

NOTICE

NOTICE is hereby given that the Thirty-Second (32nd) Annual General Meeting (AGM) of the Members of IFCI Limited will be held on Wednesday, October 29, 2025 at 11:30 A.M. (IST), through Video Conference (VC) / Other Audio Visual Means (OAVM) to transact the following business:

Ordinary Business

1. To receive, consider and adopt -
 - a. the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2025, together with the reports of the Board of Directors and Auditors' thereon and comments of the Comptroller and Auditor General of India; and
 - b. the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2025, together with the report of the Auditors' thereon and comments of the Comptroller and Auditor General of India.
2. To appoint a Director in place of Shri Arvind Kumar Jain (DIN: 07911109), who retires by rotation at this Annual General Meeting and being eligible, offers himself for re-appointment.
3. To fix remuneration of the Statutory Auditor(s) of the Company in terms of the provisions of Section(s) 139(5) and 142 of the Companies Act, 2013 and to pass the following resolution, with or without modification(s), as an **Ordinary Resolution**:
 “RESOLVED that pursuant to the provisions of Section(s) 139(5) and 142 and all other applicable provisions, if any, of the Companies Act, 2013 and Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof for the time being in force), the Board of Directors of the Company (the ‘Board’), be and is hereby authorized to decide and fix the remuneration of the Statutory Auditor(s) of the Company for the Financial Year 2025-26, as may be deemed fit.”

Special Business

4. To consider and, if thought fit, to pass with or without modification(s) the following resolution as an **Ordinary Resolution** w.r.t. Appointment of Shri Rahul Bhave (DIN: 09077979) as Managing Director & Chief Executive Officer (MD & CEO):-
 “RESOLVED that pursuant to the applicable provisions of Section(s) 149, 152 and other applicable provisions of the Companies Act, 2013 (“Act”), if any, and Rules made thereunder, Regulation 17 (1C) and other applicable regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and/or any other applicable laws (including any statutory amendment(s), modification(s) or re-enactment(s) thereof, for the time being in force), Article 162 of the Articles of Association of the Company, Shri Rahul Bhave (DIN: 09077979), who was appointed as Managing Director & Chief Executive Officer (MD & CEO) of IFCI Limited, by the Ministry of Finance vide order dated March 21, 2025 for a period of three (3) years, from the date of his taking over charge of the post or until further orders, whichever is earlier and subsequently appointed as Director and Managing Director & Chief Executive Officer (MD & CEO) by the Board of Directors on March 21, 2025 (forenoon), and in respect of whom, the Company has received a notice in writing proposing his candidature for Directorship, be and is hereby appointed as Managing Director & Chief Executive Officer (MD & CEO) of the Company, whose term shall not be subject to retirement by rotation and shall hold office for a period of three years from the date of order of his appointment [i.e. March 21, 2025 (forenoon)] or until further orders, whichever is earlier.”
5. To consider and, if thought fit, to pass with or without modification(s) the resolution as an **Ordinary Resolution** w.r.t. Appointment of Shri Shailesh Kumar (DIN: 11226831), Deputy Secretary, Department of Financial Services (DFS), Ministry of Finance as Government Director:-

“RESOLVED that pursuant to the provisions of Section(s) 149, 152, 161 and other applicable provisions of the Companies Act, 2013 (“Act”), if any, and Rules made thereunder, Regulation 17 (1C) and other applicable regulations of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and/or any other applicable laws (including any statutory amendment(s), modification(s) or re-enactment(s) thereof, for the time being in force), Article 124 of the Articles of Association of the Company, Shri Shailesh Kumar (DIN: 11226831), Deputy Secretary, Department of Financial Services, Ministry of Finance, who has been nominated by the Government of India, as Government Director on the Board of the Company vide letter no. F.No.6/2(xv)/2022-BO.I received on July 29, 2025 and was accordingly appointed by the Board of Directors on August 05, 2025, and in respect of whom the Company has received a notice in writing proposing his candidature for Directorship, be and is hereby appointed as Government Director of the Company, on such terms and conditions as may be decided by Government of India from time to time.”

6. To consider and, if thought fit, to pass with or without modification(s) the following resolution as an **Ordinary Resolution** w.r.t. Appointment of Shri Rajeev Sachdev (DIN: 10681633) as Director Liable to Retire by Rotation:-
 “RESOLVED that pursuant to Section(s) 149, 152, and other applicable provisions of the Companies Act, 2013 (“Act”) and Rules made thereunder, Regulation 17 (1C) and other applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and/or any other applicable laws (including any statutory amendment(s), modification(s) or re-enactment(s) thereof, for the time being in force), the Articles of Association of the Company, Shri Rajeev Sachdev (DIN: 10681633), who was appointed as Additional Director on the Board pursuant to Section 161(1) of the Act, with effect from August 25, 2025, and in respect of whom, the Company has received a notice in writing proposing his candidature for Directorship under Section 160 of the Act, be and is hereby appointed as Director of the Company, liable to retire by rotation.”
7. To consider and, if thought fit, to pass the following resolution as **Ordinary Resolution** w.r.t. Appointment of M/s Surya Gupta & Associates, Practicing Company Secretaries, as Secretarial Auditor of the Company for the period of five (5) years:-
 “RESOLVED that pursuant to the provisions of Section 204 and other applicable provisions of the Companies Act, 2013, read with the Rules made thereunder and Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (including any statutory modifications or re-enactments thereof for the time being in force) and circulars issued thereunder from time to time and based on the recommendation of the Board of Directors, M/s Surya Gupta & Associates, Company Secretaries (a proprietary concern), Delhi (Firm Registration Number: I2012DE915000) be and is hereby appointed as Secretarial Auditor for conducting the Secretarial Audit of the Company for a term of five (5) consecutive years, commencing from Financial Year 2025-26 till 2029-30.”

Registered Office:
IFCI Tower
61 Nehru Place
New Delhi-110019
CIN: L74899DL1993GOI053677
Tel: 011-41732000
Website: www.ifcilt.com
Email: complianceofficer@ifcilt.com
Date: September 19, 2025

By order of the Board of Directors

(Priyanka Sharma)
Company Secretary

NOTES:

1. The Explanatory Statement pursuant to the provisions of Section 102 of the Companies Act, 2013, (the Act), setting out material facts in respect of Item No(s). 4, 5, 6 and 7 are annexed hereto.
2. Pursuant to the Circular No. 03/2025 dated September 22, 2025 and Circular No. 09/2024 dated September 19, 2024 read with Circular No(s). 14/2020 dated April 08, 2020, 17/2020 dated April 13, 2020, and other relevant Circulars, issued by the Ministry of Corporate Affairs (MCA) from time to time and other applicable circulars issued by the Securities and Exchange Board of India (SEBI), the 32nd Annual General Meeting of the Company shall be conducted through Video Conference / Other Audio Visual Means.
3. The 'Deemed Venue' for 32nd AGM shall be 'Auditorium, First Floor, IFCI Tower, 61 Nehru Place, New Delhi – 110019'.
4. In terms of the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended), Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 (SEBI Listing Regulations) (as amended) and MCA Circular dated September 22, 2025 and September 19, 2024 read with other applicable Circulars issued by MCA in this regard, the Company is providing facility of e-voting to its Members in respect of the business to be transacted at the AGM. For this purpose, the Company has engaged Central Depository Services (India) Limited (CDSL) as the authorized e-voting service provider, for facilitating voting through electronic means. The facility of casting votes by a member using remote e-voting as well as the e-voting system during the AGM ('Venue Voting') will be provided by CDSL.
5. Since this AGM is being held pursuant to the above said Circulars issued by MCA and SEBI through VC / OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility of appointment of proxies by the Members will not be available for the AGM and hence, the Proxy Form is not annexed to this Notice. Attendance Slip and Route Map are also not annexed to this Notice for the same reason. However, pursuant to the Section(s) 112 and 113 of the Act, representatives of the members such as the President of India or the Governor of a State or body corporate can attend the AGM through VC/OAVM and cast their votes through e-voting.
6. As per applicable MCA and SEBI Circulars, the Annual Report for the FY 2024-25 inter-alia including the Notice calling 32nd AGM is being sent only through electronic mode to those Members who have e-mail IDs registered either with the Company or the Registrar & Share Transfer Agent (R&STA) or their respective Depository Participants (DPs). Additionally, in accordance with Regulation 36(1)(b) of SEBI Listing Regulations, the Company is sending letter to members whose e-mail IDs are not registered with the Company / R&STA / DP, providing web-link of the Company's website where Annual Report for FY 2024-25 is available & can be accessed.
7. In compliance with the Circulars issued by MCA and SEBI, the Notice calling the AGM is also available on the website of the Company at www.ifcilt.com and the websites of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com respectively. The AGM Notice has also been disseminated on the website of CDSL (being the e-voting service provider) i.e. www.evotingindia.com.
8. Those Shareholders whose email IDs are not registered, are requested to register their email IDs with the R&STA at helpdeskdelhi@mcscrregistrars.com, by providing details viz. Name as registered with the R&STA, address, email ID, PAN, DP ID/Client ID or Folio Number and Number of shares held by them.
9. The Members can join the AGM through VC/OAVM mode 15 minutes before and after the scheduled time of commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available for 1000 members on first-come first-served basis.
This will however not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholder's Relationship Committee, Auditors, who are allowed to attend the AGM without restriction on account of first come first served basis.
10. The Institutional shareholders are requested and encouraged to attend and vote at the 32nd AGM of the Company.
11. The attendance of the Members attending the AGM through VC/OAVM will be counted for the purpose of reckoning of quorum under Section 103 of the Act.
12. The Members will be allowed to pose questions during the course of the Meeting. The queries can also be given in advance at complianceofficer@ifcilt.com on or before Wednesday, October 22, 2025.
13. All documents referred to in the accompanying Notice and the Explanatory Statement as well as other documents as required under the provisions of the Act will be available for inspection electronically without any fee by the Members from the date of circulation of the Notice up to the date of AGM. Members seeking to inspect documents can send an e-mail to the Company at complianceofficer@ifcilt.com mentioning their Name, DP ID & Client ID/Folio Number and Permanent Account Number (PAN). The documents will be open for inspection through electronic mode on all working days except Saturdays, Sundays and holidays between 11:00 am to 01:00 pm up to the date of this AGM. The register required to be maintained under Section 170 of the Companies Act, 2013 will be available for inspection at the AGM through electronic mode.
14. Register of Members and Share Transfer Books for equity shares will remain closed from Thursday, October 23, 2025 to Wednesday, October 29, 2025 (both days inclusive).
15. Brief details of the Directors, who are being appointed/re-appointed, is annexed hereto as per requirements of Regulation 36(3) of SEBI Listing Regulations, provisions of the Act and Secretarial Standards on General Meetings (SS-2) and forms part of the Notice.
16. As per the SEBI requirements, Members holding shares in demat form are requested to submit their KYC details / updation thereof to their depository participants with whom they are maintaining their demat accounts. Members holding shares in physical form can submit their KYC details / updation thereof to the Company or to R&STA. Shareholders are requested to visit IFCI's website at www.ifcilt.com for details.
17. In case of joint holders attending the Meeting, only such joint holder whose name is registered as first holder will be entitled to vote through remote e-voting or e-voting at AGM.
18. As per the proviso to Regulation 40(1) of the SEBI Listing Regulations, w.e.f. April 01, 2019, transfer of securities of the Company shall not be processed unless the securities are held in the dematerialized form with a depository. Accordingly, shareholders holding equity shares in physical form are requested to have their shares dematerialized.
19. In terms of SEBI circular dated July 02, 2025, a special window has been opened for a period of six months from July 07, 2025 till January 06, 2026, only for re-lodgement of transfer deeds of physical shares, which were lodged prior to the April 01, 2019 and were rejected, returned or not attended, due to deficiencies in the documents/process/or otherwise. The securities re-lodged for transfer shall be issued only in demat mode after completing due process. Eligible security holders are requested to submit their request along with requisite documents to Company / R&STA.

THE INTRUCTIONS TO SHAREHOLDERS FOR E-VOTING AND JOINING THROUGH ELECTRONIC MEANS (VIRTUAL MEETINGS) ARE AS UNDER:

Step 1: Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

Step 2: Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

- (i) The voting period begins on Sunday, October 26, 2025 and ends on Tuesday, October 28, 2025. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date i.e. Wednesday, October 22, 2025, may cast their vote electronically. The e-Voting module shall be disabled by CDSL for voting thereafter.
- (ii) Shareholders who have already voted prior to the meeting date would not be entitled to vote at the meeting venue.
- (iii) Pursuant to SEBI Circular No. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated 09.12.2020, under Regulation 44 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, listed entities are required to provide remote e-Voting facility to its shareholders, in respect of all shareholders' resolutions. However, it has been observed that the participation by the public non-institutional shareholders/retail shareholders is at a negligible level.

Currently, there are multiple E-voting Service Providers (ESPs) providing e-Voting facility to listed entities in India. This necessitates registration on various ESPs and maintenance of multiple user IDs and passwords by the shareholders.





In order to increase the efficiency of the voting process, pursuant to a public consultation, it has been decided to enable e-Voting to all the demat account holders, by way of a single login credential, through their demat accounts/ websites of Depositories/ Depository Participants. Demat account holders would be able to cast their vote without having to register again with the ESPs, thereby, not only facilitating seamless authentication but also enhancing ease and convenience of participating in e-Voting process.

Step 1: Access through Depositories CDSL/NSDL e-Voting system in case of individual shareholders holding shares in demat mode.

- (i) In terms of SEBI Circular no. SEBI/HO/CFD/CMD/CIR/P/2020/242 dated December 09, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.
- (ii) Pursuant to above said SEBI Circular, Login method for e-Voting and joining virtual meetings for Individual shareholders holding securities in Demat mode CDSL/NSDL is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in Demat mode with CDSL Depository	<ol style="list-style-type: none"> 1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login to Easi / Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & My Easi New (Token) Tab. 2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the e-Voting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly

Type of shareholders	Login Method
	<ol style="list-style-type: none"> 3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & My Easi New (Token) Tab and then click on registration option. 4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the e-Voting is in progress and also able to directly access the system of all e-Voting Service Providers.
Individual Shareholders holding securities in demat mode with NSDL Depository	<ol style="list-style-type: none"> 1 For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID, 8-digit Client ID, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2. Existing IDeAS user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the "Beneficial Owner" icon under "Login" which is available under 'IDeAS' section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on "Access to e-Voting" under e-Voting services and you will be able to see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 3. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select "Register Online for IDeAS Portal" or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp

Type of shareholders	Login Method
	<p>4. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen-digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.</p> <p>5. Shareholders/Members can also download NSDL Mobile App “NSDL Speede” facility by scanning the QR code mentioned below for seamless voting experience.</p> <p style="text-align: center;">NSDL Mobile App is available on</p> <div style="display: flex; justify-content: space-around; align-items: center;">   </div> <div style="display: flex; justify-content: space-around; align-items: center; margin-top: 10px;">   </div>
Individual Shareholders (holding securities in demat mode) login through their Depository Participants (DP)	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. After Successful login, you will be able to see e-Voting option. Once you click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider name and you will be redirected to e-Voting service provider website for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

Important note: Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at abovementioned website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. CDSL and NSDL

Login type	Helpdesk details
Individual Shareholders holding securities in Demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 21 09911
Individual Shareholders holding securities in Demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at evoting@nsdl.co.in or call at : 022 - 4886 7000 and 022 - 2499 7000

Step 2: Access through CDSL e-Voting system in case of shareholders holding shares in physical mode and non-individual shareholders in demat mode.

(i) Login method for e-Voting and joining virtual meetings for **Physical shareholders and shareholders other than individual holding in Demat form.**

- 1) The shareholders should log on to the e-Voting website www.evotingindia.com.
- 2) Click on “Shareholders” module.
- 3) Now enter your User ID
 - a. For CDSL: 16 digits beneficiary ID,
 - b. For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
 - c. Shareholders holding shares in Physical Form should enter Folio Number registered with the Company.
- 4) Next enter the Image Verification as displayed and Click on Login.
- 5) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier e-Voting of any company, then your existing password is to be used.
- 6) If you are a first-time user follow the steps given below:

	For Physical shareholders and other than individual shareholders holding shares in Demat.
PAN	Enter your 10 digit alpha-numeric *PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders) <ul style="list-style-type: none"> • Shareholders who have not updated their PAN with the Company/Depository Participant are requested to use the sequence number sent by Company/R&STA or contact Company/R&STA.
Dividend Bank Details OR Date of Birth (DOB)	Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. <ul style="list-style-type: none"> • If both the details are not recorded with the depository or company, please enter the member id / folio number in the Dividend Bank details field.

- (ii) After entering these details appropriately, click on “SUBMIT” tab
- (iii) Shareholders holding shares in physical form will then directly reach the Company selection screen. However, shareholders holding shares in demat form will now reach ‘Password Creation’ menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-Voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.
- (iv) For shareholders holding shares in physical form, the details can be used only for e-Voting on the resolutions contained in this Notice.
- (v) Click on the EVSN for IFCI.
- (vi) On the voting page, you will see “RESOLUTION DESCRIPTION” and against the same, the option “YES/NO” for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.
- (vii) Click on the “RESOLUTIONS FILE LINK” if you wish to view the entire Resolution details.

- (viii) After selecting the resolution, you have decided to vote on, click on “SUBMIT”. A confirmation box will be displayed. If you wish to confirm your vote, click on “OK”, else to change your vote, click on “CANCEL” and accordingly modify your vote.
- (ix) Once you “CONFIRM” your vote on the resolution, you will not be allowed to modify your vote.
- (x) You can also take a print of the votes cast by clicking on “Click here to print” option on the Voting page.
- (xi) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.
- (xii) There is also an optional provision to upload BR/POA if any uploaded, which will be made available to scrutinizer for verification.
- (xiii) **Additional Facility for Non – Individual Shareholders and Custodians – For Remote e-Voting only.**
- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodians are required to log on to www.evotingindia.com and register themselves in the “Corporates” module.
 - A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
 - After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
 - The list of accounts linked in the login will be mapped automatically & can be delink in case of any wrong mapping.
 - It is mandatory that, a scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be uploaded in PDF format in the system for the scrutinizer to verify the same.
 - Alternatively Non Individual shareholders are required mandatorily to send the relevant Board Resolution/ Authority letter etc. together with attested specimen signature of the duly authorized signatory who are authorized to vote, to the Scrutinizer and to the Company at the email address viz: complianceofficer@ifcilt.com (designated email address by company), if they have voted from individual tab & not uploaded same in the CDSL e-voting system for the scrutinizer to verify the same.
6. Please note that Participants 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.
7. Shareholders who would like to express their views / ask questions during the meeting may register themselves as a speaker by sending their request in advance at-least **7 days prior to meeting** mentioning their name, demat account number/folio number, email ID, mobile number at complianceofficer@ifcilt.com. The shareholders who do not wish to speak during the AGM but have queries may send their queries in advance **7 days prior to meeting** mentioning their name, demat account number/folio number, email id, mobile number at complianceofficer@ifcilt.com. These queries will be replied to by the company suitably by email.
8. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting.
9. Only those shareholders, who are present in the AGM through VC/OAVM facility and have not cast their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system available during the AGM.
10. If any Votes are cast by the shareholders through the e-Voting available during the AGM and if the same shareholders have not participated in the meeting through VC/OAVM facility, then the votes cast by such shareholders may be considered invalid as the facility of e-Voting during the meeting is available only to the shareholders attending the meeting.

PROCESS FOR THOSE SHAREHOLDERS WHOSE EMAIL/MOBILE NO. ARE NOT REGISTERED WITH THE COMPANY/DEPOSITORIES.

1. **For Physical shareholders** - Please provide necessary details like Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self-attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) by email to **Company at complianceofficer@ifcilt.com; R&STA at admin@mcsregistrars.com; helpdeskdelhi@mcsregistrars.com.**
2. **For Demat shareholders** - Please update your email id & mobile no. with your respective **Depository Participant (DP)**.
3. **For Individual Demat shareholders** – Please update your email id & mobile no. with your respective Depository Participant (DP) which is mandatory while e-Voting & joining virtual meetings through Depository.

If you have any queries or issues regarding attending AGM & e-Voting from the CDSL e-Voting System, you can write an email to helpdesk.evoting@cdslindia.com or contact at toll free no. 1800 21 09911

Mr. Rakesh Dalvi

Senior Manager

Central Depository Services (India) Limited

A Wing, 25th Floor

Marathon Futorex, Mafatlal Mill Compounds

N M Joshi Marg, Lower Parel (East)

Mumbai - 400013

E-mail - helpdesk.evoting@cdslindia.com

Toll Free No. – 1800 21 09911

INSTRUCTIONS FOR SHAREHOLDERS ATTENDING THE AGM THROUGH VC/OAVM & E-VOTING DURING MEETING ARE AS UNDER:

1. The procedure for attending meeting & e-Voting during the AGM is same as the instructions mentioned above for e-Voting.
2. The link for VC/OAVM to attend meeting will be available where the EVSN of Company will be displayed after successful login as per the instructions mentioned above for e-Voting.
3. Shareholders who have voted through Remote e-Voting will be eligible to attend the meeting. However, they will not be eligible to vote at the AGM.
4. Shareholders are encouraged to join the Meeting through Laptops / iPads for better experience.
5. Further shareholders will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.

OTHER INFORMATION:

- 1) Only those shareholders of the Company who are holding shares either in physical form or in dematerialized form, as on the cut-off date (i.e. Wednesday, October 22, 2025), shall be entitled to cast their vote either through remote e-Voting or through venue voting through VC/OAVM at the AGM, as the case may be. Any person who is not a Member as on the cut-off date should treat this Notice for information purposes only.
- 2) The remote e-Voting period begins on Sunday, October 26, 2025 at 09:00 A.M. (IST) and ends on Tuesday, October 28, 2025 at 05:00 P.M. (IST). The remote e-voting module shall be disabled by CDSL for voting thereafter.
- 3) The Members who have cast their vote by remote e-Voting prior to the AGM may also attend and participate in the proceedings of the AGM through VC/OAVM but shall not be entitled to cast their votes again.
- 4) The shareholders can opt for only one mode of voting i.e. remote e-Voting or venue voting through VC/OAVM at the AGM. In case of voting by both the modes, vote cast through remote e-Voting will be considered final and e-voting through VC/OAVM at AGM will not be considered.
- 5) The Board of Directors has appointed Shri Devesh Kumar Vasisht (FCS F8488; COP 13700) failing him Shri Parveen Kumar (FCS F10315; COP 13411), from DPV & Associates, LLP, Practicing Company Secretaries, Faridabad, as Scrutinizer to scrutinize the remote e-Voting and Venue Voting in a fair and transparent manner and to submit report thereon.
- 6) The results declared along with the Scrutinizer's Report shall be placed on the Company's website at www.ifcilttd.com and on the website of CDSL at www.evotingindia.com immediately and on the Notice Board of the Company at its registered office after the result is declared. The Voting Results along with Scrutinizer's Report will also be submitted with the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited.
- 7) IFCI is not including the financial statements of its subsidiaries on standalone basis in its Annual Report. However, in terms of Section 136 of the Companies Act, 2013, the Annual Audited Accounts of these companies for the FY 2024-25 will be available on the website of the Company at www.ifcilttd.com.
- 8) Members holding shares in more than one folio in identical order of names are requested to write to R&STA enclosing their share certificates to enable them to consolidate the holdings in one folio to facilitate better services.
- 9) As per the MCA Circular 17/2020 dated April 13, 2020 read with MCA Circular 20/2020 dated May 05, 2020, the Notice of the AGM has been sent through electronic mode to only those Members whose email IDs are registered with the Company/ Depository participant. Further, updation if any, will be provided on the website of the Company at www.ifcilttd.com.
- 10) Pursuant to Section 205A of the Companies Act, 1956 the Company has already transferred all unclaimed dividend declared up to the financial year ended March 31, 1994 to the General Revenue Account of the Central Government as required by the Unpaid Dividend (Transfer to the General Revenue Account of the Central Government) Rules, 1978. Consequent upon amendment to Section 205A and introduction of Section 205-C of the Companies Act, 1956, the unclaimed dividend for the financial years 1994-95 to 1998-99 has been transferred to the Investor Education & Protection Fund (IEPF). The Company had not declared any dividend for the financial years 1999-2000 to 2007-08. The, unclaimed dividend for the financial years 2008-09 to 2015-16 had also been transferred to IEPF, pursuant to the provisions of Section 124 of the Companies Act, 2013, (the Act) read with other applicable Law / Rules / Regulation in this regard. The shares in respect of which dividend has not been claimed for seven consecutive years have also been transferred to IEPF in terms of the provisions of the Act read with The Investor Education and Protection Fund Authority (Accounting, Audit, Transfer

and Refund) Rules, 2016 (as amended). The unclaimed dividend and shares transferred to IEPF may be claimed from IEPF by following the procedure prescribed on www.iepf.gov.in.

- 11) Shareholders are requested to register their nomination in respect of shares held by them by submitting Form No. SH-13 to their respective Depository Participants, in case of shares held in demat mode and to R&STA of the Company, in case the shares are held in physical mode. If a shareholder holding share in physical form, desires to opt out or cancel the earlier nomination and record a fresh nomination, he/ she may submit the same in ISR-3 or SH-14 as the case may be. The said forms can be downloaded from our website at <https://www.ifcilttd.com/?q=en/content/mandatory-kyc-details-etc>.
- 12) Securities and Exchange Board of India (SEBI) has introduced an Online Dispute Resolution Portal (ODR Portal) vide Circular dated July 31, 2023, August 04, 2023, read with Master Circular No. SEBI/HO/OIAE_IAD-1/P/CIR/2023/145, dated July 31, 2023 and all other applicable Circulars (including updation/ amendments thereof), for resolving disputes in the Indian Securities Market. This circular streamlines the existing dispute resolution mechanism, offering online conciliation and arbitration to promote the interest of investors. The ODR Portal resolve disputes between investors/ clients and listed companies (including their R&STA) or specified intermediaries' entities in the securities market. Additionally, it covers disputes between institutional or corporate clients and specified intermediaries/regulated entities.
- 13) The Company's Equity Shares are listed at BSE Limited and National Stock Exchange of India Limited. Besides, the Bonds / Debentures of the Company are also listed at BSE Limited. The Company has paid the annual listing fees to the Stock Exchanges for the financial year 2025-26.

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

Item No. 4

The Government of India, Ministry of Finance, Department of Financial Services, vide Letter No. F No. 2/4/2020-IF-I dated March 21, 2025, had appointed Shri Rahul Bhawe (DIN: 09077979), as Managing Director & Chief Executive Officer (MD & CEO) of Your Company, for a period of three (3) years, from the date of his taking over charge of the post or until further orders, whichever is earlier. Shri Rahul Bhawe has assumed the charge of Managing Director & Chief Executive Officer (MD & CEO) w.e.f. March 21, 2025 (forenoon).

Further, on recommendation of the Nomination & Remuneration Committee, the Board of Directors of Your Company had approved the appointment of Shri Rahul Bhawe as Managing Director & Chief Executive Officer of the Company w.e.f. March 21, 2025 (forenoon).

In accordance with proviso to Regulation 17(1C) of SEBI LODR, the company shall ensure that the approval of the shareholders for appointment or re-appointment of a person on the Board is taken at the next General Meeting. In view of above, approval of Members is being sought for appointment of Shri Rahul Bhawe as Managing Director & Chief Executive Officer (MD & CEO) on the Board of the Company for a period of three (3) years, from the date of his taking over charge of the post (i.e. March 21, 2025) or until further orders, whichever is earlier by passing Ordinary Resolution set out at Item no. 4 of this Notice.

Brief Profile of Shri Rahul Bhawe is set out in the information about Directors seeking appointment / re-appointment as mandated under Regulation 36 of the SEBI Listing Regulations, provisions of the Act and Secretarial Standards on General Meetings (SS-2) is annexed with the Notice.

Shri Rahul Bhawe is interested in the resolution to the extent of his appointment as Managing Director & Chief Executive Officer (MD & CEO) of the Company. None of the other Directors or Key Managerial Personnel of the Company and their relatives are concerned or interested financially or otherwise, in the resolution.

Accordingly, Your Board recommends the Ordinary Resolution as set out at Item No. 4 of the Notice, for approval of the Members.

Item No. 5

The Government of India, Ministry of Finance, Department of Financial Services, vide their letter No. 6/2(xv)/2022-BO.I dated July 24, 2025, nominated Shri Shailesh Kumar (DIN:11226831), Deputy Secretary, Department of Financial Services, Ministry of Finance as Government Director on the Board of the Company until further orders, in exercise of the powers conferred by Article 124 of the Articles of Association of IFCI Limited.

The Nomination & Remuneration Committee of Directors had recommended the appointment of Shri Shailesh Kumar, as Government Director on the Board of the Company and the Board has appointed him as Government Director w.e.f. August 05, 2025 in accordance with the provisions of Companies Act, 2013, SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 [SEBI Listing Regulations] and the Articles of Association of the Company.

In accordance with proviso to Regulation 17(1C) of SEBI Listing Regulations, the Company shall ensure that the approval of the shareholders for appointment or re-appointment of a person on the Board is taken at the next General Meeting.

In view of above, approval of Members of the Company is being sought for appointment of Shri Shailesh Kumar as Government Director on the Board of the Company.

Brief Profile of Shri Shailesh Kumar is set out in the information about Directors seeking appointment / re-appointment as mandated under Regulation 36 of the SEBI Listing Regulations, provisions of the Act and Secretarial Standards on General Meetings (SS-2) is annexed with the Notice.

Shri Shailesh Kumar is interested in the resolution to the extent of his appointment as a Government Director on the Board of the Company. None of the other Directors (except the other Government Director in his official capacity) or Key Managerial Personnel of the Company and their relatives are concerned or interested financially or otherwise, in the resolution.

Accordingly, Your Board recommends the Ordinary Resolution as set out at Item No. 5 of the Notice for approval of the Members.

Item No. 6

Shri Rajeev Sachdev (DIN: 10681633) was appointed as an Additional Director of Your Company on August 25, 2025, by the Board on the recommendation of the Nomination & Remuneration Committee of Directors, who holds the office up to the date of this Annual General Meeting and is eligible for appointment as Director as provided under the Companies Act, 2013.

Further, in accordance with proviso to Regulation 17(1C) of SEBI Listing Regulations, the Company shall ensure that the approval of the shareholders for appointment or re-appointment of a person on the Board is taken at the next General Meeting. The Company has received a valid notice under Section 160 of the Companies Act, 2013 proposing his candidature for office of Director and he has also given his consent to act as Director.

Brief profile of Shri Rajeev Sachdev is set out in the information about Directors seeking appointment / re-appointment as mandated under Regulation 36 of the SEBI Listing Regulations, provisions of the Act and Secretarial Standards on General Meetings (SS-2) is annexed with the Notice.

Shri Rajeev Sachdev is interested in the resolution to the extent of his appointment as Director. None of the other Directors or Key Managerial Personnel of the Company and their relatives are concerned or interested financially or otherwise, in the resolution.

Accordingly, Your Board recommends the Ordinary Resolution as set out at Item No. 6 of the Notice, for approval of the Members.

Item No. 7

In terms of Section 204 of the Companies Act, 2013 read with relevant rules every listed company is required to annex with its Board's Report, a Secretarial Audit Report given by a Practicing Company Secretary (PCS).

Further as per Regulation 24A of the SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015 (SEBI Listing Regulations) amended vide notification dated December 12, 2024 SEBI Listing Regulations (third amendment) effective from April 01, 2025, read with relevant Circular(s) issued by SEBI in this regard, a listed entity shall appoint or reappoint an individual as Secretarial Auditor, on the basis of the recommendation of the Board of Directors, for not more than one term of five consecutive years or a Secretarial Audit firm as Secretarial Auditor for not more than two terms of five consecutive years, with the approval of shareholders in its Annual General Meeting.

Accordingly, the Board of Directors at its meeting held on August 08, 2025, approved the appointment of M/s Surya Gupta & Associates Company Secretaries (a proprietary concern), Delhi (Firm Registration Number: I2012DE915000) as the Secretarial Auditors of the Company for a term of five consecutive years, commencing from FY 2025-26 till 2029-30, subject to the approval of the shareholders at the AGM.

M/s Surya Gupta & Associates, is a Proprietorship Concern of Practicing Company Secretaries registered in 2012 with ICSI. It provides services relating to IPR, FDI/FEMA, Legal Matters, Liaison, Tax, Audits, Due-Diligence, M&A, Winding-up and such other Knowledge Process Outsourcing.

M/s Surya Gupta & Associates has provided their consent to act as Secretarial Auditors of the Company and has confirmed that their proposed appointment would be within the limits specified by the Institute of Company Secretaries of India (ICSI), they are not disqualified to be appointed as Secretarial Auditors in terms of the Act, SEBI Listing Regulations read with relevant circulars issued by SEBI & ICSI. Further, the firm also holds a valid Peer Review Certificate.

The consolidated remuneration / fees payable to M/s Surya Gupta & Associates for secretarial audit services for the period of five years is ₹3,50,000/-. The proposed consolidated fee payable to Secretarial Auditor is arrived through bidding process on GeM portal.

Besides the secretarial audit services, the Company may also obtain certifications from M/s Surya Gupta & Associates under various statutory regulations and certifications required by banks, statutory authorities, audit related services and other permissible non-secretarial audit services as required from time to time, for which they will be remunerated separately on mutually agreed terms, as approved by the Board of Directors in consultation with the Audit Committee.

M/s Surya Gupta & Associates is interested in the resolution as it relates to its appointment. None of the Directors or Key Managerial Personnel of the Company and their relatives are concerned or interested, financially or otherwise, in the resolution.

Accordingly, Your Board recommends the Ordinary Resolution as set out at Item No. 7 of the Notice, for approval of the Members.

Registered Office:

IFCI Tower
61 Nehru Place
New Delhi - 110 019
CIN: L74899DL1993GOI053677
Tel: 41732000

Website: www.ifcilt.com

Email: complianceofficer@ifcilt.com

Date: September 19, 2025

By order of the Board of Directors

(Priyanka Sharma)
Company Secretary

INFORMATION ABOUT DIRECTORS SEEKING APPOINTMENT / RE-APPOINTMENT AS MANDATED UNDER REGULATION 36 of SEBI (LISTING OBLIGATIONS & DISCLOSURE REQUIREMENTS) REGULATIONS, 2015, PROVISIONS OF THE COMPANIES ACT, 2013 AND SECRETARIAL STANDARDS ON GENERAL MEETINGS (SS-2) IS AS UNDER:

Particulars	Shri Arvind Kumar Jain	Shri Rahul Bhawe	Shri Shailesh Kumar	Shri Rajeev Sachdev
Date of Birth & Age:	January 13, 1957 (68 years)	June 11, 1973 (52 years)	December 19, 1970 (54 years)	September 06, 1965 (60 years)
Qualification & Expertise in Functional Areas	<p>Shri Arvind Kumar Jain is a Gold Medallist in M.Sc. (Statistics) and is a Law graduate.</p> <p>He is Ex-ED, Punjab & Sind Bank and has rich Banking experience of around 40 years with expertise in Treasury Corporate Credit, International Banking, Equity & Debt Capital raising, Compliances and Risk Management.</p>	<p>Shri Bhawe is an MBA in Public Management & Policy from IIM Ahmedabad and a Postgraduate in Statistics. He is also a qualified CAIIB professional.</p> <p>Shri Rahul Bhawe has served as Deputy Managing Director of IFCI Ltd. before appointment as MD & CEO of IFCI. Shri Bhawe is a senior banker with over 24 years of commercial banking experience in various capacities and has served across the country. He has served in National Housing Bank as Executive Director since 2020. He has worked to encourage a sound housing and housing finance system in the country, through effective supervision of HFCs and refinance to strengthen the grassroot credit delivery network. Has experience of heading zone in commercial Bank. Apart from his expertise in retail operations, he also carries experience in the areas of Refinance, Supervision, Recovery, Risk Management, and IT. He has also served in committees established by RBI and IBA on emerging technologies in banking and Risk Management.</p>	<p>Shri Shailesh Kumar is a M.Sc (Physics) and MBA (Finance).</p> <p>Shri Shailesh Kumar is a distinguished CSS Officer and an academic achiever. Beginning his professional journey in the Finance Division of the Ministry of Education, he had brought analytical precision and policy insight to the forefront of education financing. Later, he transitioned to the Ministry of Civil Aviation, where he contributed to the development and oversight of aviation security policy, playing a vital role in national transportation safety.741</p> <p>Further in the Ministry of Overseas Indian Affairs (now merged with the Ministry of External Affairs), he was involved in the implementation of Emigration Policy. At present, Shri Shailesh Kumar is posted in the Ministry of Finance, Department of Financial Services (DFS), where he oversees the Debt Recovery Division and the Legal Cell. His work involves policy formulation and deliberation in strategy to strengthen India's financial institutions and recovery frameworks.</p>	<p>Shri Rajeev Sachdev is B.Sc (Physics).</p> <p>Shri Rajeev Sachdev has joined the Life Insurance Corporation of India (LIC) in 1988 as a 16th Batch Direct Recruit Officer. A highly experienced professional having over 37 years of service at the LIC (retiring in September 2025). Shri Sachdev has held key roles in various departments, demonstrating a deep understanding of the Insurance Industry and other Financial Products such as Housing Finance and Credit Cards. He had the opportunity to work across India in different capacities in various Branch, Divisional and Zonal offices and Corporate office of LIC. He was Chief Manager, District Branch, Jabalpur and also Sr. Divisional Manager (in-charge) of Delhi Division-3 of LIC. He had also worked with LIC Housing Finance Limited and Insurance Ombudsman. He is Director and Chief Executive of LIC Cards Services Limited, a wholly owned subsidiary of LIC. Throughout his career, he has played a significant role in shaping strategic initiatives, improving customer satisfaction and driving organizational growth.</p>
Key Terms and Conditions of Appointment/ Reappointment including Remuneration	He is not paid any remuneration (including fee & commission) except sitting fee, if any as applicable.	As decided by the appointing authority, i.e. Government of India	He is not paid any remuneration (including fee & commission).	He is not paid any remuneration (including fee & commission) except sitting fee, if any as applicable.

Committee Memberships / Chairmanship in IFCI Ltd. (as on date of Notice)	<ol style="list-style-type: none"> 1) Stakeholders' Relationship Committee – Chairman 2) Audit Committee – Member 3) Nomination & Remuneration Committee - Member 4) Review Committee on Non Cooperative Borrowers and Recovery & NPA Management Committee - Member 5) Executive Committee - Member 6) Review Committee on Wilful Defaulters - Member 7) Management Committee of Directors - Chairman 	<ol style="list-style-type: none"> 1) Business Responsibility Reporting Committee – Chairman 2) Review Committee on Non Cooperative Borrowers and Recovery & NPA Management Committee - Chairman 3) Executive Committee - Chairman 4) IT Strategy Committee - Member 5) Management Committee of Directors - Member 6) Review Committee on Wilful Defaulters - Chairman 	<ol style="list-style-type: none"> 1) Stakeholders' Relationship Committee – Member 2) Risk & Asset Liability Management Committee – Member 	<ol style="list-style-type: none"> 1) Stakeholders' Relationship Committee – Member 2) Business Responsibility Reporting Committee – Member 3) Risk & Asset Liability Management Committee – Member 4) Executive Committee - Chairman 5) IT Strategy Committee - Member 6) Management Committee of Directors - Member
Directorships in Other Companies / Entities Board	<ol style="list-style-type: none"> 1. PNB Investment Services Limited 2. Nabsamruddhi Finance Limited 3. IFCI Venture Capital Funds Limited 4. SIDBI Venture Capital Limited 5. Bank of India Trustee Services Private Limited 6. Paytm Payments Bank Limited 7. IIFCL Projects Limited 8. Fair connect Financial Services Private Limited 9. Shivalaya Construction Limited 10. Vijaypur - Kunjwani Highways Private Limited 	<ol style="list-style-type: none"> 1. Stock Holding Corporation of India Limited 2. IFCI Infrastructure Development Limited 3. IFCI Venture Capital Funds Limited 4. Management Development Institute 5. Entrepreneurship Development Institute of India 6. IFCI Social Foundation 	Nil	1. LIC Cards Services Limited
Membership / Chairmanship in Committees of other Companies (including listed entity)	<ol style="list-style-type: none"> 1. PNB Investment Services Limited – <ol style="list-style-type: none"> (i) Audit Committee (ii) Risk Committee (iii) Nomination & Remuneration Committee (iv) Corporate Social Responsibility Committee 2. IFCI Venture Capital Ltd. – <ol style="list-style-type: none"> (i) Audit Committee (ii) Nomination & Remuneration Committee (iii) Executive Committee (iv) NPA Review Committee (iv) Risk and ALM Committee 	Nil	Nil	Nil

	<p>3. BOI Trustee Services Private Limited –</p> <p>(i) Audit Committee</p> <p>(ii) Risk Committee</p> <p>4. Nabsamruddhi Finance Limited -</p> <p>(i) Nomination & Remuneration Committee,</p> <p>(ii) Corporate Social Responsibility</p> <p>(iii) Loan Committee</p> <p>5. Paytm Payments Bank Limited –</p> <p>(i) Audit Committee</p> <p>(ii) Risk Committee</p> <p>(iii) Corporate Social Responsibility</p> <p>(iv) ITSSC Committee</p> <p>(v) SCBF&M Committee</p> <p>6. SIDBI Venture Capital Limited</p> <p>(i) Nomination & Remuneration Committee</p> <p>(ii) Corporate Social Responsibility Committee</p>			
Listed entities from which the person has resigned in the past three years	Usha Financial Services Limited	Nil	Nil	Nil
Date of First Appointment and Number of Meetings of the Board held during the year and number of Board Meetings attended	<p>Shri Arvind Kumar Jain is on the Board of the Company since November 09, 2022.</p> <p>He has attended all seven Board Meetings held during the FY 2024-25.</p>	<p>Shri Rahul Bhawe was appointed as Deputy Managing Director on November 28, 2023. Later, pursuant to GoI Letter, he ceased to be Deputy Managing Director (DMD) of the Company and assumed charge as MD & CEO of the Company w.e.f. March 21, 2025 (forenoon).</p> <p>He has attended all seven Board Meetings held during the FY 2024-25 as Deputy Managing Director (DMD).</p>	<p>Shri Shailesh Kumar was appointed as Government Director on August 05, 2025.</p> <p>He has attended one Board Meeting from the date of his appointment.</p>	<p>Shri Rajeev Sachdev was appointed as Additional Director on August 25, 2025.</p> <p>He has attended one Board Meeting from the date of his appointment.</p>
Shareholding in the Company including shareholding as a beneficial owner	He does not hold any shares in IFCI Ltd, neither in his name nor as beneficial owner.	He does not hold any shares in IFCI Ltd, neither in his name nor as beneficial owner.	He does not hold any shares in IFCI Ltd, neither in his name nor as beneficial owner.	He holds 110 equity shares in IFCI Ltd, in his name.
Relationship with any other Director, Manager and other KMP of the Company	He is not related to other Directors or Key Managerial Personnel of the Company.	He is not related to other Directors or Key Managerial Personnel of the Company.	He is not related to other Directors or Key Managerial Personnel of the Company.	He is not related to other Directors or Key Managerial Personnel of the Company.
Disqualification / Debarment	Further, he is not disqualified or debarred from holding the office of Director by virtue of any SEBI order or any other authority.	Further, he is not disqualified or debarred from holding the office of Director by virtue of any SEBI order or any other authority.	Further, he is not disqualified or debarred from holding the office of Director by virtue of any SEBI order or any other authority.	Further, he is not disqualified or debarred from holding the office of Director by virtue of any SEBI order or any other authority.

Detailed profile of the Directors is available on the website of the Company.