

NOTICE

NOTICE IS HEREBY GIVEN THAT THE TWENTY FOURTH ANNUAL GENERAL MEETING OF THE MEMBERS OF THE COMPANY WILL BE HELD AT QUTUB SHAHI HALL, COUNTRY CLUB, 6-3-1219, BEGUMPET, HYDERABAD – 500 016, TELANGANA, AT 12.00 P.M. ON SATURDAY, THE 29TH DAY OF SEPTEMBER, 2018, TO TRANSACT THE FOLLOWING BUSINESS:

ORDINARY BUSINESS:**Item No. 1 - Adoption of Financial Statements**

To receive, consider and adopt (a) the Audited Financial Statements of the Company for the financial year ended March 31, 2018, together with the Reports of the Board of Directors and the Auditors thereon; and (b) the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2018, together with the Report of the Auditors thereon.

Item No. 2 - Appointment of Director

To appoint a Director in place of Sri E.Bhaskar Rao (DIN: 00003608), who retires by rotation and, being eligible, offers himself for reappointment.

SPECIAL BUSINESS:**Item No. 3 - To ratify the remuneration of the Cost Auditors for the financial year ending 31st March, 2019**

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 Section 148 and all other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) and the rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force), M/s. D R S & Co., Cost Accountants (Membership No. 19892), Hyderabad, appointed as Cost Auditors by the Board of Directors of the Company, to conduct the audit of the cost records of the Company for the financial year 2018-19, be paid a remuneration of ₹ 75,000/- (Rupees Seventy Five Thousand Only) plus applicable taxes and reimbursement of out of pocket expenses incurred in connection with the cost audit.”

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

Item No. 4 - Increase in the aggregate limit of investment by Non-Resident Indians (NRIs) and Overseas Citizens of India (OCIs) in Equity Share Capital of the Company, etc.

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

“RESOLVED THAT pursuant to applicable provisions of Foreign Exchange Management Act, 1999, the Foreign Exchange Management (Transfer or Issue of Security by a Person Resident outside India) Regulations, 2017, read with the Master Directions on Foreign Investment dated January 4, 2018 issued by Reserve Bank of India, the Consolidated FDI Policy, as subsequently amended, the Companies Act, 2013 and the rules made there under and all other applicable rules, and regulations, guidelines and laws (including

any statutory modifications or re-enactment there of for the time being in force) and subject to all applicable approvals, permissions and sanctions and subject to such conditions as may be prescribed by any of the concerned authorities while granting such approvals, permissions, sanctions which may be agreed to by the Board, approval of the members be and is hereby accorded to permit Non-resident Indians (“NRIs”) and an Overseas Citizens of India (“OCIs”), to acquire and hold on their own account such number of equity shares aggregating up to 24% of the total paid-up equity capital for the time being, on a fully diluted basis or up to 24% of the paid-up value of each series of debentures or preference shares or share warrants, for the time being issued by the Company, subject to such laws, rules and regulations as applicable from time to time. Provided, however, that the total holding by any individual NRI or OCI shall not exceed such limits as are applicable or may be prescribed, from time to time, under applicable Acts, Laws, Rules and Regulations (including any statutory modifications or reenactment there of for the time being in force).”

“FURTHER RESOLVED THAT for the purpose of giving effect to above resolution, the Board of Directors and/or any Committee of the Board of Directors of the Company be and are hereby authorised to do all such acts, deeds and things as are incidental there to or as may be deemed necessary or desirable and settle any question or difficulty that may arise, in such manner as it may deem fit.”

By **Order of the Board**
For **SSPDL Limited**

Date: 14.08.2018

A. Shailendra Babu
Company Secretary

SSPDL Limited**Registered Office:**

8-2-595/3/6, Eden Gardens,
Road No.10, Banjara Hills,
Hyderabad - 500 034, Telangana, India.

Corporate Identity Number (CIN): L70100TG1994PLC018540

Phone: 040-6663 7560, Fax: 040-6663 7969.

Website: www.sspdl.com

e-mail: investors@sspdl.com

NOTES:

- 1 A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE INSTEAD OF HIMSELF/HERSELF. THE PROXY, SO APPOINTED, NEED NOT BE A MEMBER OF THE COMPANY.**

PROXY IN ORDER TO BE EFFECTIVE, SHOULD BE DULY STAMPED, COMPLETED, SIGNED AND DEPOSITED AT THE REGISTERED OFFICE OF THE COMPANY NOT LESS THAN 48 HOURS BEFORE THE COMMENCEMENT OF THE MEETING. PROXY FORM IS ANNEXED.

A person can act as proxy on behalf of Members not exceeding fifty (50) and holding in the aggregate not more than 10% of the total share capital of the Company.

In case a proxy is proposed to be appointed by a Member holding more than 10% of the total share capital of the Company carrying voting rights, then such proxy shall not act as a proxy for any other person or shareholder.

Proxies submitted on behalf of limited companies, societies, etc., must be supported by appropriate resolutions/authority, under its seal, etc. as applicable.

- 2** The Register of Members and the transfer books of the Company will be closed from 24.09.2018 to 29.09.2018 (both days inclusive).
- 3** M/s. A.Madhusudana & Co., Chartered Accountants, were appointed as Statutory Auditors of the Company at the 23rd Annual General Meeting held on 28th September, 2017. Pursuant to Notification issued by the Ministry of Corporate Affairs on 7th May, 2018 amending section 139 of the Companies Act, 2013 and the Rules framed thereunder, the mandatory requirement for ratification of appointment of Auditors by the Members at every Annual General Meeting ("AGM") has been omitted, and hence the Company is not proposing an item on ratification of appointment of Auditors at this AGM.
- 4** Statement pursuant to Section 102 of the Companies Act, 2013, relating to the Special Business to be transacted under Item No. 3 to 4 at the ensuing Annual General Meeting is annexed hereto and forms part of the Notice.
Further, additional information with respect to Item No. 2 is also annexed hereto.
- 5** Members holding shares in dematerialized form are requested to intimate all changes pertaining to their bank details, National Electronic Clearing Service (NECS), Electronic Clearing Service (ECS), mandates, nominations (in Form No.SH.13), power of attorney, change of address, change of name, e-mail address, contact numbers, etc., to their Depository Participant (DP).
Changes intimated to the DP will then be automatically reflected in the Company's records which will help the Company and the Company's Registrar and Transfer Agent, M/s. Karvy Computershare Private Limited to provide efficient and better services. Members holding shares in physical form are requested to intimate such changes to M/s. Karvy Computershare Private Limited.

The Securities and Exchange Board of India (SEBI) has mandated the submission of Permanent Account Number (PAN) by every participant in securities market. Members

holding shares in electronic form are, therefore, requested to submit the PAN to their Depository Participants 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.

Further, the members who hold shares in physical form are requested to consider converting their holding to dematerialized form to eliminate all risks associated with physical shares.

Members can contact the Company or M/s. Karvy Computershare Private Limited for assistance in this regard.

Non-Resident Indian Members are requested to inform M/s. Karvy Computershare Private Limited of the change in residential status immediately on return to India for permanent settlement.

The Registrar and Transfer Agent, Karvy Computershare Private Limited (Karvy), Karvy Selenium Tower B, Plot 31-32, Gachibowli, Financial District, Nanakramguda, Hyderabad - 500 032, is handling registry work in respect of shares held both in physical form and in electronic/demat form.

In pursuance of SEBI Circular dated 20th April, 2018 Company has sent communications to the members holding shares in physical form to update their PAN, Bank and other details. Members are requested to fill the details in the form sent and provide necessary documents to update their records.

- 6 Members holding shares in physical form are requested to note the following:**

Regulation 40 of the SEBI (LODR) Regulations, 2015, has been amended and the amended regulation states that:

"Save as otherwise specified in provisions of securities laws or Companies Act, 2013 and rules made thereunder, the listed entity shall also comply with the requirements as specified in this regulation for effecting transfer of securities:

Provided that, except in case of transmission or transposition of securities, requests for effecting transfer of securities shall not be processed unless the securities are held in the dematerialized form with a depository."

As per the above amendment, it is mandated that transfer of securities (incl. shares) would be carried out in dematerialized form only.

As advised by BSE w.e.f. 05.12.2018 the shares lodged for transfer shall be in dematerialized form only. Accordingly, the members of the Company holding shares in physical form may dematerialize the share certificates held by them through the depository participant of their choice and complete the conversion of share certificates from physical form to dematerialized form to avoid any inconvenience in future for transferring those shares, however, as clarified by the SEBI, shareholders may hold shares in physical form also, but, after 05.12.2018 those share certificates cannot be transferred unless they are dematerialized. In this regard, a notice to the members is placed on the website of the Company at www.sspdl.com members are also requested to take note of the same.

- 7 Members desirous of seeking any information/clarifications on the annual accounts are requested to write to the Company at least 7 (seven) working days before the date of Annual General Meeting so that the required information can be made available at the meeting.**

- 8 Members/Proxies are requested to bring their copies of Annual Report and the attendance slip duly filled in for attending the meeting.
- 9 Members who hold shares in dematerialized form are requested to write their Client ID and DP ID Nos. and those who hold shares in physical form are requested to write their Folio number in the attendance slip for attending the meeting.
- 10 Corporate Members intending to send their Authorized Representatives to attend the meeting are requested to send a duly certified copy of the Board Resolution or other governing body, authorizing their representatives to attend and vote at the Annual General Meeting.
- 11 In case of Joint holders attending the meeting only such Joint Holder who is higher in the order of names will be entitled to vote.
- 12 The Ministry of Corporate Affairs has notified provisions relating to unpaid/ unclaimed dividend under Sections 124 and 125 of the Companies Act, 2013 and Investor Education and Protection Fund (Accounting, Audit, Transfer and Refund) Rules, 2016. As per these Rules, dividends which are not encashed/claimed by the Shareholder for a period of seven consecutive years shall be transferred to the Investor Education and Protection Fund (IEPF) Authority. The new IEPF Rules mandate the companies to transfer the shares of shareholders whose dividends remain unpaid / unclaimed for a period of seven consecutive years to the demat account of IEPF Authority. Further, the shareholders whose dividend / shares transferred to the IEPF Authority can now claim their shares from the Authority by following the Refund Procedure as detailed on the website of IEPF Authority <http://iepf.gov.in/IEPFA/refund.html>.
- 13 The Company's equity shares are listed on Bombay Stock Exchange (BSE). The Company has promptly paid annual listing fees to the BSE for the year 2018-19.
- 14 **Appointment/Re-appointment of Directors:**
The Information to be provided, in terms of regulation 36 of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements), Regulations, 2015, clause 1.2.5 of Secretarial Standard-2 (SS-2) on "General Meetings", and the Companies Act, 2013, relating to Re-appointment of Director, Payment of Remuneration, is provided in the enclosed annexures to this notice and the same forms part of the Notice of the 24th Annual General Meeting of the Company.
- 15 **To promote green initiative, members holding shares in electronic form are requested to register/update their e-mail addresses through their Depository Participants for sending the future communications by email. Members holding the shares in physical form may register/update their e-mail addresses through the RTA, giving reference of their Folio Number.**
- 16 Electronic copy of the Annual report is being sent to all the members whose email IDs are registered with the Company/ Depository Participant(s) unless any member has requested for a hard copy of the same. For members who have not registered their email address, physical copies of the notice of 24th Annual General Meeting and the Annual report, inter-alia, indicating the process and manner of e-voting along with Attendance Slip and Proxy Form, is being sent in the permitted mode.
- 17 Members may also note that the Annual Report for the financial year 2017-18 will also be available on the Company's website www.sspdl.com for their download. Members may also note that the notice of the 24th Annual General Meeting of the Company along with attendance slip and proxy form are also be available on the Company's website www.sspdl.com and also on the Karvy's website <https://evoting.karvy.com>.
- 18 Route map of the venue of the Meeting (including prominent land mark) is annexed.
- 19 **VOTING THROUGH ELECTRONIC MEANS:**
In compliance with provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended from time to time, and Regulation 44 of the Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the members are provided with e-voting facility to exercise their right to vote electronically on all the resolutions set forth in the notice of the 24th Annual General Meeting (AGM) of the Company.
The Company as engaged the services of Karvy Computershare Private Limited (Karvy) to provide e-voting facility. It is hereby clarified that it is not mandatory for a member to vote using the e-voting facility, and a member may avail of the facility at his/her/it discretion, subject to compliance with the instructions prescribed below. If a Member casts votes by both modes, then voting done through e-voting shall prevail and Ballot shall be treated as invalid.
The instruction for e-voting are as under:
- A. In case a Member receiving an email of the AGM Notice from Karvy [for Members whose email IDs are registered with the Company/Depository Participant(s)]:**
- Launch internet browser by typing the URL: <https://evoting.karvy.com>
 - Enter the login credentials (i.e., User ID and password mentioned below). Event No. followed by Folio No./DP ID-Client ID will be your User ID. However, if you are already registered with Karvy for e-voting, you can use your existing User ID and password for casting your vote.
 - After entering these details appropriately, Click on "LOGIN".
 - You will now reach password change Menu wherein you are required to mandatorily change your password. The new password shall comprise minimum 8 characters with at least one upper case (A-Z), one lower case (a-z), one numeric (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 address, 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 your password with any other person and that you take utmost care to keep your password confidential.
 - You need to login again with new credentials.
 - On successful login, the system will prompt you to select the "EVENT" i.e., SSPDL Limited.

- vii) On the voting page enter the number of shares (which represents the number of votes) as on the cut-off date under "FOR/ AGAINST" or alternatively, you may partially enter any number in "FOR" and partially in "AGAINST" but the total number in "FOR/AGAINST" taken together should not exceed your total shareholding as mentioned therein. If the shareholders does not indicate either "FOR" or "AGAINST" the shares held will not be counted under either head.
- viii) Shareholders holding multiple folios / demat accounts shall choose the voting process separately for each of the folios / demat accounts.
- ix) Voting has to be done for each item of the Notice separately.
- 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 confirm, 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 / Power of Attorney / Authority Letter, etc., together with attested specimen signature(s) of the duly authorized representative(s), to the Scrutinizer at e-mail ID: savitajyoti@yahoo.com with a copy marked to evoting@karvy.com. The scanned image of the above mentioned documents should be in the naming format "Corporate Name_ EVENT NO."
- xiii) In case a person has become the Member of the Company after despatch of AGM Notice but on or before the **cut-off date i.e. 22nd September, 2018**, may write to Karvy on the email Id: evoting@karvy.com or to Ms. C. Shobha Anand, Contact No.040-67162222, at [Unit: SSPDL Limited] Karvy Computershare Private Limited, Karvy Selenium Tower B, Plot 31-32, Gachibowli, Financial District, Nanakramguda, Hyderabad – 500032, requesting for the User ID and Password. After receipt of the above credentials, please follow all the steps from Sr. No. (i) to (xii) as mentioned in (A)above, to cast the vote.
- B. In case a member receives physical copy of the Notice by Post [for members whose e-mail addresses are not registered with the Company /Depository Participant(s)]:**
- i) User ID and initial password - These will be sent separately.
- ii) Please follow all steps from Sr. No. (i) to (xii) as mentioned in (A) above, to cast your vote.
- C. The e-voting period commences on Tuesday, the 25th September, 2018 at 10.00 A.M. and ends on Friday, 28th September, 2018 at 05.00 P.M.**
- During this period, the Members of the Company holding shares in physical form or in dematerialized form, as on the **cut-off date being Saturday, 22nd September, 2018**, may cast their vote by electronic means in the manner and process set out hereinabove. The e-voting module shall be disabled for voting thereafter. Once the vote on a resolution is cast by the Member, the Member shall not be allowed to change it subsequently. Further, the Members who have casted their vote electronically shall not vote by way of poll, if held at the Meeting.
- D. In case of any query pertaining to e-voting, please visit Help & Frequently Asked Questions (FAQ's) section available at Karvy's website <https://evoting.karvy.com>. (Karvy's Website). Also, may contact on Karvy's toll free number 1800 345 4001.
- E. The voting rights of the Members shall be in proportion to their shares of the paid up equity share capital of the Company as on the cut-off date being Saturday, 22nd September, 2018. A person who is not a Member as on the cut-off date should treat this Notice for information only.
- F. The Company has appointed Smt. Savita Jyoti, Practicing Company Secretary, Hyderabad, vide Membership No. FCS 3738, CP No.1796, has been appointed as the Scrutinizer to scrutinize the e-voting process in a fair and transparent manner.
- G. The Scrutinizer shall immediately after the conclusion of the voting at AGM, first count the votes cast at the meeting, thereafter unblock the votes cast through e-voting in the presence of at least two (2) witnesses not in the employment of the Company and make not later 48 hours of conclusion of the meeting, a consolidated Scrutinizers Report of the total votes cast in the favour or against, if any, to the Chairman of the Company or a person authorised by him in writing who shall counter sign the same.
- H. The Results on resolutions shall be declared after the Annual General Meeting of the Company and the resolution(s) will be deemed to be passed on the Annual General Meeting date subject to receipt of the requisite number of votes in favour of the Resolution(s).
- I. The Results declared along with the Scrutinizer's Report(s) will be available on the website of the Company (www.sspdl.com) and Service Provider's website (<https://evoting.karvy.com>) and communication of the same to the BSE Limited.

By **Order of the Board**
For **SSPDL Limited**

Date: 14.08.2018

A. Shailendra Babu
Company Secretary

SSPDL Limited

Registered Office:

8-2-595/3/6, Eden Gardens,

Road No.10, Banjara Hills,

Hyderabad - 500 034, Telangana, India.

Corporate Identity Number (CIN): L70100TG1994PLC018540

Phone: 040-6663 7560, Fax: 040-6663 7969.

Website: www.sspdl.com

e-mail: investors@sspdl.com

STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

As required under Section 102 of the Companies Act, 2013, the following Statement sets out all material facts relating to the Special Business specified in item no. 3 to 4 of the Notice of the Meeting. Information as required under Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Clause 1.2.5 of the Secretarial Standard on General Meetings (SS-2) is given below.

Item No. 3 - To ratify the remuneration of the Cost Auditors for the financial year ending 31st March, 2019

The Board, on the recommendation of the Audit Committee at its meeting held on 14th August, 2018, appointed M/s. D R S & Co., Cost Accountants, having Membership No. 19892, as cost auditor of the Company, in terms of Section 148 of the Companies Act, 2013 ("the Act") and fixed a sum of ₹ 75,000/- (Rupees Seventy Five Thousands Only) as remuneration payable to him for the financial year 2018-19, subject to ratification by the shareholders of the Company.

In terms of Section 148(3) of the Act, read with the Companies (Audit and Auditors) Rules, 2014, the remuneration payable to the cost auditor, as recommended by the Audit Committee and approved by the Board, is required to be ratified by the shareholders of the Company, at the ensuing AGM of the Company.

None of the Directors or Key Managerial Personnel of the Company or their relatives is concerned or interested, financially or otherwise, in the resolution set out in Item No. 3 of this Notice.

The Board, therefore, recommends the ordinary resolution, as set out in item No. 3, for ratification of the remuneration payable to the Cost Auditor by the shareholders of the Company.

Item No. 4 - Increase in the aggregate limit of investment by Non-Resident Indians (NRIs) and Overseas Citizens of India (OCIs) in Equity Share Capital of the Company, etc.

In terms of Foreign Exchange Management Act, 1999, as amended, the Foreign Exchange Management (Transferor Issue of Security by a Person Resident Outside India) Regulations, 2017, as amended (the "FEMA Regulations"), and other applicable law with regard to foreign investment in India by a Non-resident Indians (NRIs) or an Overseas Citizens of India (OCIs) (together with the FEMA Regulations, the "FEMA Laws"), NRIs or an OCIs may purchase or sell Capital Instruments of a listed Indian company on repatriation basis, on a recognised stock exchange in India, subject to the following conditions:

- (1) NRIs or OCIs may purchase and sell Capital Instruments through a branch designated by an Authorised Dealer for the purpose;
- (2) The total holding by any individual NRI or OCI shall not exceed 5 percent of the total paid-up equity capital on a fully diluted basis or should not exceed 5 percent of the paid-up

value of each series of debentures or preference shares or share warrants issued by an Indian company and the total holdings of all NRIs and OCIs put together shall not exceed ten percent of the total paid-up equity capital on a fully diluted basis or shall not exceed ten percent of the paid-up value of each series of debentures or preference shares or share warrants;

Provided that the aggregate ceiling of 10 percent may be raised to 24 percent if a special resolution to that effect is passed by the General Body of the Indian company.

In view of the above, the special resolution is proposed to the members, only to enable the NRIs and OCIs to purchase/hold from time to time, as per the FEMA Regulations, the shares and other capital instruments like preference shares, warrants, debentures, etc., that may be issued by the company. In this regard, the Board of Directors of the Company in their meeting held on 14.08.2018, subject to approval of the shareholders by a special resolution and approvals, if any, of the concerned authorities, decided to raise the aggregate ceiling from 10 percent to 24 percent.

As per FEMA Regulations, 'Non-Resident Indian (NRI)' means an individual resident outside India who is citizen of India and 'Overseas Citizen of India (OCI)' means an individual resident outside India who is registered as an Overseas Citizen of India Cardholder under Section 7(A) of the Citizenship Act, 1955.

As on date, NRIs on repatriation basis are holding 5.01% and NRIs on non-repatriation basis holding 0.50% of the Company's paid-up equity share capital.

None of the Directors or the Key Managerial Personnel ("KMPs") of the Company and / or their relatives is concerned or interested, financially or otherwise, in the proposed resolution.

The Board is of the opinion that the Resolution set out at Item No. 4 of the Notice is in the best interests of the Company and therefore, recommends the same for the approval of the Members.

By **Order of the Board**
For **SSPDL Limited**

Date: 14.08.2018

A. Shailendra Babu
Company Secretary

SSPDL Limited

Registered Office:

8-2-595/3/6, Eden Gardens,
Road No.10, Banjara Hills,

Hyderabad - 500 034, Telangana, India.

Corporate Identity Number (CIN): L70100TG1994PLC018540

Phone: 040-6663 7560, Fax: 040-6663 7969.

Website: www.sspdl.com

e-mail: investors@sspdl.com

**ANNEXURE TO THE NOTICE
APPOINTMENT AND RE-APPOINTMENT OF DIRECTORS
(Item No. 2 of the Notice of 24th Annual General Meeting of M/s. SSPDL Limited)**

BRIEF PROFILE OF SRI E.BHASKAR RAO:

Name of the Director	Sri E.Bhaskar Rao
DIN	00003608
Age	Completed 56 Years
A brief resume, Qualification(s), Experience and Nature of his expertise in specific functional areas, Recognition or awards	He is a Commerce graduate and has 24 years of varied experience in the business of poultry breeding and real estate and construction.
Terms and conditions of appointment or re-appointment	As per the applicable provisions of the Companies Act, 2013 and the rules made thereunder (as amended from time to time), he is liable to retire by rotation. Proposed to appoint him as a non-executive director of the Company. Sri E.Bhaskar Rao, who retires by rotation, and being eligible, offers himself for re-appointment.
Details of the remuneration last drawn by such person (F.Y. 2017-18)	Other than sitting fees for attending Board meetings and Committee meetings of the Board, he is not eligible for payment of any other remuneration and during the financial year 2017-18 he has been paid an amount of ₹ 142,500/- (Rupees One Lakh Forty Two Thousand Five Hundred Only) as sitting fees.
Date of first appointment on the Board	24.10.1994
Shareholding in the Company	150,000 (1.16%)
Relationship with other Directors and Key Managerial Personnel	None of the directors of the Company are relatives of Sri E.Bhaskar Rao as per the provisions of the Section 2(77) of the Companies Act, 2013.
The number of Meetings of the Board attended during the Financial Year 2017-18	4 Board Meetings
Other Directorships (excluding SSPDL Limited)	He is also a director in, Srinivasa Agri Tech Pvt. Ltd., Sri Krishna Devaraya Hatcheries Pvt. Ltd., Jaagruthi Foundations Pvt. Ltd., Sri Lakshmi Narasamma Minerals Pvt. Ltd., Mojasa Enterprises LLP, Jaagruthi Ventures Pvt. Ltd., Edala Infrastructures Pvt. Ltd., SSPDL Ventures Pvt. Ltd., CBA Hotels & Resorts Pvt. Ltd., Edala Propertis Pvt. Ltd., Edala Hotels Pvt. Ltd., Corporate Enterprises Pvt. Ltd., SSPDL Infra Projects India Pvt. Ltd., SSPDL Resorts Pvt. Ltd., SSPDL Realty India Pvt. Ltd., SSPDL Real Estates India Pvt. Ltd., Mojasa Fragrances and Cosmetics Pvt. Ltd., (under the processing of Striking off).
Membership / Chairmanship of Committees of other Boards (excluding SSPDL Limited)	He is neither a member in any Committee of the Board nor a Director in any other listed Company.

PROXY FORM

[Pursuant to Section 105(6) of the Companies Act, 2013 and Rule 19 (3) of the Companies
(Management and Administration) Rules, 2014]

Name of Member(s) : _____

Registered Address : _____

Email Id : _____

Regd. Folio No./Client ID : _____ DP ID: _____

I/We, being the member (s) of _____ Shares of SSPDL Limited, hereby appoint:

1. Name _____ Address _____

Email ID _____ Signature _____

or failing him

2. Name _____ Address _____

Email ID _____ Signature _____

or failing him

3. Name _____ Address _____

Email ID _____ Signature _____

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the Twenty Fourth Annual General Meeting of the Company, to be held on Saturday, the 29th day of September, 2018 at 12:00 P.M. at Qutub Shahi Hall, Country Club, 6-3-1219, Begumpet, Hyderabad - 500 016, Telangana and at any adjournment thereof in respect of such resolutions as are indicated below:

S. No.	Resolutions	For	Against
	Ordinary Business:		
1.	To receive, consider and adopt (a) the Audited Financial Statements of the Company for the financial year ended March 31, 2018, with the Reports of the Board of Directors and the Auditors thereon; and (b) the Auditor Consolidated Financial Statements of the Company for the financial year ended March 31, 2018, together with the Report of the Auditor thereon.		
2.	To appoint a Director in place of Sri E.Bhaskar Rao, who retires by rotation.		
	Special Business:		
3.	To ratify the remuneration of the Cost Auditors for the financial year ending 31st March, 2019		
4.	To Increase in the aggregate limit of investment by Non-Resident Indians (NRIs) and Overseas Citizens of India (OCIs) in Equity Share Capital of the Company, etc.		

Signed this _____ day of _____, 2018.

Signature of Shareholder: _____

Signature of Proxy holder(s) _____

Affix a
15 paise
Revenue
Stamp

NOTE: This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Company, not less than 48 hours before the commencement of the Meeting.

Route Map To AGM Venue





SSPDL LIMITED

CIN: L70100TG1994PLC018540

Regd.Off: 8-2-595/3/6, Eden Gardens, Road No. 10,
Banjara Hills, Hyderabad - 500 034, Telangana.

Phone No.: 040 - 6663 7560, Fax No.: 040 - 6663 7969.

www.sspdl.com email: investors@sspdl.com

ATTENDANCE SLIP

PLEASE COMPLETE THIS ATTENDANCE SLIP AND HAND IT OVER AT THE ENTRANCE OF THE MEETING HALL

Registered Folio / DP ID & Client ID	
Number of Shares held	
Name and address of the Shareholder (In block letters)	

1. I hereby record my presence at the **Twenty Fourth Annual General Meeting of the Company held on Saturday, the 29th day of September, 2018 at 12:00 P.M. at Qutub Shahi Hall, Country Club, 6-3-1219, Begumpet, Hyderabad - 500 016, Telangana.**
2. Signature of the Shareholder / Proxy Present _____
3. Shareholder / Proxy Holder wishing to attend the meeting must bring the duly signed Attendance Slip to the meeting.
4. Shareholder/Proxy Holder attending the meeting is requested to bring his / her copy of the Annual Report.

