

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 18th ANNUAL GENERAL MEETING

NOTICE is hereby given that the 18th (Eighteenth) Annual General Meeting (“AGM”) of the Members of PTC India Financial Services Ltd. (“PFS” or the “Company”) will be held on Thursday, 12th day of September, 2024 at 11.00 am 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 2024, 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 2024 and report of Auditor’s thereon.
2. To re-appoint Sh. Pankaj Goel (DIN: 03006647) as Director, 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 Sh. Pankaj Goel (DIN: 03006647) who retires by rotation and who is eligible for re-appointment as per his existing terms, be and is hereby re-appointed as Director.”

SPECIAL BUSINESSES

3. **Appointment of Shri Balaji Rangachari, (DIN: 05197554) as Managing Director and Chief Executive Officer and approve his remuneration.**

To consider and if thought fit, to pass, the following resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Section 152, 161 and other applicable provisions, if any, of the Companies Act, 2013 (“Act”), and the Rules made thereunder read with applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”), (including any statutory modification(s) or re-enactment(s) thereof for the time being in force) and in accordance with the Articles of Association of the Company and the Nomination and Remuneration Policy, Shri Balaji Rangachari [DIN: 05197554], who, on the recommendation of the Nomination and Remuneration Committee, was appointed by the Board of Directors (hereinafter referred to as “Board”, which term shall, unless repugnant to the context or meaning thereof, be deemed to include any committee thereof), as an Additional Director of the Company with effect from July 12, 2024 and designated as Managing Director & Chief Executive Officer and who holds office as Additional Director upto the date of this Annual General Meeting (“AGM”) of the Company, and in respect of whom, the Company has received a notice in writing under Section 160 of the Act, proposing his candidature for the office of Director, be and is hereby appointed as a Director of the Company, liable to retire by rotation.

RESOLVED THAT pursuant to the provisions of sections 196, 197, and 203 read with Schedule V and other applicable provisions, if any, of the Act read with the Companies (Appointment and Remuneration of

Managerial Personnel) Rules, 2014 [including any statutory modification(s) or re-enactment(s) thereof, for the time being in force], Regulation 17 of Listing Regulations and on the recommendation of the Nomination and Remuneration Committee and the Board of Directors and based on the approval from Reserve Bank of India dated June 26, 2024 and subject to any other approval of any regulatory authorities, if any, the consent of the members of the Company be and is hereby accorded to appoint Shri Balaji Rangachari [DIN: 05197554], as Managing Director & Chief Executive Officer (Whole time Director) of the Company for a period of 5 [Five] years with effect from July 12, 2024 or till the date of super annuation whichever is earlier, liable to retire by rotation, on a remuneration as set out in explanatory statement.

RESOLVED FURTHER THAT the Nomination and Remuneration Committee of the Company shall be authorized to alter, revise and vary the terms and conditions of aforesaid appointment including the remuneration payable from time to time within the limits applicable as per the provisions of the Act, rules thereto and Schedule V of the Act, Listing Regulations, or any amendment thereto or any re-enactment thereof without any further approval of the shareholders.

RESOLVED FURTHER THAT the Board of Directors be and are hereby authorized to take necessary action(s) in this regard including settling of any question regarding his appointment and authorized to do all such acts, deeds and things as may be necessary, expedient and desirable for the purpose of giving effect to this resolution.”

4. **Appointment of Mr. Manas Ranjan Mohanty (DIN: 08736522), as an Independent Director.**

To consider and if thought fit, to pass, the following resolution as a Special Resolution:

“RESOLVED THAT in accordance with the provisions of Section 149, 150, 152, 160, read with Schedule IV and such other applicable provisions, if any, of the Companies Act, 2013, (“Act”) and the Companies (Appointment and Qualification of Directors) Rules, 2014 including any statutory modification(s) or any amendment(s) or any substitution or reenactment(s) thereof for the time being in force, read with Regulation 17, 25 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (referred to as the Listing Regulations) and such other applicable provisions, if any, and upon the recommendation of Nomination and Remuneration Committee, Mr. Manas Ranjan Mohanty (DIN: 08736522), who was appointed as an Additional Director in the category of Independent Director of the Company w.e.f. June 18, 2024, who has given a declaration of independence under section 149(6) of the Companies Act, 2013 and Regulation 16 of Listing Regulations and in respect of whom the Company has received a notice in writing under Section 160 of the Companies Act, 2013 proposing his candidature for the office of Director, be and is hereby appointed as an Independent Director of the Company to hold office for a term of three (3) consecutive years commencing from June 18, 2024 i.e. upto and including June 17, 2027 and that he shall not 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.”

5. To alter Article of Association of the Company.

To consider and if thought fit, to pass the following resolution as a Special Resolution:

“RESOLVED THAT pursuant to the provisions of Sections 5, 14 and all other applicable provisions, if any, of the Companies Act, 2013 (the “Act”) and the Rules framed thereunder and such other approvals, sanctions, if and when necessary, desirable and expedient in law, Article no. 87 of the Articles of Association of the Company be and are hereby altered and substituted as below:

87. The Board shall have the power at any time and from time to time appoint one person not being a person holding any Alternate Directorship for any other Director in the Company, or holding directorship in the Company, nominated by each Director as an Alternate Director to the nominating Director, to act and function in the meetings of the Board in the absence of the said Director for a period of not less than three months from India. The presence of the Alternate Director would be deemed to be the presence of the absentee Director, who shall be entitled to act in the same manner as the absentee Director would be entitled to at that meeting, but subject to the provisions of the Act and the restrictions contained in the resolution for the appointment of the person as Alternate Director.

RESOLVED FURTHER THAT for the purpose of giving full effect to this resolution, any of the Directors or Company Secretary of the Company be and is hereby authorized on behalf of the Company to do all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary, expedient, proper or desirable and to settle all questions, difficulties or doubts that may arise in this regard at any stage including acceptance of any changes as may be suggested by the Registrar of Companies and/or any other competent authority, without requiring the Board of Directors to secure any further consent or approval of the Members of the Company to the end and intent that they shall be deemed to have given their approval thereto expressly by the authority of this resolution.”

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

Shweta Agrawal
Company Secretary
M.No.:ACS14148

Place: New Delhi
Date: August 7, 2024

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

Notes:

- In view of outbreak of COVID-19 pandemic, the Ministry of Corporate Affairs (‘MCA’) has, vide General Circular no. 14/2020 dated 8th April, 2020, General Circular no. 17/2020 dated 13th April, 2020, General Circular no. 22/2020 dated 15th June, 2020, General Circular no. 33/2020 dated 28th September, 2020, General Circular No. 39/2020 dated 31st December, 2020, General Circular No. 10/2021 dated 23rd June, 2021, General Circular No. 20/2021 dated 8th December, 2021, the General Circular No. 2/2022 dated 5th May, 2022, General Circular No. 11/2022 dated 28th December, 2022 and General Circular No. 09/2023 dated 25th September, 2023 (collectively ‘MCA Circulars’), permitted companies to conduct General Meeting through video conferencing (‘VC’) till 30th September, 2024. In compliance with the MCA Circulars and applicable provisions of the Act and Listing Regulations, the AGM of the Company is being convened and conducted through VC. The deemed venue for the AGM shall be the Registered Office of the Company.
- Pursuant to the above referred MCA Circulars, since this AGM is being held 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. However, Corporate members intending to appoint their authorized representatives to attend the meeting are requested to send the Company a certified copy of Board Resolutions authorizing their representative to attend and vote on their behalf at the meeting.

- Relevant documents referred to in the accompanying Notice and the explanatory statement are open for inspection at the registered office of the Company on all working days, except Saturdays and Sundays, between 11:00 a.m. and 1:00 p.m. upto the date of Annual General Meeting. The requisite statutory registers as well as documents referred in notice will be made available electronically for inspection by the members of the Company upto the date of AGM. Members seeking inspection of such documents can send email at info@ptcfinancial.com.
- SEBI vide circular no. SEBI/ HO/ MIRSD/ MIRSD-PoD-1/ P/ CIR /2023/ 37 dated 16.03.2023 and further subsequent circulars issued in this regard, in supersession of SEBI circular no. SEBI/HO/MIRSD/ MIRSD_RTAMB/P/ CIR/2021/655 dated 3rd November 2021 has instructed to mandatorily furnish PAN, KYC details and Nomination by holders of physical securities. In other words, it shall be mandatory for all holders of physical securities in listed companies to furnish PAN, Nomination, Contact details, Bank A/c details and Specimen signature for their corresponding folio numbers.

Accordingly, it is once again reiterated that it is mandatory for all holders and claimants of physical securities to furnish PAN details to RTA.

Pursuant to above SEBI circulars, the shareholders are requested to furnish valid PAN, email address, mobile number, Bank account details and nomination details immediately in the below mentioned forms to the RTA:

Sr. No.	Form	Purpose
(i)	Form ISR-1	To register/update PAN, KYC details
(ii)	Form ISR-2	To Confirm Signature of securities holder by the Bank
(iii)	Form ISR-3	Declaration Form for opting-out of Nomination
(iv)	Form SH-13	Nomination Form
(v)	Form SH-14	Cancellation or Variation of Nomination (if any)

All above Forms ISR-1, ISR-2, ISR-3, SH-13 and SH-14 are available on our website www.ptcfinancial.com.

The Shareholders holding shares in physical form and who have not updated their KYC details (viz., PAN (Aadhar seeded); Choice of Nomination; Contact Details; Mobile Number; Bank Account Details and signature) against their folio(s) with KFin Technologies Limited, Registrar and Transfer Agent of the Company (‘RTA’), their dividend shall be withheld by the Company from April 01, 2024 and the same shall be immediately released electronically, upon updation of KYC.

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 their 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 KFin Technologies Limited.

Members are requested to note that, in order to avoid any loss / interception in postal transit and also to get prompt credit of dividend through National Electronic Clearing Service (NECS) / Electronic Clearing Service (ECS), they should update their NECS / ECS details with the Company’s Registrar and Share Transfer Agents i.e., KFin Technologies Limited (for the shares held in physical form) and their respective Depository Participants (for the shares held in electronic form).

In view of the above, we request the shareholders to submit the duly filled-in Investor Service Request forms along with the supporting documents to Bank’s RTA at below address at the earliest.

Further, in addition to that, as per the amendments to the Listing Regulations effective from January 24, 2022 and SEBI’s Circular dated January 25, 2022, it has been mandated that listed companies shall

henceforth issue the securities in dematerialized form only while processing the service requests for (a) issue of duplicate securities certificate; (b) claim from Unclaimed Suspense Account; (c) Renewal / Exchange of securities certificate; (d) Endorsement; (e) Sub-division / Splitting of securities certificate; (f) Consolidation of securities certificates/folios; (h) Transmission, and (i) Transposition. In accordance with the said Circular, our RTA shall verify and process the service requests and thereafter issue a 'Letter of confirmation' in lieu of physical securities certificate(s), to the securities holder/claimant. Such 'Letter of Confirmation' shall be valid for a period of 120 days from the date of its issuance, within which the securities holder/claimant shall make a request to the Depository Participant for dematerializing the said securities. Members may kindly note that in accordance with SEBI Circular reference SEBI/HO/OIAE/OIAE_IAD-1/P/CIR/2023/131 dated July 31, 2023 and subsequent circular(s) issued by SEBI in this behalf, the Company has registered on the newly launched SMART ODR Portal (Securities Market Approach for Resolution through Online Disputes Resolution Portal). This platform aims to enhance investor grievance resolution by providing access to Online Dispute Resolution Institutions for addressing complaints. Members can access the SMART ODR Portal via the following link: <https://smartodr.in/login>. Members may feel free to utilise this online conciliation and/or arbitration facility, as outlined in the circular, to resolve any outstanding disputes between Members and the Company (including RTA).

In case of any query / assistance, members are requested to contact our RTA:

Kfin Technologies Limited
Selenium Tower B, Plot 31 & 32, Financial District, Gachibowli,
Financial District Nanakramguda, Serilingampally Mandal,
Hyderabad - 500 032, Telangana.
Toll free number - 1- 800-309-4001
Website: www.kfintech.com
Email: einward.ris@kfintech.com

5. In respect of shareholders who hold shares in the dematerialized form and wish to update their PAN, KYC, Bank Details and Nomination are requested to contact their respective Depository Participants.
6. In case of joint holders attending the meeting, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote.
7. Non-Resident Indian members are requested to inform Company / respective DPs, 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.
8. 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 or Share Transfer Agent, for consolidation into a single folio.
9. The Company's Registrar & Transfer Agent (RTA) is M/s KFin Technologies Ltd. ('KFin') The communication address of our Registrar and Share Transfer Agent (RTA) is:

KFin Technologies Limited
(formerly known as KFin Technologies Private Limited)
Selenium Tower B, Plot Nos. 31 & 32 | Financial District
Nanakramguda | Serilingampally Mandal | Hyderabad - 500032 | India

10. a) In compliance with MCA Circulars read with the Securities and Exchange Board of India ("SEBI") circulars dated January 5, 2023,

May 12, 2020, January 15, 2021, May 13, 2022 and subsequent circular(s) issued in the respect by SEBI (hereinafter referred to as "SEBI Circulars"), physical copies of the financial statements including Board's Report, Auditor's report or other documents required to be attached therewith (together referred to as Annual Report FY24) and Notice of AGM are being sent in electronic mode to Members whose e-mail address is registered with the Company or the Depository Participant(s) as on August 9, 2024 (closing hours) The Members may note that the Notice calling the AGM along with the Annual Report 2023-24 has been uploaded on the website of the Company at www.ptcfinancial.com. The Notice of the AGM along with Annual Report 2023-24 can also be accessed from the websites of the BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com, respectively and on the website of KFin Technology Limited (KFin/agency for providing the Remote e-voting and e-voting facility) i.e. <https://evoting.kfintech.com/>.

However, a member is entitled to receive the hard copy of the same by writing us at info@ptcfinancial.com. Also, the member can demand the electronic copy of this notice via following the same method.

- b) The voting rights of shareholders shall be in proportion to their share in the paid up equity share capital of the Company as on September 5, 2024 being cut-off date and are eligible to cast vote through remote e-voting or voting in the AGM only if they are holding shares as on that date.
11. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
12. 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.

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

In accordance with the MCA Circulars and SEBI Circulars, Notice of the AGM along with the Annual Report for the financial year 2023-24 is being sent to the Members, trustees of debenture holders and to all other persons so entitled in electronic mode only, whose email addresses have 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. Those Members who have not yet registered their email addresses and consequently, have not received the Notice and the Annual Report, are requested to get their email addresses and mobile numbers registered with KFIN, by following the guidelines mentioned below:

- 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, Annual 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 e-mail request or 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, Annual Report and the e-voting instructions along with the User ID and Password, at the email id einward.ris@kfintech.com.
- 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, Annual 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 einward.ris@kfintech.com or call at the toll free number 1800 309 4001.
- xiii) Members seeking hard copy of Annual Report and Notice of AGM are requested to place their request via email at info@ptcfinancial.com

THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING GENERAL MEETING ARE AS UNDER:-

13. 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.

- 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: Monday, September 9, 2024 from 9:00 A.M.
Day, date and time beyond which remote e-voting will not be allowed	To: Wednesday, September 11, 2024 till 5:00 P.M.

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>1. User already registered for IDeAS facility of NSDL:</p> <ul style="list-style-type: none"> I. URL: https://eservices.nsdl.com; II. Click on the “Beneficial Owner” icon under ‘IDeAS’ section. III. On the new page, enter User ID and Password. Post successful authentication, click on “Access to e-Voting” 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>1. Existing user who have opted for Easi / Easiest of CDSL</p> <ul style="list-style-type: none"> I. Visit URL: https://web.cdslindia.com/myeasitoken/home/login or URL: www.cdslindia.com II. Click on “New System Myeasi” icon III. Login with your registered user id and password. IV. Option will be made available to reach e-voting page without any further authentication. V. You will see the e-Voting Menu. The menu will have links of E-voting Service Provider i.e. KFin e-Voting portal where the e-voting is in progress. VI. Click on e-voting service provider – “Kfin” to cast your vote.

NSDL	CDSL
<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/myeasitoken/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: https://evoting.cdslindia.com/Evoting/EvotingLogin</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

<p>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</p>	<p>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</p>
<p>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</p>	<p>Please contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at 022- 23058738 or 22-2305854243.</p>

14. 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

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 Kfintech 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 September 5, 2024 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 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, together with attested specimen signature(s) of the duly authorised representative(s), to the Scrutinizer at email id ashish Kapoor and associates@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.
- 15. 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.**
- 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/loginv2.aspx> 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.
 - Facility for joining AGM though VC shall open at least 15 minutes before the commencement of the Meeting.
 - Members are encouraged to join the Meeting through Laptops/ Desktops with Google Chrome (preferred browser), Safari, Internet Explorer, Microsoft Edge, Mozilla Firefox22.
 - Members will be required to grant access to the webcam to enable VC and are requested to use Internet with good speed to avoid any disturbance during the meeting. 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.
- Facility of joining the AGM through VC / OAVM shall open 30 minutes before the time scheduled for the AGM and will be available for Members on first-come-first-served basis. Facility of joining AGM will be closed on expiry of 15 minutes from the schedule time of the AGM.
 - 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. Evoting 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.
 - 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.
 - Institutional Members are encouraged to attend and vote at the AGM through VC.
- 16. GENERAL INSTRUCTIONS/INFORMATION FOR MEMBERS FOR VOTING ON THE RESOLUTIONS AT THE AGM:**
- 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.
 - 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.
 - 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.
 - 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. September 5, 2024 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.
 - 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 i.e., September 5, 2024 , he/she/it may obtain the User ID and Password in the manner as mentioned below:
 - 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

- ii) 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.
 - iii) Member may call KFin’s Toll free number 1800-3094-001. Member may also send an e-mail request to evoting@kfintech.com.
 - 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- 3094001 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 Vice President - RIS at rajkumar.kale@kfintech.com or evoting@kfintech.com or call KFin’s Toll Free No. 1800-3094001 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 and SEBI Circulars referred in point 1 of the notes.
17. In terms of the relevant Circulars, at-least 1,000 Members are allowed to register and participate at the AGM through VC, strictly on a first-come-first-serve basis. However, the said restriction is not applicable to large Members (Members 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.
 18. 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@ptcfinancial.com
 19. 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 Limited
Unit: PTC India Financial Services Limited
Selenium Tower B, Plot Nos. 31 & 32
Financial District, Nanakramguda
Gachibowli, Financial District
Hyderabad, Telangana - 500032
Toll Free No.1800 3094 001
Email: einward.ris@kfintech.com

20. 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. September 12, 2024 subject to receipt of the requisite number of votes in favour of the Resolutions.

21. 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 September 9, 2024, 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 and **shall be closed** by September 11, 2024.
- 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, endeavour to address the queries received till September 9, 2024 (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.

22. SPEAKER REGISTRATION BEFORE AGM

Members of the Company, holding shares as on the cut-off date i.e. September 5, 2024 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/loginv2.aspx>, and clicking on “Speaker Registration” during the period from September 8, 2024 to September 10, 2024. 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 filling the “Shareholders Satisfaction Survey” form available on the website of the Company at info@ptcfinancial.com. This feedback will help the Company in enhancing Shareholder Service Standards.

By Order of the Board of Directors,
For **PTC India Financial Services Limited**
Sd/-

Shweta Agrawal
Company Secretary
M.No.:ACS14148

Place: New Delhi
Date: August 7, 2024

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

EXPLANATORY STATEMENT UNDER SECTION 102 OF THE COMPANIES ACT, 2013

Item No. 3

The Board of Directors (“Board”) pursuant to the provisions of Section 161 of the Companies Act, 2013 (“Act”), Articles of Association of the Company and upon recommendation of the Nomination and Remuneration Committee, has appointed Shri Balaji Rangachari (DIN:05197554) as an Additional Director of the Company, w.e.f. July 12, 2024.

As an Additional Director, Shri Balaji Rangachari would hold office upto the date of this Annual General Meeting (“AGM”) of the Company. The Company has received a notice under Section 160 of the Act proposing the candidature of Shri Balaji Rangachari for the Office of Director.

Further, on the recommendation of the Nomination and Remuneration Committee and in accordance with the provisions of Section 197, 198 and 203 read with Schedule V to the Act and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Board has also appointed Shri Balaji Rangachari as the Managing Director & Chief Executive Officer (Whole Time Director) of the Company, liable to retire by rotation, with effect from July 12, 2024, for a period of 5 years or upto the age of superannuation which ever is earlier, at such remuneration as specified below:

The Annual cost to the company (CTC) of Shri Balaji Rangachari is fixed at ₹ 106.25 Lakh p.a. Further, he was also entitled to Performance Related Pay of upto 40% of fixed CTC. In addition to this, he is also entitled to PF, Gratuity, other perquisites, yearly increment, vehicle facility and other benefits which are admissible to a MD & CEO level functionary in line with the Remuneration Policy of the Company as amended from time to time.

As per the terms of appointment, Shri R. Balaji will be on probation for a period of one year w.e.f. July 12, 2024.

Shri Balaji Rangachari does not have any shareholding in the Company.

Brief resume of Shri Balaji Rangachari

Sh. R. Balaji has over 27 years of experience in building businesses and brands. Recently, he was the Co-founder and CEO of TuTr Hyperloop Pvt. Ltd., a deep-tech start-up incubated out of IIT Madras Research Park. Currently he is a Non-Executive Director at TuTr Hyperloop and a member of the Advisory Board of NIIT Foundation (a CSR entity). He was with the Mahindra Group for over 17 years in various leadership roles, and was also on the Board of a few companies. His last role at Mahindra Finance (India’s leading rural NBFC) was to head the M&A function and lead investments in FinTech’s. Prior to this, he set up and built the SME lending business as the SBU Head (AUM of ~ ₹ 5000 crores and a high teen RoE) and also concurrently headed the strategy and marketing functions for all the financial services business of the Mahindra Group. He also spearheaded entry into the AMC business and was instrumental in forging Joint Ventures with Manulife and a NBFI in Sri Lanka. Earlier he spent over three years at Mahindra & Mahindra Limited wherein he was one of the founding members of the Group Strategy Office. He began his career in the consumer goods industry and spent close to 9 years in various roles in sales and marketing across ITC Agrotech and Nestle.

Shri Balaji Rangachari has given his consent to act a Managing Director and CEO and is not disqualified from being appointed as a Director in terms of Section 164 of the Act. Further, for being eligible to be appointed as a Managerial Personnel, he satisfies the applicable conditions set out in sub-section (3) of Section 196 of the Act and Part-I of Schedule V thereto and he is not debarred from appointment by any order of the Securities and Exchange Board of India (SEBI) or any other competent authority.

The Board considers that his association would be of immense benefit to the Company and it is desirable to avail his services as Managing Director and CEO.

The Nomination and Remuneration Committee/ the Board of the Company is proposed to be authorised to revise the remuneration and other terms and conditions, from time to time, in accordance with the provisions of the Section 197 of the Act read with Schedule V thereto.

Additional details of Shri Balaji Rangachari required under Regulation 36 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meetings, issued by the Institute of Company Secretaries of India, are given in **Annexure** to this Notice.

The details set out in the resolution read along with an explanatory statement may be treated as a written memorandum setting out the terms of appointment of Shri Balaji Rangachari under Section 190 of the Act.

The Board recommends the resolution number 3, as set out in the Notice, for the approval of the members of the Company as an **Ordinary Resolution**.

None of the Directors or Key Managerial Personnel or their relatives, except Shri Balaji Rangachari himself, are in any way concerned or interested in the proposed resolutions as set out in the Notice.

Item No. 4

The Board of Directors of the Company on the recommendation of Nomination and Remuneration Committee (NRC) and pursuant to the provisions of Section 161(1) of the Companies Act, 2013 (“Act”) and the Articles of Association of the Company appointed **Shri Manas Ranjan Mohanty (DIN : 08736522)** as Additional Independent Director of the Company with effect from June 18, 2024, who hold office as such, up to the date of this Annual General Meeting of the Company.

Notice under Section 160 of the Act proposing the candidature as Independent Director of the Company is received.

The appointee has provided his consent and necessary disclosures, as required under the applicable laws, for the said appointment and also confirmed he is not;

- a. debarred from appointment by any order of SEBI or any other authority; and
- b. is not liable to any disqualification under the provisions of Section 164 of the Act.
- c. independent as per the Section 149 of the Act and Regulation 16 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”).

Shri Manas Ranjan Mohanty meet the following skills and capabilities required for the role as an Independent Director, as have been identified by the Board of Directors of the Company:

- a. Experience of Financial and Legal matters.
- b. Experience in handling management and regulatory environment, strategic planning and risk management.
- c. Experience of Corporate Governance matters.

The Board of Directors is of the view that the appointee is a person of integrity and possesses relevant expertise and experience to be appointed as an Independent Director of the Company. Further in their opinion he fulfils the conditions specified in the Act and the rules made there under, Listing Regulations to be appointed as an Independent Director and is independent of the management.

Accordingly, Board of Directors of the Company recommended the name of Shri Manas Ranjan Mohanty for appointment as Independent Director of the Company not liable to retire by rotation for a period of three (3) consecutive years from June 18, 2024, for their first term.

Brief Resume of Shri Manas Ranjan Mohanty

Mr. Manas Ranjan Mohanty holds a Bachelor's degree in Fisheries Science (B.F.Sc), a Bachelor of Law (LLB), and is an Associate of the Indian Institute of Banking and Finance (IIBF) and the Associate of Insurance Institute of India (AIII). He is a former Managing Director of BRBNMPL, (a wholly subsidiary of Reserve Bank of India) and held other senior positions in RBL. He has more than 3 decades of experience. As a career central banker, his expertise, inter alia, includes currency management, policy, production and distribution, banking supervision, inclusive finance and agricultural financing, HR management, public debt management and leadership training and coaching.

The Board considers that his association would be of immense benefit to the Company and it is desirable to avail his services as Independent Director.

Upon the recommendation of Nomination and Remuneration Committee, the Board of Directors recommend the resolutions as set out at Item No. 4 of the Notice for approval of the shareholders as Special Resolutions.

The terms and conditions of the appointment of Independent Directors are uploaded on the website of the Company.

Shri Manas Ranjan Mohanty is not related to any of the existing Directors or the Key Managerial Personnel or the Promoters of the Company, financially or otherwise.

Shri Manas Ranjan Mohanty being appointee is deemed to be concerned or interested in this resolution.

Additional details of Shri Manas Ranjan Mohanty required under Regulation 36 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meetings, issued by the Institute of Company Secretaries of India, are given in **Annexure** to this Notice.

Save as provided above, none of the Directors or Key Managerial Personnel of the Company or their relatives (to the extent of their shareholding in the Company, if any) are concerned or interested, financially or otherwise, in the resolution no. 4 as set out in the Notice.

Item 5

The members are informed that the Company's existing Articles of Association ("AOA") Articles 87 of AOA requires alteration in line with the Companies Act, 2013. Therefore, it is required to amend the AOA.

The Board of Directors of the Company, in its meeting held on July 30, 2024, have approved and recommended to the members, the alteration of aforesaid AOA.

The existing AOA and the draft of the altered AOA proposed for approval, are uploaded on the website of the Company at <https://www.ptcfinancial.com/cms/showpage/page/agm> and also available for inspection by the shareholders of the Company during normal business hours at the registered office of the Company and shall also be open for electronic inspection during this meeting.

None of the Directors and Key Managerial Personnel of the Company (including relatives of Directors and Key Managerial Personnel) are in any way, whether financially or otherwise, concerned or interested, in the said resolution.

The Board of Directors recommend the resolution as set out in item No. 5 of the Notice for approval by the members as a special resolution.

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

Sd/-
Shweta Agrawal
Company Secretary
M.No.:ACS14148

Place: New Delhi
Date: August 7, 2024

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

Details Pursuant to Regulation 36(3) of Listing Regulations and in Terms of Secretarial Standards on General Meeting (SS-II) issued by the Institute of Companies Secretaries of India, Brief Particulars of the Directors to be Appointed/ Re-Appointed are as Under:

Name of Director	Shri Balaji Rangachari	Shri Manas Ranjan Mohanty	Shri Pankaj Goel
Date of Birth (Age)	5 th March, 1973, 51 years	1st May, 1963, 61 years	19 th December 1969, 53 Years
Nationality	Indian	Indian	Indian
Date of first Appointment on Board of Company	12.07.2024	18.06.2024	08.11.2021
Directorship held in other Companies	TuTr Hyperloop Pvt. Ltd. (Non Executive Director)	Nil	Nil
Chairperson / Member of the Committee of the Board of Directors of the Company	<ol style="list-style-type: none"> 1. Risk Management-Member 2. IT Strategy Committee Member 3. Business Committee-Member 4. Corporate Social Responsibility Committee - Member 	<ol style="list-style-type: none"> 1. Audit Committee- Member 2. Risk Management Committee- Chairman 3. Corporate Social Responsibility Committee- Member 4. IT Strategy Committee- Member 	<ol style="list-style-type: none"> 1. Audit Committee- Member 2. Nomination and Remuneration Committee- Member 3. Stakeholders Relationship Committee-Member 4. Risk Management Committee- Member 5. Corporate Social Responsibility Committee-Member 6. IT Strategy Committee- Member 7. Business Committee-Member
Membership/ Chairmanship of Committee of other Companies	NA-	NA	NA
Number of Board meetings attended during the financial year	NA	NA	Details provided in the Corporate Governance Report.
Number of Shares Held either directly or for beneficial basis for any other person	NIL	NIL	NIL
Terms & Conditions of Appointment/ Reappointment including remuneration sought to be paid	As mentioned in resolution and explanatory statement	Apart from the sitting fee(s) Non-Executive Director are not entitled for any kind of remuneration from the Company	
Remuneration last drawn	NA	NA	Details provided in the Corporate Governance Report
Relationship with other Directors, Manager and KMPs of the company	Not related	Not related	Not related
Listed entities from which the independent director has resigned in the past three years	NA	Nil	NA