

NOTICE

NOTICE IS HEREBY GIVEN THAT THE 5TH (2021-22) EXTRA ORDINARY GENERAL MEETING OF THE MEMBERS OF NORTHERN ARC CAPITAL LIMITED WILL BE HELD ON SATURDAY, MARCH 26, 2022 AT 4.30 P.M. AT THE REGISTERED OFFICE OF THE COMPANY AT IIT-M RESEARCH PARK, 10TH FLOOR, NO. 1, KANAGAM VILLAGE, TARAMANI, CHENNAI – 600 113 TO TRANSACT THE FOLLOWING SPECIAL BUSINESSES:

1. To approve the appointment of Mr. N T Arun Kumar, (DIN: 02407722) as an Independent Director of the Company for a term of three consecutive years and in this connection, if thought fit, to pass, with or without modification(s), the following resolution as an Ordinary Resolution:

“RESOLVED THAT pursuant to the provisions of Sections 149, 150 and 152 of the Companies Act, 2013 read with Schedule IV of the Companies Act, 2013 read with the Companies (Appointment and Qualifications of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force and the existing Articles of Association of the Company, and basis the recommendation of the Nomination and Remuneration Committee and the Board of Directors, Mr. N T Arun Kumar (DIN: 02407722), Additional Director (Non-Executive Independent) of the Company who has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Companies Act, 2013 and who is eligible for appointment as an Independent Director, be and is hereby appointed as an Independent Director on the Board of the Company, not liable to retire by rotation for a term of three consecutive years commencing from February 14, 2022 till February 13, 2025;

RESOLVED FURTHER THAT each of the directors and the Company Secretary of the Company, be and are hereby severally authorized to do all such acts, deeds, matters and things as may be considered necessary, desirable or expedient to give effect to this resolution.”

2. To approve appointment of Mr. Ashish Mehrotra (DIN: 07277318) as the Whole-Time Director, designated Executive Director of the Company for the period from February 14, 2022, to March 31, 2022, and, in this regard, pass the following resolution as Ordinary Resolution:

RESOLVED THAT in accordance with the recommendations of the Nomination and Remuneration Committee of the Board of Directors, approval of Board of Directors and pursuant to the provisions of Sections 196, 197 and 203 of the Act, read with Schedule V to the Companies Act, 2013 (the “Act”) and other applicable provisions, if any, of the Act and the rules made thereunder, (including any statutory modification(s) or re-enactment thereof, for the time being in force), the Articles of Association of the Company, consent of the Members be and is hereby accorded to the appointment of Mr. Ashish Mehrotra as a Whole-Time Director designated as Executive Director of the Company for a period effective from February 14, 2022 to March 31, 2022 on the terms and conditions including remuneration as set out in the statement annexed to the Notice of this Meeting, with liberty to the Board of Directors to alter and vary the terms and conditions of the appointment and/

or remuneration based on the recommendation of the Nomination & Remuneration Committee, subject to the same not exceeding the limits specified under Section 197 read with Schedule V of the Companies Act, 2013 (including any statutory modification(s) or re-enactment thereof for the time being in force).

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to do all such acts, deeds and matters and things as, in its absolute discretion, it may consider necessary, expedient and desirable to give effect to this resolution.

3. To approve appointment of Ms. Bama Balakrishnan (DIN: 06531188) as the Whole-Time Director, designated Executive Director of the Company for the period from February 14, 2022, to February 13, 2027, and, in this regard, pass the following resolution as Ordinary Resolution:

RESOLVED THAT in accordance with the recommendations of the Nomination and Remuneration Committee of the Board of Directors, approval of the Board of Directors and pursuant to the provisions of Sections 196, 197, and 203 of the Companies Act, 2013 (the “Act”) read with Schedule V to the Act, and other applicable provisions, if any, of the Act and the rules made thereunder, (including any statutory modification(s) or re-enactment thereof, for the time being in force), the Articles of Association of the Company, consent of the Members be and is hereby accorded to the appointment of Ms. Bama Balakrishnan (DIN: 06531188) as a Whole-Time Director designated as Executive Director of the Company for a period of five consecutive years effective from February 14, 2022 February 13, 2027 on the terms and conditions including remuneration as set out in the statement annexed to the Notice of this Meeting, with liberty to the Board of Directors to alter and vary the terms and conditions of the appointment and/ or remuneration based on the recommendation of the Nomination & Remuneration Committee, subject to the same not exceeding the limits specified under Section 197 read with Schedule V of the Companies Act, 2013 (including any statutory modification(s) or re-enactment thereof for the time being in force).

RESOLVED FURTHER THAT the Board of Directors of the Company be and is hereby authorised to do all such acts, deeds and matters and things as, in its absolute discretion, it may consider necessary, expedient and desirable to give effect to this resolution.

4. To consider and approve the Appointment of Mr. Ashish Mehrotra (DIN: 07277318) as the Managing Director and Chief Executive Officer of the Company with effect from 1st April 2022 and payment of remuneration thereof and, in this regard, pass the following resolution as a Special Resolution:

“RESOLVED THAT pursuant to the provisions of Section 196, 197, 203 read with Schedule V and any other applicable provisions of the Companies Act, 2013 read with Rule 3 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification or re-enactment thereof), the approval of the members be and is hereby accorded for the appointment of Mr. Ashish Mehrotra (DIN: 07277318) as the Managing Director and Chief

Executive Officer of the Company on the terms and conditions including remuneration as set out in the statement annexed to the Notice of this Meeting, with liberty to the Board of Directors to alter and vary the terms and conditions of the appointment and/ or remuneration based on the recommendation of the Nomination & Remuneration Committee, mutually agreed upon by the Board and Mr. Ashish Mehrotra, whose office shall not be liable to retire by rotation.

RESOLVED FURTHER THAT the consent of the Members be and is hereby accorded for the appointment of Mr. Ashish Mehrotra as Managing Director and Chief Executive Officer for a period of 5 consecutive years effecting from April 01, 2022, to March 31, 2027.

RESOLVED FURTHER THAT a General Power of Attorney be issued to Mr. Ashish Mehrotra in the capacity of Managing Director & CEO shall stand binding on the Company and valid during his tenure of appointment and the same shall stand withdrawn upon Mr. Ashish Mehrotra ceasing to be the Managing Director & CEO of the Company.

RESOLVED FURTHER THAT any of the Directors or Key Managerial Personnel of the Company be and are hereby severally authorized to do all such acts, deeds and things as may be required, settle any/or all questions/ matters arising with respect to the above matter including filing of requisite forms / returns/ applications with the Registrar of Companies or other regulatory authorities and to approve the execution of all such documents, instruments and writings as may be necessary in connection with the foregoing and to delegate all or any of its powers hereby conferred to a Committee constituted by the Board or to any of the officials or employees of the Company from time to time with power to the said Committee to further delegate its powers to any of its members or to any officials or employees of the Company.”

5. To consider and approve re-designation of Dr. Kshama Fernandes, Managing Director & Chief Executive Officer as the Non-Executive, Non-Independent, Vice Chairperson of the Company and approve remuneration, in this regard, pass the following resolution as an Ordinary Resolution:

RESOLVED THAT approval be and is hereby accorded for re-designation of Dr. Kshama Fernandes, the Managing Director and CEO of the Company as a Non-Executive Director, to be designated as Non-Executive, Non-Independent Vice-Chairperson with effect from April 1, 2022 whose terms of office shall be liable to retirement by rotation as per section 152(6) of the Companies Act, 2013.

RESOLVED THAT pursuant to Sections 197, 198 and other applicable provisions of the Companies Act, 2013 (“the Act”), the underlying rules (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), framework for remuneration to non-executive directors and subject to such approvals as may be required, availability of net profits at the end of each financial year and also the total remuneration payable during any financial year to Directors who are neither Managing Directors nor Whole-time Directors not exceeding in the aggregate 1% (one percent) of the net profits of the Company computed in the manner stipulated in Section 198 of the Act, consent of the Members be and is hereby accorded to pay compensation in the form of

profit related commission to Dr. Kshama Fernandes, to be designated as Non-Executive, Non-Independent Vice Chairperson of the Company, with effect from April 1, 2022.

RESOLVED FURTHER THAT approval be and is hereby accorded for payment sitting fees of INR 1,00,000 per Board meeting and INR 50,000 per Committee meeting, and reimbursement of expenses for attending the meetings of the Board of Directors and/or other meetings being paid as applicable to Non-Executive Independent Directors.

FURTHER RESOLVED THAT the Board of Directors of the Company be and is hereby authorised to do all such acts, deeds, matters and things including deciding on the manner of payment of commission and settle all questions or difficulties that may arise with regard to the aforesaid resolution as it may deem fit and to execute any agreements, documents, instructions, etc. as may be necessary or desirable in connection with or incidental to give effect to the aforesaid resolution.

**On behalf of the Board of Directors
For Northern Arc Capital Limited**

**R. Srividhya
Company Secretary**

**Place: Chennai
Date: 4th Mar 2022**

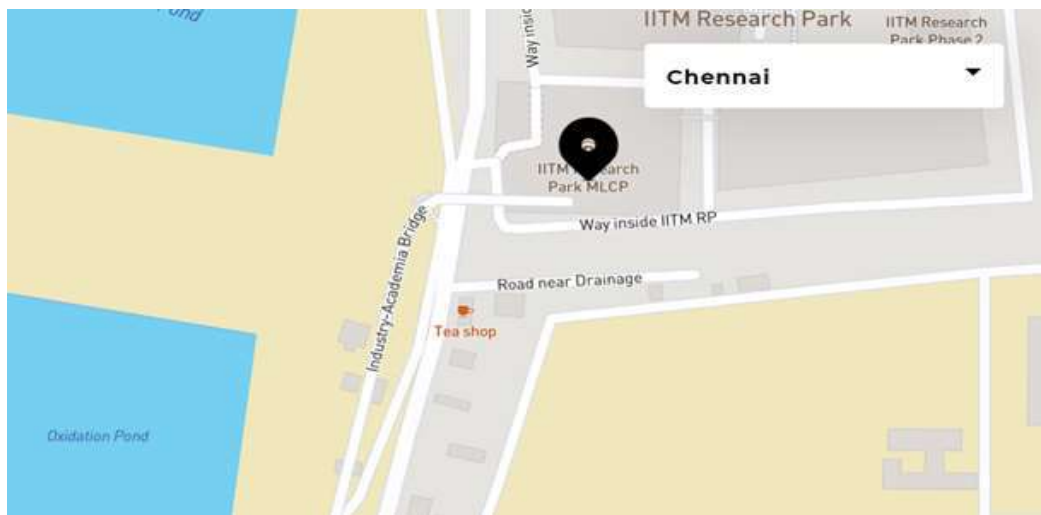
NOTES:

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY TO ATTEND AND VOTE ON A POLL ONLY INSTEAD OF HIMSELF AND THE PROXY NEED NOT BE A MEMBER.

A proxy form, duly completed and stamped, must reach the Registered Office of the Company not less than 48 hours before the time for holding the aforesaid meeting.

2. Attendance slip and Proxy form annexed hereto
3. Corporate Members intending to send their authorized representative to attend the meeting are requested to send to the Company a certified copy of the Board resolution authorizing such representative to attend and vote on their behalf at the meeting.
4. All the relevant documents referred in this Notice shall remain open for inspection by the Members of the Company at the Registered Office from 10:00 AM to 4:00 PM on all working days (except Saturday) upto the date of this Extra-ordinary General Meeting.
5. The relevant Explanatory Statement pursuant to Section 102 of the Companies Act 2013, relating to the Special Business to be transacted at the meeting is annexed hereto.

Route map to the venue of Extraordinary General Meeting



Northern Arc Capital Limited

10th Floor, Phase-I, IIT-Madras Research Park, Kanagam Village, Taramani, Chennai 600 113, India
+91 44 6668 7000 | contact@northernarc.com | northernarc.com

CIN.: U65910TN1989PLC017021

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

Item 1. To approve the appointment of Mr. N T Arun Kumar, (DIN: 02407722) as an Independent Director of the Company for a term of three consecutive years

Based on the recommendation of the Nomination and Remuneration Committee and the Board of Directors of the Company, it is proposed to appoint Mr. N T Arun Kumar as an Independent Director of the Company.

In terms of Section 149 and 152 read with Schedule IV and other applicable provisions, if any of the Companies Act, 2013, the Companies (Appointment and Qualification of Directors) Rules, 2014, appointment of Independent Directors requires the approval of shareholders.

The Company has received from Mr. N T Arun Kumar, consent in writing to act as director in Form DIR-2 and declaration to the effect that he is not disqualified to be appointed as director in Form DIR-8. In the opinion of the Board Mr. N T Arun Kumar fulfils the conditions for appointment as Independent Director as specified in Companies Act, 2013 and is independent of the management. The proposed Independent Director has significant professional expertise and rich experience across a wide spectrum of functional areas and hence the Board considered that his association with the Company would be of immense benefit to the Company.

A brief profile of the proposed Independent Director is provided below:

Mr. N T Arun Kumar has over 12 years of Board Directorship experience, both in the Indian and global contexts, synergistic with his executive leadership assignments. As an Independent Director, he has broad cross-industry exposure. In all his Board roles, he has overseen strategy, cost transformation and revenue growth. Mr. Arun Kumar also brings a strong governance perspective and regulatory interface and knowledge, specifically in the Banking/Financial Services and Technology domains. He has also chaired and been a core member of Statutory Committees (e.g. Nomination/Remuneration, Audit/Investments etc.) and supervised Business Missions (e.g. IT & Digital Transformation, Customer/Omni-Channel etc.).

The Board of Directors recommends the resolution set out in Item No. 1 of the notice for approval of the Members.

None of the Directors, Key Managerial Personnel of the Company and their relatives, except Mr. N T Arun Kumar are in any way concerned or interested in this resolution.

Item 2. To approve appointment of Mr. Ashish Mehrotra (DIN: 07277318) as the Whole-Time Director, designated Executive Director of the Company for the period from February 14, 2022, to March 31, 2022:

Subject to the approval of the Shareholders of the Company, the Nomination and Remuneration Committee and the Board of Directors of the Company had, vide resolutions passed on January 18,

2022 and February 14, 2022 respectively, approved appointment of Mr. Ashish Mehrotra as Whole time Director of the Company, designated as Executive Director with effect from February 14, 2022 to March 31, 2022. In accordance with Section 196 of the Companies Act, 2013, the appointment of whole-time director requires the approval of the members of the Company and accordingly, the board of directors is seeking your approval for the aforementioned appointment of whole time director.

A brief profile of Mr. Ashish Mehrotra is provided below:

Ashish Mehrotra joined the Company as President & Dy Chief Executive Officer. He also serves on the board of Northern Arc Investment Managers Limited and oversees other MFI + rural finance subsidiary Pragati Finserv Private Limited as its Non Executive Chairman.

He started his career with Citibank, India, where his last role was as Managing Director & Country Head of Retail banking and subsequently with Max Bupa Insurance Ltd, as their Managing Director & CEO. He holds an MBA from IMS, DAVV, Indore.

The remuneration and terms and conditions of appointment of Mr. Ashish Mehrotra is as given below:

Particulars	Amount/ Units
Salary (In Rupees)	2,00,00,004
Perquisites (In Rupees)	Nil
Others (In Rupees)	Nil
ESOPs (In Units)	7,00,000

The Board of Directors recommends the resolution set out in Item No. 2 of the notice for approval of the Members.

None of the Directors, Key Managerial Personnel of the Company and their relatives, except Mr. Ashish Mehrotra are in any way concerned or interested in this resolution.

Item 3. To approve appointment of Ms. Bama Balakrishnan (DIN: 06531188) as the Whole-Time Director, designated Executive Director of the Company for the period from February 14, 2022, to February 13, 2027:

Subject to the approval of the Shareholders of the Company, the Nomination and Remuneration Committee and the Board of Directors of the Company had, vide resolutions passed on January 18, 2022, and February 14, 2022 respectively, approved appointment of Ms. Bama Balakrishnan as Whole time Director of the Company, designated as Executive Director for a period of five consecutive years with effect from February 14, 2022 to February 13, 2027. In accordance with Section 196 of the Companies Act, 2013, the appointment of whole-time director requires the approval of the members of the Company and accordingly, the board of directors is seeking your approval for the aforementioned appointment of whole-time director.

Northern Arc Capital Limited

10th Floor, Phase-I, IIT-Madras Research Park, Kanagam Village, Taramani, Chennai 600 113, India
+91 44 6668 7000 | contact@northernarc.com | northernarc.com

CIN.: U65910TN1989PLC017021

A brief profile of Ms. Bama Balakrishnan is provided below:

Bama Balakrishnan is currently the chief operating officer of the Company and oversees the day-to-day operations of the Company. She has also served previously as the chief financial officer and chief risk officer of the Company. In her role as chief financial officer, she played a key role in deepening access to liabilities and completing a significant capital raise for our Company. She joined the Company on August 13, 2012, as a senior risk officer. In this role, she led the strengthening of the risk management approach as the Company scaled up across multiple new sectors. Prior to joining the Company, she worked with ICICI Bank for 10 years. She is a director on the board of Dvara Research Foundation, an organization engaged in research and policy advocacy. She holds a bachelor's degree in commerce from the University of Madras, a post-graduate diploma in management from the Indian Institute of Management, Ahmedabad and a professional diploma in software technology and systems management from the National Institute of Information Technology. She is also a member of the Institute of Cost and Works Accountants of India and a chartered financial analyst.

The proposed remuneration and terms and conditions of appointment of Ms. Bama Balakrishnan is as given below:

Particulars	Amount / Units
Salary (In Rupees)	1,60,64,000
Perquisites (In Rupees)	Nil
Others (Variable pay, in Rupees)	28,87,600
ESOPs (In Units)	6,29,394

The Board of Directors recommends the resolution set out in Item No. 3 of the notice for approval of the Members.

None of the Directors, Key Managerial Personnel of the Company and their relatives, except Ms. Bama Balakrishnan are in any way concerned or interested in this resolution.

Item 4. To consider and approve the Appointment of Mr. Ashish Mehrotra (DIN: 07277318) as the Managing Director and Chief Executive Officer of the Company and payment of remuneration:

The Board of Directors of the Company based on the recommendation of the Nomination & Remuneration Committee, has appointed Mr. Ashish Mehrotra as the Managing Director & CEO of the Company, in place of the existing MD&CEO, Dr. Kshama Fernandes, for a period of five years from 1st April, 2022 upto 31st March 2027 upon the terms and conditions hereinafter indicated, subject to approval of the Members.

The profile of Mr. Ashish Mehrotra is provided as part of explanatory statement to Item 2 of the notice.

The detailed remuneration payable to Mr. Ashish Mehrotra is as follows:

Particulars	Amount/ Units
Salary	2,00,00,004
Perquisites	Nil
Others (cash)	Nil
ESOPs (Units)	7,00,000

Powers & Responsibilities as the Managing Director and CEO

- a. As the Managing Director and CEO (MD & CEO) Mr. Ashish Mehrotra will carry out such functions, exercise such powers and perform such duties as the Board of Directors of the Company (hereinafter called “the Board”) shall from time to time in its absolute discretion determine and entrust to him, subject, nevertheless to the provisions of the Companies Act, 2013 or any statutory modifications or re-enactment thereof for the time being in force.
- b. MD & CEO will, to the best of his skill and ability, endeavor to promote the interests and welfare of the Company and to conform to and comply with the directions & regulations of the Company and also such orders and directions as may from time to time be given to him by the Board.
- c. MD & CEO shall at all times act in the best interests of the Company and all its stakeholders (including its minority shareholders) and keep the Board informed of any developments or matters that have materially impaired, or are reasonably likely to materially impair, the interests of the Company and/or any of its stakeholders.
- d. Subject to the superintendence, control and direction of the Board, MD & CEO shall (i) have the general control of the business of the Company and be vested with the Management and day to day affairs of the Company (ii) have the authority to enter into contracts on behalf of the Company in the ordinary course of business and (iii) have the authority to do and perform all other acts and things which in the ordinary course of such business he may consider necessary or proper in the best interest of the Company.
- e. MD & CEO shall devote the whole of his time, attention and abilities to manage the business of the Company and shall use his best endeavour to promote its interest and welfare.
- f. During the currency of this tenure as MD&CEO, Mr. Mehrotra shall not directly or indirectly engage himself in any other employment, business or occupation of whatsoever nature. However, he may with the prior approval of the Board of Directors, hold Directorship in other companies and/or provide services to other group companies.
- g. The terms & conditions of appointment and the payment of remuneration to MD & CEO may be varied, altered, increased, enhanced or widened from time to time by the Board as it may

in its discretion deem fit and in accordance with the provisions of the Companies Act, 2013 or any amendments made hereafter in this regard and within the overall approval given by the Shareholders.

- h. If at any time the MD & CEO ceases to be a Director of the Company, for any reason whatsoever, he shall cease to be the MD & CEO. Similarly, if at any time the MD & CEO ceases to be in the employment of the Company for any cause/ reason whatsoever, he shall cease to be a Director of the Company.

The Nomination & Remuneration Committee and the Board of Directors is of the opinion that Mr. Ashish Mehrotra's vast knowledge and varied experience will be of great value to the Company and has recommended the Resolutions at Item No.4 of this Notice relating to his appointment as the MD & CEO of the Company for a period of five years w.e.f. 1st April 2022 upto 31st March 2027 as a Special Resolution for your approval.

In compliance with the provisions of Sections 196, 197, 203 and other applicable provisions of the Act, read with Schedule V to the Act, the terms of remuneration specified above are now being placed before the Members for their approval.

Except, Mr. Ashish Mehrotra, none of the other Directors, Key Managerial Personnel or their relatives are concerned or interested in the Resolution at Item No. 4 of the Notice. Mr. Mehrotra is not related to any other Director or Key Managerial Personnel of the Company.

Item 5. To consider and approve the redesignation of Dr. Kshama Fernandes, Managing Director and Chief Executive Officer of the Company as Non-Executive, Non-Independent, Vice Chairperson of the Company and approve remuneration:

Dr. Kshama Fernandes was reappointed as the Managing Director and CEO of the Company for a period of three years from 1st April 2020. However, due to Dr. Fernandes' multiple commitments and considering the executive responsibility that Dr. Kshama Fernandes would assume within the Northern Arc group, the Board of Directors (at their meeting held on 14th Feb 2022) at the recommendation of the Nomination and Remuneration Committee (at their meeting held on 18th Jan 2022), proposed the re-designation of Dr. Kshama Fernandes as a Non-Executive Director of the Company to be designated as the Non-Executive, Non-Independent, Vice-Chairperson and also the proposed remuneration payable to Dr. Kshama Fernandes as the Non-Executive Vice Chairperson of the Board with effect from April 1, 2022, subject to the approval of the shareholders.

The Board of Directors at the recommendation of the Nomination & Remuneration Committee also approved a compensation in the form of profit related commission to Dr. Kshama Fernandes not exceeding in the aggregate 1% (one percent) of the net profits of the Company computed in the manner stipulated in Section 198 of the Act.



The Board of Directors recommends the resolution set out in Item No. 5 of the notice for approval of the Members.

None of the Directors, Key Managerial Personnel of the Company and their relatives, except Dr. Kshama Fernandes are in any way concerned or interested in this resolution.

**On behalf of the Board of Directors
For Northern Arc Capital Limited**

**R. Srividhya
Company Secretary**

**Place: Chennai
Date: 4th Mar 2022**

Northern Arc Capital Limited

10th Floor, Phase-I, IIT-Madras Research Park, Kanagam Village, Taramani, Chennai 600 113, India
+91 44 6668 7000 | contact@northernarc.com | northernarc.com

CIN.: U65910TN1989PLC017021



Annexure 1

Details of Directors seeking appointment and seeking fixation of remuneration at the Extraordinary General Meeting

[Pursuant to para 1.2.5 of Secretarial Standard on General Meetings]

Name of the Director	Mr. N T Arun Kumar	Mr. Ashish Mehrotra	Ms. Bama Balakrishnan	Dr. Kshama Fernandes
DIN	02407722	07277318	06531188	02539429
Date of Birth & Age	24 th September, 1969 53 years	11 th February, 1969 53 years	28 th November, 1975 47 years	13 th November, 1968 53 Years
Date of appointment on Board	14 th February 2022	14 th February 2022	14 th February 2022	1 st April, 2015
Qualification	B.Sc., PGDM (MBA)	MBA	PGDM- IIM Ahmedabad, CFA	MBA, Ph. D. in Finance
Experience and Expertise	As stated in explanatory statement to item 1 of the Notice	As stated in explanatory statement to item 2 of the Notice	As stated in explanatory statement to item 3 of the Notice	Dr. Kshama joined Northern Arc in 2008 as its founding Chief Risk Officer and took over as the Managing Director and CEO in 2012. She has more than twenty years of experience in capital markets advisory, consulting and academia. Prior to joining Northern Arc, she was Professor and Head of Finance at the Goa Institute of Management.



Number of Meetings of the Board attended during the year	NA	NA	NA	Six
List of Directorship / Membership / Chairmanship of Committees of other Board	<p><i>Directorships:</i></p> <ol style="list-style-type: none"> 1. Dvara Kshetriya Gramin Financial Services Private Limited 2. Telstra Global Business Services LLP 3. CIEL HR Services Private Limited 	<p><i>Directorships:</i></p> <ol style="list-style-type: none"> 1. Pragati Finserv Private Limited 2. AAPT Insurance Brokers Private Limited 3. AAPT Investment Advisors Private Limited 4. AAPT Holdings Private Limited 5. AAPT Fintech Private Limited 6. Northern Arc Investment Managers Private Limited 	<p><i>Directorships:</i></p> <p>Dvara Research Foundation</p> <p>Northern Arc Investment Adviser Services Private Limited</p>	<p><i>Directorships:</i></p> <ol style="list-style-type: none"> 1. Northern Arc Investment Manager Private Limited. 2. Northern Arc Investment Adviser Services Private Limited. 3. Northern Arc Foundation 4. NSE Investments Limited
Shareholding in the Company	NIL	NIL	<p>1 Share</p> <p>(Excluding the beneficial interest on shares allotted under ESOP Scheme, which is held by the Trust established by the Company)</p>	<p>1 Share</p> <p>(Excluding the beneficial interest on shares allotted under ESOP Scheme, which is held by the Trust established by the Company)</p>



Relationship with other directors, manager and other Key Managerial Personnel of the Company	NIL	NIL	NIL	NIL
Terms and Conditions of appointment/re-appointment along with details of remuneration sought to be paid and remuneration last drawn by such person	No remuneration is payable other than sitting fees	The terms and conditions of appointment along with details of remuneration sought to be paid is given in the explanatory statement annexed to this Notice.	The details of remuneration sought to be paid is given in the explanatory statement annexed to this Notice.	The details of remuneration sought to be paid is given in the explanatory statement annexed to this Notice.