



THE SOUTH INDIA HOTELS AND RESTAURANTS ASSOCIATION

CIN: 93090TN1951NPL002401/GST No. 33AACT5250J1ZH

Registered Office:

Office No. 3, 6th Floor, Seethakathi Business Centre, Anna Salai, Chennai 600006

Tel: 044 2829 7510/7511/7512 E-mail: admin@sihra.in website: www.sihra.in

ADDENDUM TO THE NOTICE FOR THE 73RD ANNUAL GENERAL MEETING OF THE ASSOCIATION

This has reference to the Notice dated July 28, 2024 (Notice of AGM) for the 73rd Annual General Meeting (AGM) of the Members of The South India Hotels and Restaurants Association scheduled to be held at Grad Ball Room, Radisson Blu Hotel GRT Chennai, 531, Grand Southern Trunk Rd, Parangi Malai, Pazavanthangal, Chennai – 600016 on Saturday the 14th day of September 2024 at 11.00 a.m. The said Notice has already been sent to all the Members of the Association in due compliance with the provisions of the Companies Act, 2013 read with the Rules made thereunder.

Subsequent to the issuance of the aforesaid Notice of AGM, there have been circumstances/events (explained in this Addendum) due to which certain modifications/additions to the Notice of AGM were required to be made and accordingly, Members are hereby notified as follows:

This addendum shall be deemed to be part of the Notice of AGM, and shall be read along with the Notice of AGM. Further, the Notice of AGM shall be deemed amended as provided herein:

1. Withdrawal of Item No. 2 of the Notice of AGM

Ordinary Business

Item No. 2

To appoint an Executive Committee Member in the place of Mr. Suresh R Madhok (DIN No. 00220582) who retires by rotation and being eligible offers himself for re-appointment.

Accordingly, the item nos. 3 to 8 shall be renumbered as item nos. 2 to 7.

2. Insertion of a new item as Item No. 8 in the Notice of AGM

SPECIAL BUSINESS:

Item No. 8

To appoint Mr. B Gopinath (DIN No. 10259890) as an Executive Committee Member

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

"RESOLVED THAT pursuant to the provisions of Sections 149, 152 and any other applicable provisions of the Companies Act, 2013 and the rules made thereunder and

provisions of any other guidelines issued by relevant authorities and any other applicable laws (including any statutory modification(s) or re-enactment thereof for the time being in force), Mr. B Gopinath (DIN No. 10259890) in respect of whom the Association has received a notice in writing from a Member of the Association, under Section 160(1) of the Companies Act, 2013 proposing the candidature of Mr. B Gopinath for the office of Executive Committee Member, be and is hereby appointed as an Executive Committee Member of the Association subject to retirement by rotation”.

By order of the Executive Committee of
The South India Hotels and Restaurants Association

Registered Office:

Office No. 3, 6th Floor
Seethakathi Business Center
Anna Salai,
Chennai 600 006

Date: 06.09.2024

T NATARAJAN
HONY. SECRETARY
DIN: 00478495

NOTES:

1. An Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013 in respect of the above Special Business to be transacted at the AGM is annexed hereto.
2. All the processes, notes and instructions relating to remote e-voting and ballot voting during the AGM as set out for in the Notice for the 73rd Annual General Meeting of the Association shall mutatis-mutandis apply to the Resolution proposed in this Addendum to the Notice. The agency appointed for providing e-voting facility to vote on resolutions proposed to be transacted at the AGM will provide the e-voting facility for the resolutions listed in the addendum and the Scrutinisers appointed for the ensuing AGM will act as Scrutinisers for the Resolutions proposed in the Addendum.
3. Documents, if any, referred to in the Addendum to the Notice may be inspected at the Registered Office of the Association on any working day during business hours between 11 a.m. and 1 p.m. up to the date of the Meeting and on the date of the Meeting at the Meeting venue.
4. Members are aware that the Association is offering remote e-voting facility to all the Members of the Association to vote on all the resolutions pertaining to the Agenda items proposed to be transacted at the AGM. The Association deems it appropriate to bring the factual position to the notice of the Members of the Association by the Addendum to the AGM Notice to enable the Members to exercise their voting rights through e-voting facility or at the AGM through ballot voting.
5. The Addendum to the Notice along with the explanatory statement is available on the website of the Association at www.sihra.in and on the website of Central Depository Services (India) Limited at www.evotingindia.com
6. After requisite statutory compliances, this addendum is being circulated electronically and by post to all the members of the Association and it shall form an integral part of the original Notice dated July 28, 2024 of 73rd AGM of the Association and the notes provided therein, for all purposes.
7. Please note that there are no other modifications to the Notice of AGM and this Addendum to the Notice of the AGM shall form an integral part of the Notice of AGM dated July 28, 2024 and should be read in continuation of and in conjunction with the Notice of AGM.

8. Accordingly, Members of the Association, agencies appointed for e-Voting, and other concerned authorities and persons are requested to take note of the withdrawal of the resolution in Item no. 2 of the Notice of AGM and consequent changes in the numbering of the agenda items, and insertion of a new item as item No. 8 after the renumbered item No. 7.
9. The Revised proxy form including the changes notified in the Addendum is annexed hereto.

By order of the Executive Committee of
The South India Hotels and Restaurants Association

Registered Office:

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

The following statement sets out all material facts relating to the special business set out in the notice.

The Executive Committee of the South India Hotels and Restaurants Association at its meeting held on July 20, 2024 approved the Notice convening the 73rd Annual General Meeting (AGM) of the Association scheduled to be held on Saturday, the 14th day of September 2024 at 11 a.m. at Grad Ball Room, Radisson Blu Hotel GRT Chennai, 531, Grand Southern Trunk Rd, Parangi Malai, Pazavanthangal, Chennai – 600016, Tamil Nadu.

Subsequently, the Association received the Resignation letter dated 8th August 2024 from Mr. Suresh R Madhok resigning as Executive Committee Member of the Association and a letter under section 160 of the Companies Act, 2013 from SAS Hotels and Enterprises Limited proposing the candidature of Mr. B Gopinath, Chief Executive Officer of The Residency, Chennai (TNH015) for appointment as Executive Committee Member of the Association by the Members at the forthcoming Annual General Meeting.

Item No. 2 of the Notice of AGM

In the Notice of AGM, it was proposed to appoint an Executive Committee Member in place of Mr. Suresh R Madhok (DIN 00220582) who retires by rotation at this AGM and being eligible, offers himself for re-appointment vide Item No.2 of the Notice of AGM.

The Association has received the resignation letter dated 8th August 2024, from Mr. Suresh R Madhok resigning as Executive Committee Member of the Association. The Executive Committee of the Association at its meeting held through audio-visual means on September 6, 2024, has accepted the said resignation and decided to relieve him from the office of Executive Committee Member of the Association with effect from the date of receipt of the said letter i.e. August 8, 2024.

Consequent to the resignation of Mr. Suresh R Madhok, the Item no. 2 of the Notice of AGM, ***" To appoint an Executive Committee Member in the place of Mr. Suresh R Madhok (DIN 00220582) who retires by rotation and being eligible offers himself for re-appointment"*** stands withdrawn and will not be transacted upon during the forthcoming AGM.

Since item No. 2 of the Notice of AGM stands withdrawn and will not be transacted at the forthcoming Annual General Meeting, Item Nos.3 to 8 of the Notice of AGM are renumbered to read as Item Nos. 2 to 7 respectively.

Insertion of a new agenda item as Item No. 8

Item No. 8

Subsequent to the issue of Notice of AGM to the Members of the Association, the Association has received a notice under Section 160 of the Companies Act 2013 from SAS Hotels and Enterprises Ltd. the company which owns The Residency, 49, G N Chetty Road, T Nagar, Chennai – 600017, a Hotel Member of the Association (TNH015) along with a deposit of Rs. 1,00,000/- (Rupees one lakh only), proposing the candidature of Mr. B Gopinath for appointment as an Executive Committee Member of the Association at the forthcoming AGM, liable to retire by rotation.

Mr. B Gopinath, aged about 59 years, a post graduate in Hotel Management is the Chief Executive Officer of The Residency (Hotel Code TNH015), Chennai. He has extensive work experience in the hospitality industry. He is one of the most dynamic F & B Professional and he handles all the hotels of the Residency Group – a 5-star hospitality chain with

hotels across South India as Chief Executive Officer. Mr. B Gopinath is a Director of Tamil Nadu Tourism Development Corporation, and also a Director on the Boards of SAS Hotels & Enterprises Ltd., JKR Hotels Pvt. Ltd., APA Hotels Pvt. Ltd. and RKR Hotels Pvt. Ltd.

Mr. B Gopinath has given his consent to be an Executive Committee Member of the Association in Form DIR-2 and also given a declaration in Form DIR-8 u/s 164(2) of the Companies Act, 2013 that he has not incurred any disqualification in any of the Companies in which he is a Director in the previous financial year and that he stands free from any disqualification from being a Director.

The Executive Committee commends the proposal for appointment of Mr. B Gopinath along with those who retire by rotation and seeking re-appointment at the forthcoming Annual General Meeting and have already been commended by the Executive Committee. The appointment of Mr. B Gopinath as Executive Committee Member, if approved by the Members at the AGM will be well within the maximum number of Executive Committee Members as per the Articles of Association.

None of the Executive Committee Members other than Mr. B Gopinath is interested or concerned in the Resolution for as an Executive Committee Member.

By order of the Executive Committee of
The South India Hotels and Restaurants Association

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Date: 06.09.2024

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HONY. SECRETARY
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Disclosures as required with respect to Executive Committee Member seeking appointment at the Annual General Meeting

Name	Mr. B Gopinath
DIN	10259890
Date of Birth and age	25.02.1965 – 59 years
Nationality	Indian
Date of first appointment on the Executive Committee of the Association	Not applicable
Qualifications	B.Sc in Psychology Degree in Hotel Management from IHMCT, Chennai Post Graduate in Hotel Management Completed a certificate course in Revenue Management and dynamic pricing strategy from IIM, Ahmedabad
Experience	He has had extensive work experience in the hospitality industry spanning over a period of 3 decades and currently he is the Chief Executive Officer of The Residency, Chennai
Chairman/Member of the Committees of the Boards of Companies in which he is a Director	NIL
Resignation from listed companies in the past 3 years	None
Relationship with other Executive Committee Members, Manager and Key Managerial Personnel of the Association	None
Number of Executive Committee Meetings attended during the year 2023-24	Not applicable
Terms and conditions of appointment /re-appointment	Appointment as non-executive non -independent Executive Committee Member, liable to retire by rotation
Remuneration last drawn if applicable and remuneration sought to be paid	Not applicable