

PTC India Financial Services Limited

CIN: L65999DL2006PLC153373

Registered Office: 7th Floor, Telephone Exchange Building, 8 Bhikaji Cama Place New Delhi - 110 066

Tel: +91 11 26737300 / 26737400 Fax: 26737373

Website: www.ptcfinancial.com E-mail: info@ptcfinancial.com

NOTICE OF 15th ANNUAL GENERAL MEETING

NOTICE is hereby given that the 15th (Fifteenth) Annual General Meeting ("AGM") of the Members of PTC India Financial Services Ltd. ("PFS" or the "Company") will be held on Friday, 24th day of September, 2021 at 11:00 a.m. by way of Video Conferencing ("VC") to transact the following business:

ORDINARY BUSINESS

1. To receive, consider and adopt:
 - a) Audited Standalone Financial Statements of the Company for the financial year ended 31st March 2021, together with Board's Report, and report of Auditor's thereon; and
 - b) Audited Consolidated Financial Statements of the Company for the financial year ended 31st March 2021 and report of Auditor's thereon.
2. To re-appoint Dr. Pawan Singh (DIN : 00044987) who retires by rotation at this Annual General Meeting and being eligible, offers himself for re-appointment.

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

"RESOLVED THAT Dr. Pawan Singh (DIN : 00044987) who retires by rotation and who is eligible for re-appointment as per his existing terms of appointment be and is hereby re-appointed."

SPECIAL BUSINESS

3. To re-appoint Shri Kamlesh Shivji Vikamsey (DIN: 00059620) as an Independent Director of the Company

To consider and if thought fit, to pass with or without modification(s) the following resolution 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 (the "Act") and the Companies (Appointment and Qualification of Directors) Rules, 2014, as amended from time to time, and the applicable regulations of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") (including any statutory modification(s) or re enactment(s) thereof, for the time being in force) and upon the recommendation of Nomination and Remuneration Committee, Shri Kamlesh Shivji Vikamsey (DIN: 00059620), who was appointed as Independent Director by the Board for a period of three years w.e.f. 12th May 2018 and who is eligible for re-appointment and who meets the criteria for independence as provided in Section 149(6) of the Act along with the rules framed thereunder and SEBI Listing Regulations, be and is hereby re-appointed as Independent Director of the Company for a further period of three years w.e.f. 12th May, 2021.

FURTHER RESOLVED THAT any Director or Company Secretary of the Company be and is hereby authorized to do all such acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

4. To re-appoint Shri Santosh Balachandran Nayar (DIN: 02175871) as an Independent Director of the Company

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

"RESOLVED THAT pursuant to the provisions of Section 149, 150, 152 and other applicable provisions, if any, of the Companies Act, 2013 (the "Act") and the Companies (Appointment and Qualification of Directors) Rules, 2014, as amended from time to time, and the applicable regulations of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") (including any statutory modification(s) or re enactment(s) thereof, for the time being in force) and upon the recommendation of Nomination and Remuneration Committee, Shri Santosh Balachandran Nayar (DIN: 02175871), who was appointed as Independent Director, by the Board for a period of three years w.e.f. 25th June 2018 and who is eligible for re-appointment and who meets the criteria for independence as provided in Section 149(6) of the Act along with the rules framed thereunder and SEBI Listing Regulations be and is hereby re-appointed as Independent Director of the Company for a further period of three years w.e.f. 25th June 2021.

FURTHER RESOLVED THAT any Director or Company Secretary of the Company be and is hereby authorized to do all such acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

5. To appoint Ms. Renu Narang (DIN: 08070565) as Non-Executive Nominee Director and in this regard to consider and if thought fit, to pass with or without modification (s), the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to provisions of Section 152, 161 and other applicable provisions of the Companies Act, 2013 (the "Act") and rules framed thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) and upon the recommendation of Nomination and Remuneration Committee, Ms. Renu Narang (DIN: 08070565), who was appointed as an additional director in the category of Nominee Director of PTC India Limited (Promoter Company) by the Board of Directors w.e.f. 21st June 2021 and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a member proposing her candidature for the office of the Director of the Company, be and is hereby appointed as a Non- Executive Director as Nominee of PTC India Limited whose office shall be liable to retire by rotation.

FURTHER RESOLVED THAT any Director or Company Secretary of the Company be and is hereby authorized to do all such acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

By Order of the Board of Directors,
For PTC India Financial Services Limited

Sd/-
(Vishal Goyal)
Company Secretary
M.No. A19124

Place: New Delhi
Date: 27th August 2021

Address: 7th Floor, Telephone Exchange Building,
8 Bhikaji Cama Place, New Delhi-110066

Notes

1. In view of the continuing COVID-19 pandemic, the Ministry of Corporate Affairs ("MCA") has vide its circular nos. 14/2020 and 17/2020 dated April 8, 2020 and April 13, 2020 respectively, in relation to "Clarification on passing of ordinary and special resolutions by companies under the

- Companies Act, 2013 (the “Act”) and the rules made thereunder on account of the threat posed by Covid-19”, circular no. 20/2020 dated May 5, 2020 in relation to “Clarification on holding of annual general meeting (“AGM”) through video conferencing (“VC”) or other audio visual means (“OAVM”) and Circular no. 02/2021 dated January 13, 2021 in relation to “Clarification on holding of annual general meeting (“AGM”) through video conferencing (“VC”) or other audio visual means (“OAVM”)” (collectively referred to as “MCA Circulars”) and Securities and Exchange Board of India (“SEBI”) vide its circular no. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 in relation to “Additional relaxation in relation to compliance with certain provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 – Covid-19 pandemic” and circular no. SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 in relation to “Relaxation from compliance with certain provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 due to the COVID -19 pandemic” (collectively referred to as “SEBI Circulars”) permitted the holding of the Annual General Meeting (“AGM”) through VC / OAVM, without the physical presence of the Members at a common venue. In compliance with the relevant circulars and other applicable provisions of the Act, the 15th AGM of the Members of the Company is being conducted through VC.
2. Since this meeting is called through VC and in accordance with the Secretarial Standard-2 on General Meetings issued by the Institute of Company Secretaries of India (“ICSI”) read with Clarification/Guidance on applicability of Secretarial Standards - 1 and 2 dated 15th April, 2020 issued by the ICSI, the proceedings of the AGM shall be deemed to be conducted at the Registered Office of the Company which shall be the deemed venue of the AGM.
 3. The relevant details, pursuant to Section 102 of the Act and Regulations 26(4) and 36(3) of the SEBI Listing Regulations and Secretarial Standard on General Meetings issued by the ICSI, in respect of Director seeking appointment/ re-appointment at this AGM are also annexed to this Notice.
 4. Pursuant to the provisions of the Act, a Member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/ her behalf and the proxy need not be a Member of the Company. Since this AGM is being held pursuant to the MCA Circulars and SEBI Circulars through VC, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the AGM and consequent to which, the Proxy Form, Attendance Slip and route map of the AGM are not annexed to this Notice.
 5. In compliance with the aforesaid MCA Circulars and SEBI Circular dated May 12, 2020, Notice of the AGM along with the Annual Report 2020-21 is being sent only through electronic mode to those Members whose email addresses are registered with the Company/ Depositories/ Registrar and Share Transfer Agent (“RTA”) as on 27th August 2021. Members may note that the Notice of the AGM and Annual Report 2020-21 will also be available on the Company’s website www.ptcfinc.com, websites of the Stock Exchanges i.e. BSE Limited (“BSE”) and National Stock Exchange of India Limited (“NSE”) at www.bseindia.com and www.nseindia.com respectively and also on the website of M/s. Kfin Technologies Pvt. Ltd. (“KFin/ RTA” or “E-voting agent”) at <https://evoting.kfintech.com>
 6. The Member’s log-in to the VC platform using the remote e-voting credentials shall be considered for record of attendance at the AGM and such Member attending the AGM will be counted for the purpose of reckoning the quorum under Section 103 of the Act.
 7. Relevant documents referred to in the accompanying Notice of the AGM and the explanatory statement are open for inspection at the registered office of the Company on all working days, except Saturdays and Sunday, between 11:00 a.m. and 1:00 p.m. upto the date of AGM. The requisite statutory registers shall also be open for inspection through electronic mode during the AGM.
 8. SEBI has mandated the submission of Permanent Account Number (“PAN”) for participating in the securities market. Members holding shares in electronic form are, therefore, requested to submit their PAN to their Depository Participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their PAN to the Company or Kfin i.e. Registrar and Share Transfer Agent (“RTA”) of the Company.
 9. SEBI Notification No. SEBI/LAD-NRO/GN/2018/24 dated 8th June 2018 and further amendment vide Notification No. SEBI/LAD-NRO/GN/2018/49 dated 30th November 2018, requests for effecting transfer of securities (except in case of transmission or transposition of securities) shall not be processed from 01st April 2019 unless the securities are held in the dematerialized form with the depositories. Therefore, shareholders are requested to take action to dematerialize the Equity Shares of the Company, promptly.
 10. As permitted under Section 72 of the Act, the nominees are requested to write to RTA of the Company in the nomination form (i.e. Form No. SH. 13). In case, shares held in dematerialised form, the nomination has to be lodged with the respective depository participant. The nomination form can be downloaded from the Company’s website www.ptcfinc.com.
 11. The communication address of our RTA is :-
KFin Technologies Pvt. Ltd.
Selenium Tower B, Plot 31 & 32,
Financial District, Nanakramguda, Serilingampally Mandal,
Hyderabad - 500 032, Telangana.
Toll free number - 1- 800-309-4001
 12. Members are requested to notify immediately any change of address and change in bank details etc.:
i) to their DP in respect of Shares held in dematerialized form
ii) to RTA in respect of their physical shares, if any, quoting their folio number.
 13. Electronic Clearing System (ECS) facility shall be used for payment to shareholders, therefore, shareholders are requested to give their mandate in the form enclosed.
 14. None of the Directors/KMPs of the Company is in anyways related to each other.
 15. Members are requested to send all correspondence concerning registration of transmissions, sub-division, consolidation of shares or any other shares related matter and/or change in address and bank account, to Company’s RTA.
 16. Members who hold shares in physical form in multiple folios in identical names or joint holding in the same order of names are requested to send the share certificates to the Company’s RTA, for consolidation into a single folio.
 17. Members desirous of getting any information on any item(s) of business of this meeting are requested to address their queries to the Company at the registered office atleast 10 days prior to the date of the meeting, so that the information required can be made readily available at the meeting.
 18. Members who wish to claim dividends, which remain unpaid, are requested to correspond with our RTA. Members are requested to note that dividend not en-cashed/ claimed within seven years will be transferred to Investor Education and Protection Fund of Government of India as per provisions of the Act. In view of this, members are requested to send all un-cashed dividend warrants pertaining to respective years to Company/ RTA for revalidation and en-cash them before due date.
 19. Pursuant to the provisions of Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) and Regulation 44 of SEBI Listing Regulations, and the above

referred MCA Circulars , the Company is providing facility of remote e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has appointed Kfin i.e. our RTA 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 RTA.

20. The members who have cast their vote by remote-voting prior to the meeting may also attend the meeting but shall not be entitled to cast their vote again.

21. Members may please note that :-

a. Notice of the AGM along with Annual Report for FY 2020-21 are being sent to all the members whose name appears as on 27th August 2021 (closing hours) in the Register of members or beneficial owner as received from RTA.

b. The voting rights of shareholders shall be in proportion to their shares of the paid up equity share capital of the Company as on 17th September 2021 being cut-off date. Members are eligible to cast vote through remote e-voting or voting in the AGM only if they are holding shares as on that date. A person who is not the member as on the cut off date shall this notice for information purpose only and shall have right to attend the AGM only and not for voting.

22. The Ministry of Corporate Affairs has undertaken a 'Green Initiative in Corporate Governance' and allowed companies to share documents with its shareholders through electronic mode. Members are requested to support this green initiative by registering/uploading their email addresses, in respect of shares held in dematerialized form with their respective Depository Participant and in respect of shares held in physical form with the Company's Registrar and Share Transfer Agents.

23. Non-Resident members are requested to inform RTA, immediately of:

(a) Change in their residential status on return to India for permanent settlement.

(b) Particulars of their bank account maintained in India with complete name branch, account type, account number and address of the bank with pin code number, if not furnished earlier.

(c) In terms of notification issued by SEBI, equity shares if the Company are under compulsory demat trading by all investors. Members are therefore, advised to dematerialize their shareholding to avoid inconvenience in trading in shares of the Company.

24. Subject to receipt of requisite number of votes, the resolutions shall be deemed to be passed on the date of the AGM i.e. 24th September 2021.

25. The Members can join the AGM in the VC mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC 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 Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.

26. ELECTRONIC DISPATCH OF ANNUAL REPORT AND PROCESS FOR REGISTRATION OF EMAIL ID FOR OBTAINING COPY OF ANNUAL REPORT

1. In accordance with the MCA Circulars and SEBI Circulars

a) Notice of the AGM along with the Integrated Report for the financial year 2020-21 is being sent to the Members, trustees of debenture holders and to all other persons so entitled in electronic mode only, whose email addresses has been

registered with the Company/ Depository Participants ('DPs')/ Depository/ KFIN. Members are requested to verify/ update their details such as email address, mobile number etc. with their DPs, in case the shares are held in electronic form and with KFIN, in case the shares are held in physical form.

b) Those Members who have not yet registered their email addresses and consequently, have not received the Notice and the Integrated Report, are requested to get their email addresses and mobile numbers registered with KFIN, by following the guidelines mentioned below.

2. Guidelines to register email address:

i) Visit the link <https://ris.kfintech.com/clientservices/mobilereg/mobileemailreg.aspx>

ii) Select the company name i.e. PTC India Financial Services Limited.

iii) Enter DPID-CLIENT ID (in case shares are held in electronic form)/ Physical Folio No. (in case shares are held in physical form) and PAN.

iv) If PAN details are not available in the system, the system will prompt to upload a self-attested copy of the PAN card for updating the records.

v) In case shares are held in physical form and PAN is not available in the records, please enter any one of the Share Certificate No. in respect of the shares held by you.

vi) Enter the email address and Mobile No.

vii) System will check the authenticity of DPID-CLID/ Physical Folio No. and PAN/Certificate No., as the case may be, and will send the OTPs at the registered Mobile No. as well as email address for validation.

viii) Enter the OTPs received by SMS and email to complete the validation process. Please note that the OTPs will be valid for 5 minutes only.

ix) The Company through KFIN will send the Notice, Integrated Report and the e-voting instructions along with the User ID and Password to the email address given by you.

x) Alternatively, Members may send a copy of the share certificate (in case shares are held in physical form) to enable KFIN to register their e-mail address and to provide them the Notice, Integrated Report and the e-voting instructions along with the User ID and Password at the email id einward.ris@kfintech.com.

In order to enable the Company to comply with MCA circulars and to participate in the green initiative in Corporate Governance, members are requested to register their email addresses in respect of shares held in electronic form with their Depository Participant(s) permanently for sending the Annual report, Notice of AGM and the e-voting instructions.

xi) Kindly note that in case the shares are held in electronic form, the above facility is only for temporary registration of email address for receipt of Notice, Integrated Report and the e-voting instructions along with the User ID and Password. Such Members will have to register their email address with their DPs permanently, so that all communications are received by them in electronic form.

xii) In case of queries, Members are requested to write to ris@kfintech.com or call at the toll free number 1800 309 4001.

27. Procedure for Remote E-Voting

- a) 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, the provisions of Regulation 44 of the Listing Regulations and MCA Circulars, Members are provided with the facility to cast their vote electronically, through the e-voting services provided by KFin on all Resolutions set forth in this Notice, through remote e-voting. It is hereby clarified that it is not mandatory for a Member to vote using the remote e-voting facility.
- b) 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 evoting@Kfintech.com. However, if he / she is already registered with KFin for remote e-Voting then he /she can use his / her existing User ID and password for casting the vote.
- c) The remote e-voting facility will be available during the following period:

Day, date and time of Commencement of remote e-voting	From : 21 st September, 2021 (9:00 am)
Day, date and time beyond which remote e-voting will not be allowed	To: 23 rd September, 2021 (5:00 pm)

The remote e-voting will not be allowed beyond the aforesaid date and time and the e-voting module shall be disabled by KFin upon expiry of the aforesaid period. Once the vote on a Resolution(s) is cast by the Member, the Member shall not be allowed to change it subsequently.

The process and manner for remote e-voting are explained below:-

Step 1: Access to NSDL/CDSL e-Voting System

1. Login method for e-Voting : Applicable only for Individual shareholders holding securities in Demat

As per the SEBI circular dated December 9, 2020 on e-voting facility provided by Listed Entities, Individual Shareholders holding shares of the Company in demat mode can cast their vote, by way of a single login credential, through their demat accounts/websites of Depositories and Depository Participants. Shareholders are advised to update their mobile number and e-mail address in their demat accounts in order to access e-voting facility. The procedure to login and access remote e-voting, as devised by the Depositories/ Depository Participant(s), is given below:

A. Login method for Individual shareholders holding securities in demat mode is given below:

NSDL	CDSL
<p>I. User already registered for IDeAS facility of NSDL:</p> <p>I. URL: https://eservices.nsdl.com;</p> <p>II. Click on the “Beneficial Owner” icon under ‘IDeAS’ section.</p> <p>III. On the new page, enter User ID and Password. Post successful authentication, click on “Access to e-Voting”</p>	<p>I. Existing user who have opted for Easi / Easiest of CDSL</p> <p>I. Visit URL: https://web.cdslindia.com/myeasi/home/login or URL: www.cdslindia.com</p> <p>II. Click on “New System Myeasi” icon</p> <p>III. Login with your registered user id and password.</p> <p>IV. Option will be made available to reach e-voting page without any further authentication.</p>

NSDL	CDSL
<p>IV. Click on company name : PTC India Financial Services Limited or E-Voting Service Provider and you will be re-directed to e-Voting service provider (“Kfin”) website for casting the vote during the remote e-Voting period.</p>	<p>V. You will see the e-Voting Menu. The menu will have links of Evoting Service Provider i.e. KFin e-Voting portal where the e-voting is in progress.</p> <p>VI. Click on e-voting service provider – “Kfin” to cast your vote.</p>
<p>2. User not registered for IDeAS e-Services facility of NSDL</p> <p>I. To register click on link: https://eservices.nsdl.com</p> <p>II. Select “Register Online for IDeAS” or click on the link: https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</p> <p>III. Proceed with completing the required fields.</p> <p>IV. After successful registration, please follow steps given in Point No. 1 above to cast your vote.</p>	<p>2. User not registered for Easi/ Easiest facility of CDSL</p> <p>I. Option to register is available at https://web.cdslindia.com/myeasi/Registration/EasiRegistration</p> <p>II. Proceed with completing the required fields.</p> <p>III. After successful registration, please follow steps given in Point No. 1 above to cast your vote.</p>
<p>3. By visiting the e-Voting website of NSDL</p> <p>I. Visit URL: https://www.evoting.nsdl.com/</p> <p>II. Click on the icon “Login” which is available under “Shareholder/Member” section.</p> <p>III. Enter User ID (i.e. 16-digit demat account number held with NSDL starting with IN), Login Type, that is, through typing Password (in case you are registered on NSDL’s e-voting platform)/through generation of OTP (in case your mobile/e-mail address is registered in your demat account) and Verification Code as shown on the screen.</p> <p>IV. Post successful authentication, you will be requested to select Name of the Company: PTC India Financial Services Limited or the E-Voting Service Provider, i.e. KFin.</p> <p>V. On successful selection, you will be redirected to the e-Voting page of KFin to cast your vote without any further authentication.</p>	<p>3. Users may directly access the e-Voting module of CDSL as per the following procedure:</p> <p>I. Visit URL: www.cdslindia.com</p> <p>II. Provide your demat Account Number and PAN.</p> <p>III. System will authenticate user by sending OTP on registered Mobile & Email as recorded in the Demat Account.</p> <p>IV. On successful authentication, you will enter the e-voting module of CDSL. Click on the e-Voting link available against PTC India Financial Services Limited or select E-Voting Service Provider “KFin” and you will be re-directed to the e-Voting page of KFin to cast your vote without any further authentication.</p>

B. Individual Shareholders (holding securities in demat mode) login through their depository participants.

You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. Once login, you will be able to see e-Voting option. Click on e-Voting option and you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see

e-voting feature. Click on options available against the Company's Name : PTC India Financial Services Limited or E-Voting Service Provider - KFin and you will be redirected to e-Voting website of KFin for casting your vote during the remote e-Voting period.

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forgot Password option available at the NSDL and CDSL websites

Help Desk for Individual Shareholders of the Company holding Shares of the Company in demat mode facing any technical issue related to login through NSDL	Help Desk for Individual Shareholders of the Company holding Shares of the Company in demat mode facing any technical issue related to login through CDSL
Please contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at toll free no.: 1800 1020 990 and 1800 22 44 30	Please contact CDSL helpdesk by sending a request at evoting@cDSLindia.com or contact at 022- 23058738 or 22-23058542-43.

28. Login method for e-Voting for Shareholders other than Individual shareholders holding Shares of the Company in demat mode and Shareholders holding Shares in physical mode

A. Members whose email IDs are registered with the Company/ Depository Participants, will receive an email from KFin which includes 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://emeetings.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) xxxx, 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 KFin 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 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., 'PTC India Financial Services 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. 17th Sept. 2021 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 on cut-off date. You may also choose the option ABSTAIN. Pursuant to Clause 16.5.3(e) of Secretarial Standard on General Meetings ("SS-2") issued by the Council of the Institute of Company Secretaries of India and approved by the Central Government,

in case a Member abstains from voting on a Resolution i.e., the Member neither assents nor dissents to the Resolution, then his/her/ its vote will be treated as an invalid vote with respect to that Resolution.

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/JPEG Format) of the Board Resolution/ Authority Letter etc., authorizing its representative to attend the AGM through VC on its behalf and to cast its vote through remote e-voting to the Scrutinizer at email id ashish Kapoorandassociates@gmail.com with a copy marked to evoting@kfintech.com. In case if the authorized representative attends the Meeting, the above mentioned documents shall be submitted before the commencement of AGM.

B. Members whose email IDs are not registered with the Company/ Depository Participants(s), and consequently the Annual Report, Notice of AGM and e-voting instructions cannot be serviced, will have to follow the following process:

I. Members who have not registered their email address and in consequence the Annual Report, Notice of AGM and e-voting instructions cannot be serviced, may temporarily get their email address and mobile number provided with KFin, by accessing the link: <https://ris.kfintech.com/clientservices/mobilereg/mobileemailreg.aspx>.

Members are requested to follow the process as guided to capture the email address and mobile number for sending the soft copy of the notice and e-voting instructions along with the User ID and Password. In case of any queries, member may write to einward.ris@kfintech.com.

II. Alternatively, member may send a copy of share certificate in case of physical folio to enable KFin to register their e-mail address for sending the Annual report, Notice of AGM and the e-voting instructions at the email id einward.ris@kfintech.com.

III. In order to enable the Company to comply with MCA circulars and to participate in the green initiative in Corporate Governance, members are requested to register their email addresses in respect of shares held in electronic form with their Depository Participant(s) permanently for sending the Annual report, Notice of AGM and the e-voting instructions.

IV. After receiving the e-voting instructions, please follow all steps above to cast your vote by electronic means.

29. Instructions for all the shareholders, including Individual, other than Individual and Physical, for attending the AGM of the Company through VC and e-Voting during the meeting.

i. Member will be provided with a facility to attend the AGM through VC platform provided by KFin. Members may access the same at <https://emeetings.kfintech.com/> by using the e-voting login

credentials provided in the email received from the Company/KFin. After logging in, click on the Video Conference tab and select the EVEN of the Company. Click on the video symbol and accept the meeting etiquettes to join the meeting. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned above.

- ii. Facility for joining AGM through VC shall open atleast 15 minutes before the commencement of the Meeting.
- iii. Members are encouraged to join the Meeting through Laptops/Desktops with Google Chrome (preferred browser), Safari, Internet Explorer, Microsoft Edge, Mozilla Firefox22.
- iv. Members will be required to grant access to the webcam to enable VC. Further, Members connecting from Mobile Devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio/Video loss due to fluctuation in their respective network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
- v. The Members who have not cast their vote through remote e-voting shall be eligible to cast their vote through e-voting system available during the AGM. E-voting during the AGM is integrated with the VC platform. The Members may click on the voting icon displayed on the screen to cast their votes.
- vi. The members attending the AGM who have not already casted their voting by e-voting will be able to exercise their voting at the AGM. The Members who have cast their vote by remote e-Voting prior to the AGM may attend / participate in the AGM through VC but shall not be entitled to cast their vote on such resolution again.
- vii. Institutional Members are encouraged to attend and vote at the AGM through VC.

30. GENERAL INSTRUCTIONS/INFORMATION FOR MEMBERS FOR VOTING ON THE RESOLUTIONS AT THE AGM:

- a. A Member can opt for only a single mode of voting i.e. through remote e-voting or e-voting at the AGM. Members who are present at the AGM through VC facility and have not cast their votes on the Resolutions through remote e-voting may cast their votes during the AGM through the e-voting system provided by KFin during the AGM. Members who have already cast their votes by remote e-voting are eligible to attend the AGM; however, these Members are not entitled to cast their vote again in the AGM.
- b. The e-Voting window shall be activated upon instructions of the Chairman of the Meeting during the AGM. Upon clicking the e-voting window, Members will be directed to the "Instapoll" page. An icon, "Vote", will be available at the bottom left on the Meeting Screen.
- c. E-voting during the AGM is integrated with the VC platform and no separate login is required for the same. The Members shall be guided on the process during the AGM.
- d. The voting rights of Members shall be in proportion to the paid-up value of their shares in the Equity Share capital of the Company as on the cut-off date i.e. 17th September 2021. Members are eligible to cast their vote either through remote e-voting or in the AGM by insta poll only if they are holding Shares as on that date. A person who is not a Member as on the cut-off date is requested to treat this Notice for information purposes only.
- e. In case a person has become a Member of the Company after dispatch of AGM Notice but on or before the cut-off date for e-voting, he/she/

it may obtain the User ID and Password in the manner as mentioned below:

- a) If the **mobile number** of the Member is **registered** against Folio No./DP ID Client ID, the Member may send SMS: MYEPWD <space> E-Voting Event Number + Folio No. or DP ID Client ID to **9212993399**
 - Example for NSDL:
MYEPWD <SPACE>
IN12345612345678
 - Example for CDSL:
MYEPWD <SPACE>
1402345612345678
 - Example for Physical:
MYEPWD <SPACE>
XXXX1234567890
 - b) If e-mail address or mobile number of the member is registered against Folio No. / DP ID Client ID, then on the home page of <https://evoting.kfintech.com/>, the member may click "Forgot Password" and enter Folio No. or DP ID Client ID and PAN to generate a password.
 - f. Members who may require any technical assistance or support before or during the AGM are requested to contact KFin at Toll free number 1800- 309-4001 or write to them at evoting@kfintech.com
 - g. Member may send an e-mail request to evoting@kfintech.com. However, KFin shall endeavor to send User ID and Password to those new Members whose e-mail IDs are available.
 - h. In case of any query and/or grievance, in respect of voting by electronic means, Members may refer to the Help & Frequently Asked Questions (FAQs) and E-voting user manual available at the download section of (<https://evoting.kfintech.com/public/Faq.aspx> (KFin Website) or contact Mr. Raj Kumar Kale Assistant General Manager - RIS at rajkumar.kale@kfintech.com or evoting@kfintech.com or call KFin's Toll Free No. 1800-309-4001 for any further clarifications.
 - i. This AGM has been convened through VC in compliance with applicable provisions of the Companies Act, 2013 read with MCA Circulars referred point 1 of the notes.
 1. Members can participate at the AGM through desktop/ phone/ laptop/ tablet. However, for better experience and smooth participation, it is advisable to use Google Chrome, through Laptops connected through broadband, for the said purpose.
 2. Members who participate using their desktop/phone/laptop/tablet and are connected via Mobile Hotspot, may experience Audio/Video loss due to fluctuation in their respective network. It is therefore recommended to use a stable Wi-Fi or LAN connection to mitigate any of the said glitches.
 3. Further, Members will be required to allow access to the camera on their desktop/phone/laptop/tablet and are requested to use Internet service with a good connectivity, for smooth participation at the AGM.
31. All the documents referred to in this Notice and the Explanatory Statement setting out the material facts in respect of Item nos. 3 to 5 thereof and the Statutory Registers, will be made available for inspection by the Company and as such the Members are requested to send an email to info@ptcfincial.com

32. Members may contact the Company or KFIN for conveying grievances, if any, relating to the conduct of the AGM, at the following address:

KFin Technologies Private Limited
 Unit: PTC India Financial Services Limited
 Selenium Tower B, Plot Nos. 31 & 32
 Financial District, Nanakramguda
 Serilingampally Mandal
 Hyderabad, Telangana - 500032
 Toll Free No.1800 3094 001
 Email: einward.ris@kfintech.com

Contact Person:

Shri Raj Kumar Kale, Assistant General Manager(RIS)

33. SCRUTINIZER FOR E-VOTING AND DECLARATION OF RESULTS:

- a. Mr. Ashish Kapoor (Membership FCS No. 8002) of M/s. Ashish Kapoor & Associates, has been appointed as Scrutinizer to scrutinize the e-voting process as well as e-voting during the AGM, in a fair and transparent manner.
- b. The Scrutinizer will, after the conclusion of the e-voting at the AGM, scrutinize the votes cast at the Meeting and votes cast through remote e-voting, make a consolidated Scrutinizer's Report and submit the same to the Chairman of the Company or any other person of the Company authorised by the Chairman, who shall countersign the same. The Results shall be declared within two working days of the conclusion of the AGM.
- c. The results declared along with the consolidated Scrutinizer's Report will be placed on the website of the Company at www.ptcfinancial.com and the website of KFin: <https://evoting.kfintech.com> immediately after the results are declared and will simultaneously be forwarded to BSE Limited and NSE, where the Equity Shares of the Company are listed.
- d. The Resolutions shall be deemed to be passed on the date of the Meeting, i.e. 24th September 2021 subject to receipt of the requisite number of votes in favour of the Resolutions.

34. SUBMISSION OF QUESTIONS / QUERIES PRIOR TO AGM:

- a) Members desiring any additional information or having any question or query pertaining to the business to be transacted at the AGM are requested to write from their registered e-mail address, mentioning their name, DP ID and Client ID number/folio number and mobile number to the Company's investor email-id i.e. info@ptcfinancial.com so as to reach the Company by 23rd September 2021, to enable the Management to keep the information ready. The queries may be raised precisely and in brief to enable the Company to answer the same suitably depending on the availability of time at the AGM.

- b) Alternatively, Members holding shares as on the cut-off date may also visit <https://evoting.kfintech.com/> and click on the tab "Post Your Queries Here" to post their queries/ views/questions in the window provided, by mentioning their name, demat account number/folio number, email ID and mobile number. The window shall be activated during the remote e-voting period i.e. from 21st September 2021 (09 : 00 a.m.) to 23rd September 2021 (05 : 00 p.m).
- c) Members can also post their questions during AGM through the "Ask A Question" tab, which is available in the VC Facility.
- d) The Company will, at the AGM, endeavor to address the queries received till 23rd September 2021 (05:00 p.m.) from those Members who have sent queries from their registered email IDs. Please note that Members' questions will be answered only if they continue to hold shares as on the cut-off date.

35. SPEAKER REGISTRATION BEFORE AGM

Members of the Company, holding shares as on the cut-off date i.e. 17th September 2021 and who would like to speak or express their views or ask questions during the AGM may register as speakers by visiting <https://emeetings.kfintech.com>, and clicking on "Speaker Registration" during the period from 21st September 2021 (09 : 00 a.m.) to 23rd September 2021 (05 : 00 p.m). Those Members who have registered themselves as a speaker will only be allowed to speak/express their views/ask questions during the AGM. The Company reserves the right to restrict the number of speakers depending on the availability of time at the AGM.

Members can also provide their feedback on the services provided by the Company and its Registrar & Transfer Agents by sending an email to the Company at info@ptcfinancial.com. This feedback will help the Company in enhancing Shareholder Service Standards.

36. KPRISM – MOBILE SERVICE APPLICATION BY KFINTECH:

Members are requested to note that Kfin has launched a mobile application – KPRISM and a website <https://kprism.kfintech.com> for online service to Shareholders.

Members can download the mobile application, register themselves (one time) for availing host of services viz., view of consolidated portfolio serviced by KFin, Dividend status, request for change of address, change/ update Bank Mandate. Through the Mobile application, Members can download Annual Reports, standard forms and keep track of upcoming General Meetings and dividend disbursements. The mobile application is available for download from Android Play Store. Members may alternatively visit the link <https://kprism.kfintech.com/app/> to download the mobile application.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

Item no. 3

In pursuance to the provisions of Section 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) read with rules made thereunder, Shri Kamlesh Shivji Vikamsey (DIN: 00059620), was appointed as an Independent Director, by the Board of Directors w.e.f. 12th May 2018 for a period of three years.

The Board of Directors of the Company at its meeting held on 09th March 2021, upon the recommendation of Nomination and Remuneration Committee, had approved and recommended to the shareholders for re-appointment of Shri Kamlesh Shivji Vikamsey as Independent Directors for a second term of three consecutive years on the Board of the Company w.e.f. 12th May 2021.

Shri Kamlesh Shivji Vikamsey is not disqualified from being appointed as a Director in terms of Section 164 of the Act and has given his consent to act as a Director. The Company has received a declaration from Shri Kamlesh Shivji Vikamsey that he meets the criteria of independence as prescribed both under sub-section (6) of Section 149 of the Act and under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”). In the opinion of the Board, Shri Kamlesh Shivji Vikamsey fulfills the conditions for his re-appointment as an Independent Director as specified in the Act and the SEBI Listing Regulations.

Shri Kamlesh Shivji Vikamsey is independent of the management and possesses appropriate skills, experience and knowledge. He has registered themselves in the data bank maintained with the Indian Institute of Corporate Affairs, Manesar (“IICA”). In terms of Section 150 of the Act read with Rule 6(4) of the Companies (Appointment & Qualification of Directors) Rules, 2014, and not required to undertake online proficiency self-assessment test conducted by the IICA.

Shri Kamlesh Shivji Vikamsey has confirmed that he is not debarred from appointment by any order of SEBI or any other authority.

Considering the background and experience of Shri Kamlesh Shivji Vikamsey, the Board, on the basis of the satisfactory performance evaluation of Shri Kamlesh Shivji Vikamsey and recommendation of Nomination and Remuneration Committee, considers that the continued association of Shri Kamlesh Shivji Vikamsey would be of immense benefit to the Company and it is desirable to continue to avail his services as Independent Director.

Accordingly, the Board recommends the resolution set out at Item No. 3 in relation of re-appointment of Shri Kamlesh Shivji Vikamsey as an Independent Director, for the approval of members of the Company as a Special Resolution.

None of the Directors or Key Managerial Personnel and their relatives except Shri Kamlesh Shivji Vikamsey and his relatives (to the extent of their shareholding in the Company, if any) are concerned or interested, financially or otherwise, in the resolution set out at Item No. 3.

Brief Profile of Shri Kamlesh Shivji Vikamsey

Shri Kamlesh Shivji Vikamsey has a bachelor's degree in commerce from the University of Mumbai and is a qualified Chartered Accountant. He is a Senior Partner of Khimji Kunverji & Co LLP, Chartered Accountants since 1982. He has more than thirty five years of experience in Accounting and Finance, Taxation, Corporate and Advisory services. Presently: He is Chairperson of the Audit Advisory Committee of United Nations Children's Fund (UNICEF), New York, United States of America; Interim Chairperson and Member of the Independent Management Advisory Committee (IMAC) of International Telecommunication Union (ITU), Geneva, Switzerland; Member of Audit Committee of World Meteorological Organization (WMO), Geneva, Switzerland. He is on the Board of several Listed Public & Private Limited

Companies as Independent Director and Chairman of Audit Committee and Trustee and Treasurer of Global Vipassana Foundation, an internationally renowned Trust which has constructed Global Pagoda in Mumbai.

He was the Chairperson of External Audit Committee (EAC) of International Monetary Fund (IMF), Washington D.C., United States of America 2017-2018, and Member since 2015; the Chairperson of the Audit Advisory Committee of the United Nations Development Programme (UNDP) and a member of the Indian Advisory Board at Intuit. He was the President of the Confederation of Asian and Pacific Accountants (CAPA) 2007-2009 and was the Deputy President of CAPA during 2005-2007. He was a Board Member of the International Federation of Accountants (IFAC) from 2005 until 2008. He was the President of the Institute of Chartered Accountants of India (ICAI) during 2005-06. He has served as a member of various advisory and expert committees at national and international levels including as a Member of the Steering Committee for comprehensive review of Governance and Oversight within the United Nations.

Item no. 4

In pursuance to the provisions of Section 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 (“the Act”) read with rules made thereunder, Shri Santosh Balachandran Nayar (DIN: 02175871), was appointed as an Independent Director, by the Board of Directors w.e.f. 25th June 2018 for a period of three years.

The Board of Directors of the Company at its meeting held on 21st June 2021, upon the recommendation of Nomination and Remuneration Committee, had approved and recommended to the shareholders for re-appointment of Shri Santosh Balachandran Nayar as Independent Directors for a second term of three consecutive years on the Board of the Company w.e.f. 25th June 2021.

Shri Santosh Balachandran Nayar is not disqualified from being appointed as a Director in terms of Section 164 of the Act and has given his consent to act as a Director. The Company has received a declaration from Shri Santosh Balachandran Nayar that he meets the criteria of independence as prescribed both under sub-section (6) of Section 149 of the Act and under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“SEBI Listing Regulations”). In the opinion of the Board, Shri Santosh Balachandran Nayar fulfills the conditions for his re-appointment as an Independent Director as specified in the Act and the SEBI Listing Regulations.

Shri Santosh Balachandran Nayar is independent of the management and possesses appropriate skills, experience and knowledge. He has registered themselves in the data bank maintained with the Indian Institute of Corporate Affairs, Manesar (“IICA”). In terms of Section 150 of the Act read with Rule 6(4) of the Companies (Appointment & Qualification of Directors) Rules, 2014, and not required to undertake online proficiency self-assessment test conducted by the IICA.

Shri Santosh Balachandran Nayar has confirmed that he is not debarred from appointment by any order of SEBI or any other authority.

Considering the background and experience of Shri Santosh Balachandran Nayar, the Board, on the basis of satisfactory performance evaluation of Shri Santosh Balachandran Nayar, and recommendation of Nomination and Remuneration Committee, considers that the continued association of Shri Santosh Balachandran Nayar would be of immense benefit to the Company and it is desirable to continue to avail his services as Independent Director.

Accordingly, the Board recommends the resolution set out at Item No. 4 in relation of re-appointment of Shri Santosh Balachandran Nayar as an Independent Director, for the approval of members of the Company as a Special Resolution.

None of the Directors or Key Managerial Personnel and their relatives except Shri Santosh Balachandran Nayar and his relatives (to the extent of their shareholding in the Company, if any) are concerned or interested, financially or otherwise, in the resolution set out at Item No. 4.

Brief Profile of Shri Santosh Balachandran Nayar

Shri Santosh Balachandran Nayar is the Independent Director on the Board of the Company. Shri Santosh Balachandran Nayar has rich working experience of more than 40 years in project finance and banking, including international & investment banking, and life insurance industry. Shri Nayar was the Chairman of India Infrastructure Finance Company Limited (IIFCL), a wholly-owned Government of India Enterprise.

Item no. 5

Appointment of Ms. Renu Narang (DIN: 08070565) as Non-executive Nominee Director

Ms. Renu Narang (DIN: 08070565), aged about 56 years is, currently, holding the position of Executive Director in NTPC Limited. She was appointed as an Additional Director on the Board of Company w.e.f. 21st June 2021 upon the recommendation of the Nomination & Remuneration Committee, as Nominee Director of PTC India Limited (Promoter Company), and holds office up to the date of the ensuing Annual General Meeting (“AGM”).

The Company has received a notice in writing as per Section 160 of the Companies Act, 2013 (“the Act”), signifying intention to propose Ms. Renu Narang as Non-Executive Director on the Board of the Company. The above appointment of Ms. Renu Narang, as Director being liable to retire by rotation in terms of Section 152 of the Act requires approval of the Members in the AGM. Ms. Renu Narang has confirmed that she is not disqualified from being appointed as a Director under Section 164 of the Act and has not been debarred from appointment by any order of SEBI or any other authority.

The Board recommends the resolution set out at Item no. 5 of the notice for your approval.

None of the Directors or Key Managerial Personnel and their relatives except Ms. Renu Narang and her relatives (to the extent of their shareholding in the

Company, if any) are concerned or interested, financially or otherwise, in the resolution set out at Item No. 5.

Brief resume of Ms. Renu Narang

Ms. Renu Narang, is the Executive Director (Finance) of NTPC Limited. She is also the Chief Executive Officer of NTPC Electric Supply Limited, a wholly owned subsidiary of NTPC Ltd. She is serving as a Nominee, part time Director on the Board(s) of NTPC’s subsidiaries/ joint ventures namely “Bhartiya Rail Bijlee Company Ltd., Bangladesh-India Friendship Power Company (Pvt.) Limited, and Hindustan Urvarak & Rasayan Ltd.

Ms. Narang has over 33 years of experience in all aspects of Finance and Accounts. Resource mobilization from domestic and foreign lenders for both Long Term and Short Term needs has been her forte. Her experience spans over areas in International Finance, Budgeting, Financial Concurrence, Investor Services, Treasury and Commercial and Regulatory issues etc. She was also responsible for implementation of SAP based ERP across the company. Ms. Narang is a Management Graduate from Indian Institute of Management, Lucknow; is an alumnus of SRCC, Delhi University. She also holds a Bachelor’s degree in Law (LLB) from Delhi University.

The Board considers that her association would be of immense benefit to the Company. Accordingly, the Board recommends the resolution in relation of appointment of Ms. Renu Narang as Nominee Director, for the approval of members of the Company as an Ordinary Resolution.

By Order of the Board of Directors,
For PTC India Financial Services Limited

Sd/-
(Vishal Goyal)
Company Secretary
M.No. A19124

Place: New Delhi
Date: 27th August, 2021

Address: 7th Floor, Telephone Exchange Building,
8 Bhikaji Cama Place, New Delhi-110066

Information about the Directors seeking Appointment/Re-appointment at the 15th Annual General Meeting in pursuant to Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with Secretarial Standards-2 as issued by ICSI

Name	Dr. Pawan Singh	Shri Kamlesh Shivji Vikamsey	Shri Santosh Balachandran Nayar	Ms. Renu Narang
Date of birth	19th October, 1961	06 th December 1960	06 th September 1954	05 th August 1966
Age	59 years 6 months	60 years	67 years	56 years
DIN No.	00044987	00059620	02175871	08070565
Date of appointment/ re-appointment	01st Feb., 2012	12 th May 2021	25 th June 2021	21 st June 2021
Qualification	MBA, Ph.D	B.com and Chartered Accountant	B.Com (Hons.), CAIIB	Management Graduate from Indian Institute of Management, Lucknow; LL.B.
Details of remuneration sought to be paid	Details given in Board Report	N.A.	N.A.	N.A.
Nationality	Indian	Indian	Indian	Indian
Experience	More than 38 years	Practicing Chartered Accountant since 1982	More than 40 years	More than 33 years
Expertise in specific functional areas	Vast Experience in Management, Power Sector & Infra Finance	Finance Sector	Banking & Finance Sector	Finance & Accounts
Date of first appointment on the Board of the Company	01st Feb., 2012	12 th May 2018	25 th June 2018	21 st June 2021
Terms and conditions of appointment or re- appointment along with details of remuneration sought to be paid	As per his exiting terms of appointment	As Independent Director he shall be entitled only for the sitting fee for attending the Board/ Committee meetings. Further details, please refer subjected resolution along with explanatory statement.	As Independent Director he shall be entitled only for the sitting fee for attending the Board/ Committee meetings. Further details, please refer subjected resolution along with explanatory statement.	Non-Executive Nominee Director she shall be entitled only for attending the Board/ Committee meetings, which shall be paid to the NTPC Limited (Promoter Company of PTC India Limited). Further details, please refer subjected resolution along with explanatory statement.
Last drawn remuneration, if applicable	Details given in Board Report	Only sitting fee is paid, details given in the Corporate Governance Report	Only sitting fee is paid, details given in the Corporate Governance Report	N.A.
No. of Board meetings attended during the year 2020-21	Details given in Corporate Governance Report	Details given in Corporate Governance Report	Details given in Corporate Governance Report	N.A.

Name	Dr. Pawan Singh	Shri Kamlesh Shivji Vikamsey	Shri Santosh Balachandran Nayar	Ms. Renu Narang
Name(s) of the other Companies in which Directorship held including membership/ chairman of any committee	PTC Energy Limited (Member - Audit Committee)	<ol style="list-style-type: none"> Navneet Education Limited (Member- Nomination & Remuneration Committee) Man Infraconstruction Limited (Chairman – Audit Committee; Member- Nomination & Remuneration Committee) Tribhovandas Bhimji Zaveri Limited (Chairman – Audit Committee; Member- Nomination & Remuneration Committee) Apcotex Industries Limited (Chairman – Audit Committee; Member- Nomination & Remuneration Committee) 	<ol style="list-style-type: none"> Bajaj Energy Limited Mytrah Energy (India) Private Limited (Chairman- Audit Committee) Feedback Infra Private Limited (Member- Audit Committee; Chairman- CSR Committee) Reliance Nippon Life Insurance Company Limited (Member- Board Audit & Compliance Committee; Board Asset Liability Management Committee; Board Risk Management Committee; Board Corporate Social Responsibility Committee; Board Policyholders Protection Committee; Board With Profits Committee; Board Investment Committee) Adhunik Power & Natural Resources Limited 	<ol style="list-style-type: none"> PTC India Limited Hindustan Urvarak & Rasayan Limited (Member- Audit Committee, Project Management Committee, CSR/CER Committee) Bhartiya Rail Bijlee Company Limited (Chairperson- Audit Committee, Nomination & Remuneration Committee, CSR Committee, Committee for Allotment & Post Allotment activities) Bangladesh-India Friendship India Private Limited (Foreign Co.) (Member- Audit Committee, Coal Procurement Committee, Remuneration and Appointments Committee)
Membership/ Chairmanship of Committees of PTC India Financial Services Limited	<ol style="list-style-type: none"> Risk Management Committee; CSR Committee 	<ol style="list-style-type: none"> Audit Committee (Chairman) IT Strategy Committee (Member) Business Committee (Member) 	<ol style="list-style-type: none"> Nomination & Remuneration Committee (Chairman) Risk Management Committee (Member) 	<ol style="list-style-type: none"> Business Committee (Chairperson) Nomination & Remuneration Committee (Member)
Number of Shares held in the Company	Nil	Nil	Nil	Nil
Relationship with other directors, Manager, key managerial personnel of the Company	Not related to any Directors and Key Managerial Personnel of the Company	Not related to any Directors and Key Managerial Personnel of the Company	Not related to any Directors and Key Managerial Personnel of the Company	Not related to any Directors and Key Managerial Personnel of the Company