

July 15, 2025

To

BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai- 400001 Scrip Code: 533344	National Stock Exchange of India Limited Exchange Plaza, C-1, Block G, Bandra- Kurla Complex, Bandra (East), Mumbai- 400051 Scrip Symbol: PFS
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Sub.: Notice of 19th Annual General Meeting of the Company

Dear Sir/ Madam,

Pursuant to the provisions of Regulation 34(1) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with applicable Circulars of the MCA and SEBI, we are submitting herewith the Notice of 19th Annual General Meeting of the Company for the Financial Year 2024-25, to be held on Wednesday, 6th August 2025 at 12:00 Noon (IST) through Video Conferencing / Other Audio- Visual Means.

The said Notice forms part of the Annual Report for the Financial Year 2024-25, is also available on the website of the Company at www.ptcfinancial.com.

This is for your information and records please.

Yours faithfully,

For PTC India Financial Services Limited

Manohar Balwani
Company Secretary

Enclosed: as above

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 19th ANNUAL GENERAL MEETING

NOTICE is hereby given that the 19th (Nineteenth) Annual General Meeting (“AGM”) of the Members of PTC India Financial Services Ltd. (“PFS” or the “Company”) will be held on Wednesday, the 6th day of August 2025 at 12:00 Noon 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 2025, 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 2025 and report of Auditor’s thereon.
2. To re-appoint Shri Balaji Rangachari (DIN: 05197554) 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 Shri Balaji Rangachari (DIN: 05197554) 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 M/s Rohit Parmar & Associates, Practicing Company Secretaries as Secretarial Auditors of the Company**

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

“RESOLVED THAT pursuant to the provisions of Section 204 and other applicable provisions, if any, of the Companies Act, 2013 and 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), read with Regulation 24A of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015, as amended from time to time, pursuant to recommendations of the Audit Committee and the Board of Directors, approval of the members of the Company be and is hereby accorded for appointment of M/s Rohit Parmar & Associates, Practicing Company Secretaries (Firm Regn. No.: S2021DE820800) (Peer Review No. 2122/2022) as the Secretarial Auditors of the Company for a term of five (5) consecutive Financial Years (FY) commencing from FY 2025-26 to FY 2029-30 at such remuneration and on such terms and conditions as may be determined by the Board of Directors (including its committee/ delegatee thereof), and to avail any other services, certificates, or reports as may be permissible under applicable laws.

RESOLVED FURTHER THAT the Board of Directors (including any Committee/ delegatee thereof) be and are hereby authorised to do all such acts, deeds, matters and things as may be necessary, expedient or incidental for the purpose of giving effect to this resolution and to settle any question or difficulty in connection herewith and incidental hereto.”

4. **Appointment of Shri Sanjeev Kumar (DIN:08828758) as Whole-time Director (Operations) 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 Sections 152, 161 and other applicable provisions, if any, of the Companies Act, 2013 (the “Act”), read with Rules made thereunder, Regulation 17(1C) and other applicable regulation of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the “SEBI 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 consent of the Reserve Bank of India dated February 13, 2025, in terms of Company’s Nomination and Remuneration & Board Diversity Policy and Policy for Director’s Fit and Proper criteria, Shri Sanjeev Kumar (DIN:08828758), who on the recommendations of the Nomination & Remuneration Committee, was appointed by the Board of Directors (“Board”), as an Additional Director of the Company with effect from 10th June 2025 and designated as Director (Operations) 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 Director of the Company, liable to retire by rotation.

RESOLVED FURTHER 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 the SEBI Listing Regulations and on the recommendations of the Nomination and Remuneration Committee, the Board and consent received from the Reserve Bank of India dated February 13, 2025, the consent of the members of the Company be and is hereby accorded to appoint Shri Sanjeev Kumar (DIN:08828758) as Whole-time Director of the Company for a period of 5 (Five) years or upto the date of his superannuation, whichever is earlier, with effect from 10th June 2025 on such terms and conditions including remuneration as set out in explanatory statement.

RESOLVED FURTHER THAT the Nomination and Remuneration Committee and/ or Board be and is hereby 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, the SEBI Listing Regulations, or any amendment thereto or any re-enactment thereof without seeking any further approval of the shareholders.

RESOLVED FURTHER THAT Managing Director/ any Director/ Company Secretary of the Company be and is hereby severally authorised to execute, sign and file relevant forms/ documents/ information with the Registrar of Companies, Reserve Bank of India, Stock Exchanges or any other authorities, as applicable, for the said appointment and to do all such other acts, things and matters as may be necessary for implementing the above resolution.”

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

Manohar Balwani
Company Secretary
M.No.:A11117

Date: July 9, 2025
Place: New Delhi

Notes:

1. The relevant explanatory statements pursuant to Section 102 of the Companies Act, 2013 (the "Act") and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations") setting out the material facts and reasons for the proposed resolutions and other details are annexed hereto.
2. 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, General Circular No. 09/2023 dated 25th September, 2023 and General Circular dated 09/2024 dated 19th September, 2024 (collectively 'MCA Circulars'), permitted companies to conduct General Meeting through video conferencing ('VC') till 30th September, 2025. 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.
3. 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.
4. In compliance with the applicable provisions and Circulars, the Company is pleased to provide remote e-Voting facility to its Members, to enable them to cast their votes electronically.
5. 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@ptcfincial.com.
6. SEBI encourages all shareholders to consider the inherent advantages of dematerialization and get existing physical shareholding converted into demat mode. Further, SEBI has also mandated that transfer and investor service requests including transmission, transposition etc., cannot be processed unless the securities are held in dematerialized form. Therefore, shareholders holding shares in physical form are requested to dematerialize their shareholding in their existing demat account, or by opening a new demat account with any Depository Participant (DP) at the earliest.
7. 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.ptcfincial.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, if any, 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

8. Members, who have not yet encashed their Dividend Warrants/Cheques/DDs pertaining to dividend of financial year 2017-18 onwards, are requested to write to Kfin immediately, as the said unclaimed dividends and underlying shares shall be transferred to IEPF on the completion of 7 years. The details of unclaimed/ unpaid dividend are available on the website of the Company at <https://www.ptcfincial.com/cms/showpage/page/equity>. Members may also note that dividend, as well as shares transferred to IEPF can be claimed back as per the prescribed procedure.
9. 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.
10. 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.
11. 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.
12. 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.
13. a) In compliance with MCA Circulars read with the Securities and Exchange Board of India ("SEBI") circulars dated October 03, 2024, 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 FY25) 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 11th July 2025 (closing hours). The Members may note that the Notice calling the AGM along with the Annual Report 2024-25 has been uploaded on the website of the Company at www.ptcfincial.com. The Notice of the AGM along with Annual Report 2024-25 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@ptcfincial.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 30th July 2025 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.

A person, whose name is recorded in the Register of Members or in the Register of Beneficial Owners maintained by the depositories as on the cut-off date only shall be entitled to avail the facility of remote e-voting or e-voting at the AGM and a person who is not a Member as on the cut-off date, should treat this Notice for information purposes only.

14. 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.
15. Members who wish to inspect the Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of Companies Act, 2013 and Register of Contracts or arrangements in which directors are interested maintained under Section 189 of the Companies Act, 2013, can send an email to info@ptcfincial.com.
16. 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 2024-25 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.

The Notice and Annual Report will also be available on the website of the Company, on the websites of stock exchanges i.e. National Stock Exchange of India and BSE Limited and also on the website of RTA (KFin Technologies Limited) at www.kfintech.com.

Any Member requiring a hard copy of the Annual Report, may kindly send a request to the Company through email from their registered email id at or a signed letter in original at the registered office of the Company

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@ptcfincial.com.

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

17. 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: Sunday, 3rd August 2025 at 9:00 AM
Day, date and time beyond which remote e-voting will not be allowed	To: Tuesday, 5th August 2025 at 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>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.
<p>2. User not registered for IDeAS e-Services facility of NSDL</p> <ul style="list-style-type: none"> I. To register click on link: https://eservices.nsdl.com II. Select “Register Online for IDeAS” or click on the link: https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp III. Proceed with completing the required fields. IV. After successful registration, please follow steps given in Point No. 1 above to cast your vote. 	<p>2. User not registered for Easi/Easiest facility of CDSL</p> <ul style="list-style-type: none"> I. Option to register is available at https://web.cdslindia.com/myeasitoken/Registration/EasiRegistration II. Proceed with completing the required fields. III. After successful registration, please follow steps given in Point No. 1 above to cast your vote.

NSDL	CDSL
<p>3. By visiting the e-Voting website of NSDL</p> <ol style="list-style-type: none"> I. Visit URL: https://www.evoting.nsdl.com/ II. Click on the icon “Login” which is available under “Shareholder/Member” section. 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. 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. V. On successful selection, you will be redirected to the e-Voting page of KFin to cast your vote without any further authentication. <p>4. For OTP based login</p> <ol style="list-style-type: none"> i. Visit URL: https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. ii. Enter your 8-digit DP ID, 8-digit Client Id, PAN, Verification code and generate OTP. iii. Enter the OTP received on registered email id/ mobile number and click on login. iv. Post successful authentication, you will be requested to select the Company name i.e. “PTC India Financial Services Limited” or the e-voting Service Provider, i.e. “Kfintech”. v. On successful selection, you will be redirected to the e-voting page of Kfintech to cast your vote without any further authentication. 	<p>3. Users may directly access the e-Voting module of CDSL as per the following procedure:</p> <ol style="list-style-type: none"> I. Visit URL: https://evoting.cdslindia.com/Evoting/EvotingLogin II. Provide your demat Account Number and PAN. III. System will authenticate user by sending OTP on registered Mobile & Email as recorded in the Demat Account. 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.

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 22-23058542-43.</p>

18. 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 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 30th July 2025 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 applicable provisions of the 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 csmayankbhardwaj@gmail.com with a copy marked to voting@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:
19. **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/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.

- 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 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.
 - v. 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
 - vi. 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.
 - vii. 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.
 - viii. Institutional Members are encouraged to attend and vote at the AGM through VC.
20. **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. 30th July 2025 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 i.e., 30th July 2025, 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.
- c) 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- 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. Sankara Gokavarapu, Senior Manager - Corporate Registry at einward.ris@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 and SEBI Circulars referred point 1 of the notes.
21. 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.
22. Members may contact the Company or KFin to convey 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
23. **SCRUTINIZER FOR E-VOTING AND DECLARATION OF RESULTS:**
- a. Mr. Mayank Bhardwaj, Practicing Company Secretary (Membership No. A42209) of M/s Mayank Bhardwaj & 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 Scrutiniser’s decision on the validity of the vote shall be final.
 - c. 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.
 - d. 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 National Stock Exchange of India Limited, where the Equity Shares of the Company are listed.
 - e. The Resolutions shall be deemed to be passed on the date of the Meeting subject to receipt of the requisite number of votes in favour of the Resolutions.
24. **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 atleast 1 week before the AGM, 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 5th August 2025.
 - 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 most of the queries received till 3 clear days before the AGM 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.
25. **SPEAKER REGISTRATION BEFORE AGM**
- Members of the Company, holding shares as on the cut-off date i.e. 30th July 2025 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 30th July 2025 to 4th August 2025. Those Members who have registered themselves as a speaker will only be allowed to speak/ express their views/ask questions during the AGM. Shareholders are requested to remember the same and wait for their turn to be called by the Chairman of the meeting during the Question Answer Session. Due

to limitations of transmission and coordination during the AGM, the Company may have to dispense with or curtail the Speaker Session, hence shareholders are encouraged to send their questions etc. in advance as 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.

26. 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.

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

Sd/-

Manohar Balwani
Company Secretary
M.No.:A11117

Date: July 9, 2025
Place: New Delhi

EXPLANATORY STATEMENT UNDER SECTION 102 OF THE COMPANIES ACT, 2013

Item No. 3 Appointment of the Secretarial Auditors of the Company

In accordance with Section 204 of the Companies Act, 2013 read with rules made thereunder and Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 (as amended), every listed entity is required to undertake Secretarial Audit by a Peer Reviewed Secretarial Auditor who shall be appointed by the Members of the Company, on the recommendation of the Board of Directors, for a period of five consecutive years.

The Board of Directors at its meeting held on July 9, 2025 based on the recommendations of the Audit Committee and subject to approval of the shareholders, appointed M/s Rohit Parmar & Associates, Practicing Company Secretaries (Firm Regn. No.: S2021DE820800) (Peer review No. 2122/2022) as Secretarial Auditors of the Company for a term of five (5) consecutive Financial Years (FY) commencing from FY 2025-26 to FY 2029-30.

Mr. Rohit Parmar, member of Institute of Company Secretaries of India and a law graduate, is founder of M/s Rohit Parmar & Associates (RPA). In his distinguished career profile of more than 9 years, he has wide experience & expertise in various types of Audits including Secretarial Audits, where he has handled more than 100+ Secretarial Audits including Audits of many Listed Companies, handling of Legal, Secretarial and Corporate affairs in automobile sectors, NBFC clients, Hospitality Sector, Real Estate Sector, NGOs, etc.

M/s Rohit Parmar & Associates is prevalently serving its eminent corporate clients in various Corporate Laws and is equipped with the team of qualified professionals viz. Company Secretaries and Advocates having wide and extensive experience. The Firm provide services to Listed as well as Unlisted Companies and also works with consulting Firms (CA, CS, CWA, Advocates, etc.) to advise them and their clients on various aspects of Corporate law. Though our firm is based in New Delhi but our work profile is extended to metro Cities Like Mumbai, Chennai, Ahmedabad, Kolkata etc.

M/s Rohit Parmar & Associates have given their consent to act as the Secretarial Auditors of the Company and have confirmed that their appointment, if made, will be within the limit specified under Section 204 of the Companies Act, 2013. They have also confirmed that they are not disqualified to be appointed as secretarial auditors in terms of the provisions of the Section 204 of the Companies Act, 2013 and the Rules made thereunder, read with Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015 and other applicable Regulations.

The Board, based on the recommendations of the Audit Committee, has approved the professional fees of ₹ 1,00,000 per annum (plus taxes as applicable and reimbursement of out of pocket expenses) for the said term of 5 years. The Board of Directors (including any Committee/ delegatee thereof) shall be authorized to revise/ modify the Secretarial Audit Fee, etc. as may be deemed appropriate.

Accordingly, consent of the Members is sought for approval of the aforesaid appointment of the Secretarial Auditors. The Board recommends the Ordinary Resolution set out at Item No. 3 of the accompanying Notice for approval by the Members of the Company.

None of the Directors, Key Managerial Personnel of the Company and their relatives (except 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 of the accompanying Notice of the Annual General Meeting.

Item No. 4 Appointment of Shri Sanjeev Kumar (DIN:08828758) as Whole-time Director (Operations) and approve his remuneration

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 recommendations of the Nomination and Remuneration Committee, has appointed Shri Sanjeev Kumar (DIN:08828758) as an Additional Director (Executive) of the Company, w.e.f. 10th June 2025.

Further, on the recommendations 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, subject to approval of the shareholders, the Board has also appointed Shri Sanjeev Kumar as Whole-time Director (Operations) of the Company with effect from 10th June 2025, for a period of 5 (Five) years or upto the date of his superannuation, whichever is earlier, at such remuneration as specified below:

The emoluments of Shri Sanjeev Kumar is fixed at ₹ 77.43 Lakhs p.a. Further, he is also entitled to Performance Related Pay of upto 40% of fixed pay. 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 Whole-time Director level functionary in line with the Policy of the Company, as amended from time to time.

In the event of absence or inadequacy of profits in any financial year, the aforementioned remuneration shall be paid as the minimum remuneration to Shri Sanjeev Kumar, subject to necessary approvals, if any, as prescribed under Section 197 read with Schedule V of the Act.

As per the terms of appointment, Shri Sanjeev Kumar will be on probation for a period of one-year w.e.f. 10th June 2025.

Shri Sanjeev Kumar has given his consent in form DIR-2 to act as Director and declaration in form DIR-8, to the effect that he is not disqualified from being appointed as a Director in terms of Section 164 of the Act. Further, he also satisfies all the conditions set out in Part-I of Schedule V to the Act. The Company has received a notice under Section 160 of the Act proposing his candidature for the Office of Director.

Also, in compliance with the SEBI Order dated June 14, 2018 to the Stock Exchanges and further BSE Circular No. LIST/COMP/14/2018-19 and NSE Circular No. NSE/CML/2018/24 both dated June 20, 2018, Shri Sanjeev Kumar has not been debarred from holding the office of director by virtue of any SEBI order or any other such authority.

Pursuant to Regulation 17(1C) of the SEBI Listing Regulations, the Company is required to obtain approval of the shareholders for appointment of a person on the Board of Directors at the next general meeting or within a period of 3 months from the date of appointment, whichever is earlier.

A brief profile of Shri Sanjeev Kumar and other requisite details pursuant to the provisions of Regulation 36(3) of the SEBI Listing Regulations and Secretarial Standards on general meetings ("SS-2") issued by the Institute of Company Secretaries of India are mentioned in this explanatory statement annexed 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 Sanjeev Kumar under Section 190 of the Act.

The Board considers that his continued association would be of immense benefit of the Company, it is desirable to avail his services as Whole-time Director (Operations).

Accordingly, the Board recommends the resolution set out as item no. 4 of the notice in relation to the appointment of Shri Sanjeev Kumar as Whole-time Director (Operations), for the approval of shareholders of the Company as an Ordinary Resolution.

Except Shri Sanjeev Kumar, being an appointee, none of the Directors and Key Managerial Personnel of the Company and their relatives (except 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 of the accompanying Notice of the Annual General Meeting.

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

Sd/-
Manohar Balwani
Company Secretary
M.No.:A11117

Date: July 9, 2025
Place: New Delhi

Details of Director(s) recommended for appointment as required pursuant to Regulation 36(3) of the SEBI Listing Regulations and in terms of Secretarial Standards on General Meeting (SS-2) issued by the Institute of Companies Secretaries of India:

Name of Director	Shri Balaji Rangachari	Shri Sanjeev Kumar
DIN	05197554	08828758
Date of Birth (Age)	5 th March, 1973, (52 years)	21st December, 1969, (55 years)
Nationality	Indian	Indian
Date of first Appointment on Board of Company	12.07.2024	10.06.2025
Qualifications	B.Tech from Indian Institute of Technology, Madras and PGDM from Indian Institute of Management, Calcutta	CMA from the Institute of Cost Accountants of India (erstwhile ICWA of India) and a Certified Associate of Institute of Banking and Finance (CAIIB)
Experience in years	30 years	More than 30 years
Brief Profile, nature of expertise in specific functional areas	<p>Sh. R Balaji has nearly 30 years of experience in building businesses and brands. Recently, he was the Co-founder and CEO of TuTr Hyperloop, a deep-tech start-up incubated out of IIT Madras Research Park. Currently he is a member of the Advisory Board of NIIT Foundation (a CSR entity).</p> <p>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 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.</p> <p>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 Limited and Nestle India Limited.</p>	<p>Prior to joining PTC India Financial Services Limited, Shri Sanjeev Kumar was Chief Executive Officer with IIFCL Projects Limited, wholly owned Subsidiary of IIFCL (India Infrastructure Finance Company Limited). IIFCL Projects is a Projects Advisory Company of Govt of India in the field of Infra Projects, Transaction and Financial Advisory, in addition to rendering regular PMU Services to various State Government Institutions and Union Government Ministries. In addition to this, he was also a nominee Director in another subsidiary of IIFCL named IIFCL Asset Management Company Limited.</p> <p>He is having a long experience of more than 30 years in Banking and Finance which includes Retail, Corporate, Construction and Infrastructure Finance. Have experienced and performed in the sector from all angles and has gathered expertise in all the facets of Financial Management of Large and Medium size Infra projects, mainly in Road and Power Sector (thermal as well as renewable energy) as lender as well as Authority.</p> <p>He has worked for more than 5 years with NHA as General Manager (Finance) and has played key roles in many of the policy initiatives of Govt. of India in recent past to eliminate the financial stress of the Road Project and revival of the laggard Projects and to suggest the improvement in contract documents to reduce the financial uncertainty of the Road Projects.</p> <p>During long tenure in Banking and Finance, he has worked for leading Institutions like SBI, ICICI Bank and lastly with IIFCL as senior management in various departments, like Accounts, Resources and Treasury Management and as the Vertical Head of the Credit Department, before being Deputed as CEO, IIFCL Projects Limited.</p> <p>He is a CMA from the Institute of Cost Accountants of India (erstwhile ICWA of India) and a Certified Associate of Institute of Banking and Finance (CAIIB)</p>

Name of Director	Shri Balaji Rangachari	Shri Sanjeev Kumar
The skills and capabilities required for the role and the manner in which the proposed person meets such requirements	Corporate restructuring, Investments, Formulation, development and implementation of policies, strategies and programs, Financial Services	Banking, Infrastructure Project Finance, Financial Structuring & Advisory, Transaction Services, Contractual Risk Mitigation, Credit Appraisal & Monitoring, etc.
Terms and conditions of appointment and remuneration sought to be paid	Re-appointment due to retirement by rotation	Proposed appointment is for Whole-time Director of the Company liable to retire by rotation. Terms & conditions of his appointment including remuneration, is given in the explanatory statement.
Remuneration last drawn (for the period effective from 12-07-2024 to 31-03-2025)	₹ 81.27 Lakhs	Not Applicable
Number of shares held either directly or for beneficial basis for any other person	NIL	NIL
Relationship with other Directors, Manager and other Key Managerial Personnel of the Company	He is not related to any other Director/KMP of the Company.	He is not related to any other Director/KMP of the Company.
No. of meetings of Board attended/ held during Financial Year 2024-25	9/9	Not Applicable
Directorships held in other Companies	NIL	NIL
Membership/ Chairmanship of Committees of Board of Directors across all public companies.	PTC India Financial Services Limited 1. Risk Management Committee (Member) 2. CSR & ESG Committee (Member) 3. Wilful Default Review Committee (Chairman) 4. Special Committee for Monitoring and Follow-up of Fraud Cases (Member) 5. Business Committee (Member) 6. Fund Raising Committee (Chairman)	PTC India Financial Services Limited Business Committee (Member)
Listed entities from which the director has resigned in the past three years	NIL	NIL

By Order of the Board of Directors,
 For **PTC India Financial Services Limited**
 Sd/-
 Manohar Balwani
 Company Secretary
 M.No.:A11117

Date: July 9, 2025
 Place: New Delhi