10.08.2023**

## Annexure A

### Details of the Directors seeking Appointment/Re-appointment at the forthcoming Annual General Meeting

[Pursuant to Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

Name of Director	Dr. Anantapuruggilla Ravindranath Reddy	Dr. Somavarapu Ravi Kumar Reddy	Dr. Peddibhotla Gangadhara Sastry
Date of Birth	18.06.1957	10.03.1958	14.02.1937
Date of Appointment	29.05.2012	13.11.2018	13.11.2018
Expertise in specific functional areas	<p>Dr. A.G. Ravindranath Reddy is a Fellow Company Secretary, a Post Graduate in Commerce and a Graduate in Law. He is a Corporate Consultant for the past 30 years, specializing in corporate laws, economic laws, foreign exchange laws, corporate restructuring, etc. He believes in 'learning beyond law' and was awarded with a Ph.D. in Management on topic – 'Role of Shareholders in Corporate Governance'.</p> <p>He practiced as an Advocate in Criminal Courts for the initial 2 years of his career. Post that, he had also worked in senior management levels in various companies for 6 years. He possesses hands-on experience in legal and court proceedings, handling public issues, coordinating amalgamation proceedings, advising on BIFR matters, negotiating and drafting various agreements, restructuring and implementation and compliance of corporate governance.</p>	<p>Dr. Somavarapu Ravi Kumar Reddy is a Chartered Accountant and Business Advisory consultant. He consults for many businesses, especially emerging enterprises. For over more than three decades, Ravi has been associated with RK Reddy &amp; Associates, a Hyderabad-based professional boutique firm focused on providing strategic management, finance, tax, and regulatory advisory services. Dr. Ravi has comprehensive experience in financial and management consulting and currently serves on the Boards of a few corporates as an independent director.</p> <p>Dr. Ravi is passionate about rural empowerment and has been actively associated for over a decade with REEDS, a non-profit organization working to enhance rural communities quality of life, playing an active role in various National Development Missions. Recognizing Ravi's rural empowerment and skills development efforts, American Sentinel University, Denver, Colorado, USA, awarded him an Honorary Doctorate in 2015..</p>	<p>Dr. Peddibhotla Gangadhara Sastry holds a Bachelor's Degree in Civil Engineering (Honours) and a Masters in Civil Engineering from the Indian Institute of Technology, Kharagpur as well as a Doctorate in Engineering from Technical University, Dresden, Germany and Post-Doctoral Research in Berlin and Hanover in Germany.</p> <p>Positions Held:</p> <ol style="list-style-type: none"> <li>1. Chairman, Ministry of Environment, Forests and Climate Change, Govt. of India, for Clearing Irrigation &amp; Hydropower Projects in India.</li> <li>2. Director, NIT, Warangal.</li> <li>3. Director General, Water and Land Management Training &amp; Research Institute, Government of Andhra Pradesh.</li> <li>4. Training Specialist, World Bank Hydrology Project.</li> <li>5. Senior Expert, Netherlands-Funded Water Supply Project.</li> <li>6. Chief Advisor, Environment Protection Training &amp; Research Institute.</li> <li>7. Visiting Professor, Ohio State university, USA.</li> </ol>
Qualification	<p>Fellow Company Secretary from the Institute of Company Secretaries of India, and is a Post-Graduate in Commerce From Sri Venkateswara University and a Graduate in Law from Sri Krishnadevaraya University</p>	<p>Dr. Ravi Kumar Reddy is a Chartered Account in Practice.</p>	<ol style="list-style-type: none"> <li>1. B. Tech (Hons), IIT Kharagpur (only one IIT in India at admission time).</li> <li>2. M. Tech, First Rank, IIT Kharagpur in 1958.</li> <li>3. Ph. D with Magna cum Laude from Tech. Uni. , Germany in 1962.</li> <li>4. Post-Doctoral Humboldt Fellow, Germany in 1970-71.</li> <li>5. D.Sc, Nagarjuna University in 2009.</li> <li>6. Published 89 Research Papers in National and International Journals.</li> </ol>

Name of Director	Dr. Anantapuruggilla Ravindranath Reddy	Dr. Somavarapu Ravi Kumar Reddy	Dr. Peddibhotla Gangadhara Sastry
List of other companies in which directorship is held as on March 31, 2023	<ol style="list-style-type: none"> <li>Vijayanagar Sugars Private Limited</li> <li>Rockwell Industries Limited</li> <li>E to E Transportation Infrastructure Private Limited.</li> </ol>	<ol style="list-style-type: none"> <li>Visakha Pharmacity Limited</li> <li>Srinagar Banihal Expressway Limited</li> <li>Ramky Elsamex Hyderabad Ring Road Limited</li> <li>Frank Lloyd Tech Management Services Limited</li> <li>Associated Business Counselling Services Private Limited</li> <li>First-Global Servies &amp; Technologies Private Limited</li> <li>Life Skills and Livelihood Skills - International</li> </ol>	<ol style="list-style-type: none"> <li>Re Sustainability Healthcare Solutions Limited</li> <li>Re Sustainability IWM Solutions Limited</li> <li>Re Sustainability Urban Solutions Private Limited</li> <li>Mumbai Waste Management Limited</li> <li>Chennai MSW Private Limited</li> <li>West Bengal Waste Management Limited</li> <li>Re Sustainability industrial Solutions Private Limited</li> </ol>
Chairman/ Member of the Committees of the Board of the Companies in which he/she is a director as on March 31, 2023	Member – 2	Chairman – 3 Member – 2	Member – 3
Equity Shares held in the Company as on March 31, 2023	Nil	Nil	Nil
Relationship between Directors inter-se	Nil	Nil	Nil

\* Directorships and Committee memberships excludes private companies, foreign companies, Non Profit Companies and includes chairmanship/ membership only in stake holder relationship and audit committee including RIL.