

**1.Re-Appointment of Smt. Sujatha Sivakumar (DIN 08536232) as Non Executive Independent Director of the company**

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

“RESOLVED THAT pursuant to approval of the Board of Directors in their meeting and pursuant to the provisions of Sections 149, 150, 152 read with Schedule IV and any other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 and the applicable provisions of Listing Regulations (including any statutory modification(s) or re-enactment thereof for the time being in force), the approval of the Members of the Company be and is hereby accorded for appointment of Smt. Sujatha Sivakumar(**DIN No. 08536232**) who has submitted a declaration confirming the criteria of Independence under Section 149(6) of the Companies Act, 2013 read with the Listing Regulations, as amended from time to time, whose term shall not be subject to retirement by rotation, to hold office for 5 (five) consecutive years on the Board of the Company for a term w.e.f. 25<sup>th</sup> September 2024 to 24<sup>th</sup> September 2029.”

RESOLVED FURTHER THAT P.Umayal, Chairman cum Managing Director of the Company be and is hereby authorised to take all such steps as may be necessary, proper and expedient to give complete effect to this resolution.”

**2. Appointment of Mr. A.Arunkumar as Non Executive Independent Director of the company**  
To consider and if thought fit, to pass with or without modification(s), the following resolution as on Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152, 160, Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) read with SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) (as amended) and upon the recommendation of the Nomination and Remuneration Committee and the consent of the Board of Directors, Mr. ARUNKUMAR ANNAMALAI (DIN 07176491) as Independent Director of the Company who has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Act, Regulation 16(1) (b) of Listing Regulations and the Articles of Association of the Company and whose name is included in the databank as required under Rule 6 of the Companies (Appointment and Qualification of Directors) Rules, 2014 and who is eligible for appointment and in respect of whom a notice in writing under Section 160 of the Companies Act, 2013 from a member has been received by the Company, proposing his candidature for the office of Independent Director and who is eligible for appointment as Independent Director of the Company, be and is hereby appointed to hold office from December 10<sup>th</sup>, 2024 to December 09<sup>th</sup>, 2029 and not liable to retire by rotation.”

“RESOLVED FURTHER THAT P.Umayal, Chairman cum Managing Director of the Company be and is hereby authorised to take all such steps as may be necessary, proper and expedient to give complete effect to this resolution”

### **3.Appointment of Mr.N Dinesh as Non Executive Independent Director of the company**

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

**“RESOLVED THAT** pursuant to the provisions of Sections 149, 150, 152, 160, Schedule IV and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) read with SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”) (as amended) and upon the recommendation of the Nomination and Remuneration Committee and the consent of the Board of Directors, Mr. Natarajan Dinesh (DIN 10013116) as Independent Director of the Company who has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Act, Regulation 16(1) (b) of Listing Regulations and the Articles of Association of the Company and whose name is included in the databank as required under Rule 6 of the Companies (Appointment and Qualification of Directors) Rules, 2014 and who is eligible for appointment and in respect of whom a notice in writing under Section 160 of the Companies Act, 2013 from a member has been received by the Company, proposing his candidature for the office of Independent Director and who is eligible for appointment as Independent Director of the Company, be and is hereby appointed to hold office from December 10<sup>th</sup>, 2024 to December 09<sup>th</sup>, 2029 and not liable to retire by rotation.”

**“RESOLVED FURTHER THAT**P.Umayal, Chairman cum Managing Director of the Company be and is hereby authorised to take all such steps as may be necessary, proper and expedient to give complete effect to this resolution”

**DETAILS OF INDEPENDENT DIRECTORS**

|  |   |   |  |
|--|---|---|--|
| <b>Name</b>  | <b>Sujatha Sivakumar</b>                          | <b>Arunkumar Annamalai</b>                | <b>CS N Dinesh</b>   |
| <b>DIN No.</b>                                       | 8536232   | 7176491                                   | 10013116   |
| <b>Date of Birth &amp; Age</b>                       | 06.09.1972<br>(51years)                           | 20.02.1982                                | 12.08.1988   |
| <b>Nationality</b>                                   | Indian  | Indian                                    | Indian   |
| <b>Date of Appointment on the Board</b>              | 14.08.2019  | 10-12-2025                                | 10-12-2025   |
| <b>Relation with other Director</b>                  | Nil   | -   | -  |
| <b>Qualification</b>                                 | BA Corporate Secretaryship                        | Diplomo in Computer Science and B.E.(EEE) | ACS, B.B.A   |
| <b>Experience</b>                                    | 4 years as Independent Director in Listed company | 15 years as Businessmen                   | 7 Years as Company Secretary   |
| <b>No. of Shares held</b>                            | Nil   | 2552                                      | -  |
| <b>List of Directorships held in other Companies</b> | Nil   | Nil                                       | 1.AVR SWARNAMAHAL JEWELRY LIMITED.<br>2.RESONA HOSPITALS & RESEARCH INSTITUTE LIMITED.<br>3.UNNAMALAI HOSPITAL LIMITED |