

13th August, 2014

MR. G. VENKATRAMAN
FLAT NO. 802, 8TH FLOOR,
CHEMBUR GULMARG COOP HSG SOC,
CHEMBUR NAKA,
R C MARG CHEMBUR,
MUMBAI- 400071.

Dear Mr. G. VENKATRAMAN

Sub: Appointment as an Independent Director of our Company –Reg.

We are pleased to inform you that the shareholders at their Annual General Meeting held on 13th August, 2014 have approved your appointment as an Independent Director (ID) of the Company, as envisaged under section 149 read with Schedule IV and other applicable provisions of the Companies Act, 2013.

Term

Your appointment as an independent director is for a period of five consecutive years from the conclusion of the this Annual General Meeting, during which period you will not be subject to retirement by rotation. Your tenure will also be subject to your continuing to meet the criteria of independence.

Remuneration

Remuneration by way of Profit related Commission as may be decided by the Board periodically, within the overall limit permitted under the Companies Act, 2013 and approved by the shareholders.

Directors will be entitled to reimbursement of expenses incurred by them in connection with attending the Board Meeting, Committee Meetings, General Meetings and in relation to the business of the Company towards hotel accommodation, travelling and other out-of-pocket expenses.

Pursuant to applicable law, Independent Director will not be entitled to any stock options.

Committees

You may be nominated on one or more Committees of the board and in such event you shall abide with the relevant Committee's term of reference and any specific responsibilities.

Code of Conduct and Duties and Responsibilities

1. The Independent Director shall abide by the Guidelines of professional conduct, Role, Function and Duties as an Independent Director as provided in Schedule IV of the Companies Act, 2013, Listing Agreement and any other law for the time being in force and in future.

2.The Independent Director shall strictly abide by all Code of Conducts as prescribed by the Company as required to be followed by various acts, enactments, Rules, Regulations, agreements etc., at any point of time.

3.The Independent Director should not indulge in any activity that is detrimental to the Company and its stake holders directly or indirectly at any point of time.

Prohibition of Insider Trading

Independent Director will follow the Company's Code for prevention of insider Trading on insider information and the requirement under the Companies Act, 2013 and SEBI Regulations, which inter-alia requires that price-sensitive information is not used or transmitted and maintained securely. You should not make any statements that might risk a breach of these requirements without prior clearance.

Separate Meeting

The Separate Meeting of Independent Directors is not required for our Company Since the Clause 49 of the Listing Agreement is not applicable for time being as informed by SEBI.

Evaluation:

1.The Re-appointment of Independent Director shall be on the basis of report of performance evaluation and in compliance with the Companies Act, 2013 and relevant Rules thereof.

2.The resignation and removal of Independent Director shall be in the same manner as is provided in Sections 168 and 169 of the Act.

General

1.You will submit a declaration in the beginning of every financial year under section 149(6) of the Companies Act, 2013("the Act") during your tenure confirming whether you meet the criteria of independence.

2.You will promptly inform the Board of any change in the status of your independence.

3.So long as you are Independent Director of the Company, the number of companies in which you hold office as a director or a chairman or committee member will not exceed the upper limit stipulated under the Act and the listing agreement.

4.So long as you are Independent Director of the Company, you will ensure that you do not get disqualified to act as a director pursuant to the provisions of section 164 of the Act.

5.You will ensure compliance with other provisions of the Act and the listing agreement as applicable to you as an independent director.



Please Confirm your acceptance by signing and returning the enclosed copy of letter to the Company.

Thanks & Regards

For Apollo Sindoori Hotels Limited


Suneeta Reddy

Director

 Hospitality  Catering  Restaurants  Management Services

Apollo Sindoori Hotels Limited Old # 19, New # 41, Uthamar Gandhi Salai, P 044 - 43084849
(Registered & Corporate Office) Anugraha, Nungambakkam, Chennai - 600 034 E info@sindoori.com

(Admin Office) # 150/62, Greams Road Thousand Lights, P 044 - 49045000
Chennai - 600 006

CIN No.L72300TN1998PLC041360



13th August, 2014

MR. SURESH R MADHOK
PALM TERRACE, OLD NO 11,
NEW NO 4,, SOUTH MADA STREET,
SRINAGAR COLONY, SAIDAPET,
CHENNAI-600015.

Dear Mr. SURESH R MADHOK

Sub: Appointment as an Independent Director of our Company –Reg.

We are pleased to inform you that the shareholders at their Annual General Meeting held on 13th August, 2014 have approved your appointment as an Independent Director (ID) of the Company, as envisaged under section 149 read with Schedule IV and other applicable provisions of the Companies Act, 2013.

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Thanks & Regards

For Apollo Sindoori Hotels Limited

For Apollo Sindoori Hotels Limited

Suneeta Reddy

Director

13th August, 2014

MR. GEORGE EAPEN
B-5 ALSA DEER PARK.,
101 VELACHERRY ROAD
GUINDY,
CHENNAI- 600032.

Dear Mr. GEORGE EAPEN

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