

National Bank for Financing Infrastructure and Development

ADDENDUM TO THE NOTICE OF THE FOURTH ANNUAL GENERAL MEETING

Addendum to the Notice dated June 19, 2025, convening Fourth Annual General Meeting of the Member/Shareholder of National Bank for Financing Infrastructure and Development (the “Institution”) scheduled to be held on Tuesday, July 29, 2025 at 10:00 a.m. IST, through Video Conferencing/Other Audio Visual Means (VC/OAVM).

Substitution of Agenda Item No. 3

The following Agenda Item No. 3 in the Notice of the Fourth Annual General Meeting of the Institution dated June 19, 2025, stands substituted for the reasons stated in the Explanatory Statement attached to this Addendum:

Agenda Item No. 3 as per Notice dated June 19, 2025	Substituted Agenda Item No. 3
<p>3. Nomination of Mr. Manoj Muttathil Ayyappan (DIN: 10733238) as Director Nominated by Central Government</p> <p>To consider and, if thought fit, to pass, with or without modification, the following Resolution:</p> <p>RESOLVED THAT in accordance with the provisions of Section 6(1)(d) of the National Bank for Financing Infrastructure and Development Act, 2021 (the ‘Act’) read with the applicable Rules and Regulations made thereunder, Regulation 62D(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, to the extent applicable (including any statutory modification or re-enactment(s) thereof for the time being in force) and as per the Order of the Government of India vide Ministry of Finance letter no. F No. 18/7(iii)/2022-II-I dated August 6, 2024, approval of the Shareholder be and is hereby accorded for the nomination of Mr. Manoj Muttathil Ayyappan (DIN: 10733238) as Director nominated by the Central Government on the Board of National Bank for Financing Infrastructure and Development with effect from August 06, 2024 and until further orders of the Government of India.</p>	<p>3. Nomination of Ms. Manasa Gangotri Kata (DIN: 11020392) as Director Nominated by Central Government</p> <p>To consider and, if thought fit, to pass, with or without modification, the following Resolution:</p> <p>RESOLVED THAT in accordance with the provisions of Section 6(1)(d) of the National Bank for Financing Infrastructure and Development Act, 2021 (the ‘Act’) read with the applicable Rules and Regulations made thereunder, Regulation 62D(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, to the extent applicable (including any statutory modification or re-enactment(s) thereof for the time being in force) and as per the Order of the Government of India vide Ministry of Finance letter no. eF. No. 6/2(xiv)/2022-BO.I dated July 24, 2025, approval of the Shareholder be and is hereby accorded for the nomination of Ms. Manasa Gangotri Kata (DIN: 11020392) as Director nominated by the Central Government on the Board of National Bank for Financing Infrastructure and Development with effect from</p>

	July 24, 2025 and until further orders of the Government of India.
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NOTES:

1. There are no other modifications/ changes to the AGM Notice. This Addendum shall be deemed to be an integral part of the Original Notice and shall be read along with Original Notice.
2. Accordingly, all the concerned Members, Debenture Holders, Debenture trustees, stock exchanges, depositories, Registrar and Share Transfer agents, other authorities, regulators and all other concerned persons are requested to take note of the replacement of Agenda Item No. 3 of the AGM Notice and the consequent change.
3. All the processes, notes and instructions relating to attending AGM through VC/OAVM set out for and applicable for the ensuing Fourth AGM shall mutatis-mutandis apply to attending AGM through VC/OAVM and e-voting for the resolution proposed in this Addendum to the Notice of AGM.
4. It is reiterated that entire contents of the AGM Notice dated June 19, 2025, including the date, time and business to be transacted (except as mentioned in this Addendum) at the AGM, explanatory statement (excluding information provided on “Nomination of Mr. Manoj Muttathil Ayyappan (DIN: 10733238) as Director Nominated by Central Government”), relevant disclosures, etc. shall remain the same.

By Order of the Board

Shri. Rajkiran Rai G.
Managing Director
DIN: 07427647

Date: July 25, 2025

Place: Mumbai

Office Address:

The Capital, A Wing, 15th Floor - 1503,
 G Block, Bandra Kurla Complex,
 Bandra (East), Mumbai – 400051
 Tele- [022 4104 2000](tel:02241042000)

EXPLANATORY STATEMENT:

The following explanatory statement sets out the reasons for the substitution of Agenda Item No. 3 from the Notice of Fourth Annual General Meeting of the Institution dated June 19, 2025.

Subsequent to the issue of the AGM Notice to the Shareholder on July 07, 2025, the Government of India, Ministry of Finance, Department of Financial Services vide its Notification No. e F. No. 6/ 2(xiv)/ 2022-BO.I dated July 24, 2025 has nominated Ms. Manasa Gangotri Kata (DIN: 11020392), Director, Department of Financial Services, as Director on the Board of Directors of National Bank for Financing Infrastructure and Development, with immediate effect (i.e. July 24, 2025) and until further orders, vice Mr. Manoj Muttathil Ayyappan, Joint Secretary, Department of Financial Services.

Accordingly, the Shareholder approval under Regulation 62D (3) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") for nomination of Mr. Manoj Muttathil Ayyappan (DIN: 10733238) as Director nominated by Central Government on the Board of National Bank for Financing Infrastructure and Development stands substituted.

Further, the Shareholder approval under Regulation 62D (3) of Listing Regulations for nomination of Ms. Manasa Gangotri Kata as Director nominated by Central Government on the Board of National Bank for Financing Infrastructure and Development is sought through this addendum.

The requisite details of the above-mentioned Director is provided in Annexure to this Addendum.

The Board recommends the Resolution of the accompanying Addendum for approval of the Shareholder of the Institution.

None of the Directors, Key Managerial Personnel of the Institution and their relatives, except the proposed appointee/nominee in respect of their own appointment/nomination are concerned or interested, financially or otherwise, in the passing of the Resolution of the accompanying Addendum.

By Order of the Board

Shri. Rajkiran Rai G.
Managing Director
DIN: 07427647

Date: July 25, 2025

Place: Mumbai

Office Address:

The Capital, A Wing, 15th Floor - 1503,
G Block, Bandra Kurla Complex,

Bandra (East), Mumbai – 400051

Tele- [022 4104 2000](tel:02241042000)**Annexure****Ms. Manasa Gangotri Kata**

Name of Director	Ms. Manasa Gangotri Kata
DIN	11020392
Date of Birth	January 07, 1984
Age	41
Effective Date of Nomination	July 24, 2025
Qualification	B.Tech.(Electrical Engineering), IIT, Bombay Masters of Business Law, NLSIU, Bangalore
Experience (including expertise in specific functional area) / Brief Resume	Ms. Manasa Gangotri Kata, IRS (C&IT), 2007 batch, has worked extensively in Customs & GST and Directorate of Revenue Intelligence. Currently working as Director, Banking Operations and International Cooperation for DFS.
Other Directorships as on July 25, 2025	1. Andhra Pradesh Grameen Bank
Chairmanship/Membership of Committees as on July 25, 2025	None
Relationship with other Directors, Managers and other Key Managerial Personnel of the Institution	None
No. of Board meetings attended during the Year (FY2025)	Not applicable
Terms and conditions of appointment or reappointment including remuneration	As per the National Bank for Financing Infrastructure and Development Act, 2021 read with Rules and Regulations made thereunder and nomination as per the order of the Government of India vide Ministry of Finance letter no. e F. No. 6/2(xiv)/2022-BO.I dated July 24, 2025.