

National Bank for Financing Infrastructure and Development

NOTICE OF THE FOURTH ANNUAL GENERAL MEETING

Notice is hereby given that the Fourth Annual General Meeting of the Member/Shareholder of National Bank for Financing Infrastructure and Development (the “Institution”) will be held on Tuesday, July 29, 2025 at 10:00 a.m. IST, through Video Conferencing/Other Audio Visual Means (VC/OAVM) to transact the following business:

- 1. To receive, consider and adopt the audited financial statements for the financial year ended March 31, 2025 together with the Reports of the Board of Directors on the working and activities of the Institution and Auditors thereon.**

To consider and, if thought fit, to pass, with or without modification, the following Resolution:

RESOLVED THAT the audited financial statements of National Bank for Financing Infrastructure and Development (the “Institution”) for the financial year ended March 31, 2025 together with the Reports of the Board of Directors on the working and activities of the Institution and Auditors thereon, be and are hereby adopted.

- 2. Continuation of Statutory Auditor of the Institution**

To consider and, if thought fit, to pass, with or without modification, the following Resolution:

RESOLVED THAT pursuant to the provisions of Section 26 (1) of the National Bank for Financing Infrastructure and Development Act, 2021 (the ‘Act’) read with the applicable Rules and Regulations, made thereunder, the Reserve Bank of India (RBI) guidelines for Appointment of Statutory Central Auditors (SCAs)/Statutory Auditors (SAs) of Commercial Banks (excluding RRBs), UCBs and NBFCs (including Housing Finance Companies) dated April 27, 2021, RBI circular on ‘Remuneration payable to the Statutory Central and Branch Auditors of Public Sector Banks’ dated March 1, 2023, any other applicable laws (including any statutory modification(s), amendment(s) or re-enactment(s) thereof for the time being in force), approval of the Shareholder on June 18, 2024 and based on the recommendations of the Audit Committee and the Board of Directors, approval of the Shareholder be and is hereby accorded for the continuation of M/s. CNK & Associates LLP, Chartered Accountants (Firm Registration No. 101961W/W-100036) as Statutory Auditor of National Bank

for Financing Infrastructure and Development (the “Institution”) for FY 2025-2026 until re-appointment or appointment of a new Statutory Auditor based on the Comptroller & Auditor General (C&AG) panel of eligible audit firms released by RBI for FY 2025-2026, at a remuneration in addition to the out of pocket expenses, outlays and taxes as applicable to be determined by the Board of Directors or the Audit Committee of the Board of the Institution.

RESOLVED FURTHER THAT for the purpose of giving effect to the above resolution, the Board of Directors (including any other person(s) authorised by the Board of Directors or the Audit Committee in this regard), of the Institution be and is hereby authorised on behalf of the Institution to do all such acts, deeds, matters and things as it may, in its absolute discretion, deem necessary or desirable for such purpose and with power on behalf of the Institution to settle all questions, difficulties or doubts that may arise in regard to implementation of the resolution including but not limited to determination of roles, responsibilities/ scope of work of the Statutory Auditor and other permissible assignments, if any, in line with the relevant, prevailing statutory/ regulatory provisions and negotiating, finalising, amending, signing, delivering, executing, the terms of appointment including any contracts or documents in this regard, without being required to seek any further consent or approval of the Shareholder of the Institution.

3. Nomination of Mr. Manoj Muttathil Ayyappan (DIN: 10733238) as Director Nominated by Central Government

To consider and, if thought fit, to pass, with or without modification, the following Resolution:

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.

4. Nomination of Ms. Gurneet Tej (DIN: 07047188) as Director Nominated by Central Government

To consider and, if thought fit, to pass, with or without modification, the following Resolution:

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. 15/10/2021-IF-I dated June 06, 2025, approval of the Shareholder be and is hereby accorded for the nomination of Ms. Gurneet Tej (DIN: 07047188) as Director nominated by the Central Government on the Board of National Bank for Financing Infrastructure and Development with effect from June 06, 2025 and until further orders of the Government of India.

5. Continuation of Appointment of Ms. Aruna Sundararajan (DIN: 03523267), as Independent Director

To consider and, if thought fit, to pass, with or without modification, the following Resolution:

RESOLVED THAT in accordance with the provisions of Section 6(1)(f) of the National Bank for Financing Infrastructure and Development Act, 2021 (the 'Act') read with the applicable Rules and Regulations made thereunder, due diligence/clearances received from the applicable agencies under Rule 5 of the National Bank for Financing Infrastructure and Development General Rules, 2022, Regulation 62D(4) 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), based on the recommendations of the Nomination and Remuneration Committee and approval of the Board of Directors, approval of the Shareholder be and is hereby accorded for the continuation of the appointment of Ms. Aruna Sundararajan (DIN: 03523267) as Independent Director on the Board of National Bank for Financing Infrastructure and Development for a period of five years with effect from April 10, 2022 on such terms and conditions as may be approved by the Board of Directors from time to time in line with the Act read with the applicable Rules and Regulations made thereunder.

6. Continuation of Appointment of Mr. B. Sriram (DIN: 02993708) as Independent Director

To consider and, if thought fit, to pass, with or without modification, the following Resolution:

RESOLVED THAT in accordance with the provisions of Section 6(1)(f) of the National Bank for Financing Infrastructure and Development Act, 2021 (the 'Act') read with the applicable Rules and Regulations made thereunder, due diligence/clearances received from the applicable agencies under Rule 5 of the National Bank for Financing Infrastructure and Development General Rules, 2022, Regulation 62D(4) 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), based on the recommendations of the Nomination and Remuneration Committee and approval of the Board of Directors, approval of the Shareholder be and is hereby accorded for the continuation of the appointment of Mr. B. Sriram (DIN: 02993708) as Independent Director on the Board of National Bank for Financing Infrastructure and Development for a period of five years with effect from June 5, 2022 on such terms and conditions as may be approved by the Board of Directors from time to time in line with the Act read with the applicable Rules and Regulations made thereunder.

7. Continuation of Appointment of Mr. Thothala Narayanasamy Manoharan (DIN: 01186248) as Independent Director

To consider and, if thought fit, to pass, with or without modification, the following Resolution:

RESOLVED THAT in accordance with the provisions of Section 6(1)(f) of the National Bank for Financing Infrastructure and Development Act, 2021 (the 'Act') read with the applicable Rules and Regulations made thereunder, due diligence/clearances received from the applicable agencies under Rule 5 of the National Bank for Financing Infrastructure and Development General Rules, 2022, Regulation 62D(4) 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), based on the recommendations of the Nomination and Remuneration Committee and approval of the Board of Directors, approval of the Shareholder be and is hereby accorded for the continuation of the appointment of Mr. Thothala Narayanasamy Manoharan (DIN: 01186248) as Independent Director on the Board of National Bank for Financing Infrastructure and Development for a period of five years with effect from April 10, 2022 on such terms and conditions as may be approved by the Board of Directors from time to time in line with the Act read with the applicable Rules and Regulations made thereunder.

8. Continuation of Appointment of Mr. L. V. Prabhakar (DIN: 08110715) as Independent Director

To consider and, if thought fit, to pass, with or without modification, the following as Special Resolution:

RESOLVED THAT in accordance with the first proviso of Section 6(1) of the National Bank for Financing Infrastructure and Development Act, 2021 (the 'Act') read with the applicable Rules and Regulations made thereunder, due diligence/clearances received from the applicable agencies under Rule 5 of the National Bank for Financing Infrastructure and Development General Rules, 2022, Regulation 62D(4) 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), based on the recommendations of the Nomination and Remuneration Committee and approval of the Board of Directors, approval of the Shareholder be and is hereby accorded for the continuation of the appointment of Mr. L. V. Prabhakar (DIN: 08110715) as Independent Director on the Board of National Bank for Financing Infrastructure and Development with effect from October 18, 2023 for a period up to five years or until the date of assumption of charge by the directors elected by the shareholders, whichever is earlier on such terms and conditions as may be approved by the Board of Directors from time to time in line with the Act read with the applicable Rules and Regulations made thereunder.

9. Continuation of Appointment of Mr. N.S. Kannan (DIN: 00066009) as Independent Director

To consider and, if thought fit, to pass, with or without modification, the following as Special Resolution:

RESOLVED THAT in accordance with the first proviso of Section 6(1) of the National Bank for Financing Infrastructure and Development Act, 2021 (the 'Act') read with the applicable Rules and Regulations made thereunder, due diligence/clearances received from the applicable agencies under Rule 5 of the National Bank for Financing Infrastructure and Development General Rules, 2022, Regulation 62D(4) of 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), based on the recommendations of the Nomination and Remuneration Committee and approval of the Board of Directors, approval of the Shareholder be and is hereby accorded for the continuation of the appointment of Mr. N. S. Kannan (DIN: 00066009) as Independent Director on the Board of National Bank for Financing Infrastructure and Development with effect from October 18, 2023 for a period up to five years or until

the date of assumption of charge by the directors elected by the shareholders, whichever is earlier on such terms and conditions as may be approved by the Board of Directors from time to time in line with the Act read with the applicable Rules and Regulations made thereunder.

10. Continuation of Appointment of Mr. Suresh Patel (DIN: 07202263) as Independent Director

To consider and, if thought fit, to pass, with or without modification, the following as Special Resolution:

RESOLVED THAT in accordance with the first proviso of Section 6(1) of the National Bank for Financing Infrastructure and Development Act, 2021 (the 'Act') read with the applicable Rules and Regulations made thereunder, due diligence/clearances received from the applicable agencies under Rule 5 of the National Bank for Financing Infrastructure and Development General Rules, 2022, Regulation 62D(4) 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), based on the recommendations of the Nomination and Remuneration Committee and approval of the Board of Directors, approval of the Shareholder be and is hereby accorded for the continuation of the appointment of Mr. Suresh Patel (DIN: 07202263) as Independent Director on the Board of National Bank for Financing Infrastructure and Development with effect from October 18, 2023 for a period up to five years or until the date of assumption of charge by the directors elected by the shareholders, whichever is earlier on such terms and conditions as may be approved by the Board of Directors from time to time in line with the Act read with the applicable Rules and Regulations made thereunder.

11. Continuation of appointment of Mr. Rajkiran Rai G. (DIN: 07427647) as Managing Director

To consider and, if thought fit, to pass, with or without modification, the following Resolution:

RESOLVED THAT in accordance with the provisions of Section 6(1)(b) of the National Bank for Financing Infrastructure and Development Act, 2021 (the 'Act') read with the applicable Rules and Regulations made thereunder, recommendation of Financial Services Institution Bureau (FSIB), due diligence/clearances from Reserve Bank of India and other applicable statutory agencies as determined by the Central Government, vide letter dated March 3, 2022, Regulation 62D(4) 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), based on the recommendations of the Nomination and Remuneration Committee and approval of the Board of Directors, approval of the Shareholder be and is hereby accorded for the continuation of the appointment of Mr. Rajkiran Rai G. (DIN:07427647) as Managing Director on the Board of National Bank for Financing Infrastructure and Development with effect from August 08, 2022 till May 18, 2027 on such terms and conditions as may be approved by the Board of Directors from time to time in line with the Act read with the applicable Rules and Regulations made thereunder.

12. Continuation of appointment of Mr. B. S. Venkatesha (DIN: 08489577) as Deputy Managing Director- Chief Risk Officer

To consider and, if thought fit, to pass, with or without modification, the following Resolution:

RESOLVED THAT in accordance with the provisions of Section 6(1)(c) of the National Bank for Financing Infrastructure and Development Act, 2021 (the ‘Act’) read with the applicable Rules and Regulations made thereunder, recommendation of Financial Services Institution Bureau (FSIB), due diligence/clearances from Reserve Bank of India and other applicable statutory agencies as determined by the Central Government, vide letter dated March 3, 2022, Regulation 62D(4) 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), based on the recommendations of the Nomination and Remuneration Committee and approval of the Board of Directors, approval of the Shareholder be and is hereby accorded for the continuation of the appointment of Mr. B. S. Venkatesha (DIN: 08489577) as Deputy Managing Director - Chief Risk Officer on the Board of National Bank for Financing Infrastructure and Development for a period of five years with effect from September 19, 2022 on such terms and conditions as may be approved by the Board of Directors from time to time in line with the Act read with the applicable Rules and Regulations made thereunder.

13. Continuation of appointment of Ms. Monika Kalia (DIN: 08579733) as Deputy Managing Director - Chief Financial Officer

To consider and, if thought fit, to pass, with or without modification, the following Resolution:

RESOLVED THAT in accordance with the provisions of Section 6(1)(c) of the National Bank for Financing Infrastructure and Development Act, 2021 (the ‘Act’) read with the applicable Rules and Regulations made thereunder, recommendation of

Financial Services Institution Bureau (FSIB), due diligence/clearances from Reserve Bank of India and other applicable statutory agencies as determined by the Central Government, vide letter dated March 3, 2022, Regulation 62D(4) 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), based on the recommendations of the Nomination and Remuneration Committee and approval of the Board of Directors, approval of the Shareholder be and is hereby accorded for the continuation of the appointment of Ms. Monika Kalia (DIN: 08579733) as Deputy Managing Director - Chief Financial Officer on the Board of National Bank for Financing Infrastructure and Development for a period of five years with effect from November 16, 2022 on such terms and conditions as may be approved by the Board of Directors from time to time in line with the Act read with the applicable Rules and Regulations made thereunder.

14. Continuation of appointment of Mr. Samuel Joseph Jebaraj (DIN: 02262530) as Deputy Managing Director- Lending and Project Finance

To consider and, if thought fit, to pass, with or without modification, the following Resolution:

RESOLVED THAT in accordance with the provisions of Section 6(1)(c) of the National Bank for Financing Infrastructure and Development Act, 2021 (the 'Act') read with the applicable Rules and Regulations made thereunder, recommendation of Financial Services Institution Bureau (FSIB), due diligence/clearances from Reserve Bank of India and other applicable statutory agencies as determined by the Central Government, vide letter dated March 3, 2022, Regulation 62D(4) 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), based on the recommendations of the Nomination and Remuneration Committee and approval of the Board of Directors, approval of the Shareholder be and is hereby accorded for the continuation of the appointment of Mr. Samuel Joseph Jebaraj (DIN: 02262530) as Deputy Managing Director - Lending and Project Finance on the Board of National Bank for Financing Infrastructure and Development for a period of five years with effect from April 06, 2023 on such terms and conditions as may be approved by the Board of Directors from time to time in line with the Act read with the applicable Rules and Regulations made thereunder.

NOTES:

1. The relevant Explanatory Statement in respect of items set out in the Notice is annexed hereto.
2. As guided by the relevant Ministry of Corporate Affairs ('MCA') Circulars, the AGM of the Institution will be held through VC/OAVM.

Since this AGM is being held pursuant to the relevant MCA Circulars through VC/OAVM, physical attendance of the Member has been dispensed with. Accordingly, the facility for appointment of proxy by the Member will not be available for the ensuing AGM and hence the Proxy Form and Attendance Slip are not annexed to this Notice.

3. Member is requested to send to the Company Secretary at company.secretary@nabfid.org a letter authorising its representative to attend and vote at the ensuing AGM.
4. Member attending the AGM through VC/OAVM will be counted for the purpose of reckoning the quorum.
5. In compliance with the aforesaid MCA Circulars, the Notice of the AGM is being sent only through electronic mode to the Member.
6. Instructions for Member/Participants for attending the AGM through VC/OAVM are given below:
 - i. Member/Participants will receive an email for joining the meeting through Microsoft Teams with date and time of the meeting.
 - ii. The email will contain a link to Join Microsoft Teams Meeting. Member/Participants may click on the said link for attending the meeting from their computer/laptop/tablet/mobile. It is advisable to download the Microsoft Teams application on your system/device and keep it ready.
 - In case, you have Microsoft Teams application on your system/device, it will direct you to Microsoft Teams application to connect the meeting. Thereafter, click Join now tab to join the meeting.
 - In case, you do not have/does not wish to configure Microsoft Teams application on your system/device, can join through web page instead. Kindly click on Join on the web. Thereafter, a new web page will open, wherein you need to write your name and click on Join now tab and wait therein, the Organiser will accept and allow you to join the meeting.

- iii. Member/Participants are requested to join the meeting at least 15 minutes in advance to complete all testing and logistic issues.
- iv. Member/Participants who need assistance before or during the AGM, can write to the Company Secretary at company.secretary@nabfid.org.

By Order of the Board

Shri. Rajkiran Rai G.
Managing Director
DIN: 07427647

Date: June 19, 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 STATEMENTS:**For Item No. 2**

In terms of Section 26(1) of National Bank for Financing Infrastructure and Development Act, 2021 (the 'Act'), the accounts of the Institution shall be audited by auditors duly qualified to act as auditors under sub-section (1) of section 141 of the Companies Act, 2013, who shall be appointed by the Institution in general meeting of the shareholders out of the panel of auditors approved by the Reserve Bank for such term and on such remuneration as the Reserve Bank may fix.

The Shareholder on June 18, 2024 had approved the appointment of M/s. CNK & Associates LLP, Chartered Accountants as Statutory Auditor of the Institution from conclusion of Third Annual General Meeting until the conclusion of Sixth Annual General Meeting at audit remuneration, fees for other reports/certifications, out of pocket expenses and taxes as applicable (as may be determined by the Board of Directors or the Audit Committee of the Board of the Institution from time to time.) Further, in case the name of the Statutory Auditor is not in the Comptroller and Auditor General of India (C&AG) for next two years, as may be forwarded by Reserve Bank of India (RBI) or in case there are any adverse report against the Statutory Auditor, the Institution may seek fresh approval from the Shareholder for the appointment of any other firm as Statutory Auditor of the Institution. The said Statutory Auditor is in the list of C&AG panel of audit firms eligible to be considered for the appointment as Statutory Auditor for FY 2024-25.

As the C&AG panel of eligible audit firms for the relevant FY 2025-26 is yet to be released by RBI, based on the recommendations of the Audit Committee at its Meeting held on April 30, 2025 and the Board of Directors at its meeting held on June 19, 2025, the Shareholder is requested to approve the continuation of M/s. CNK & Associates LLP, Chartered Accountants (Firm Registration No. 101961W/W-100036) as Statutory Auditor of the Institution for FY 2025-2026 until re-appointment or appointment of a new Statutory Auditor based on the C&AG panel of eligible audit firms to be released by RBI for FY 2025-2026, at a remuneration in addition to the out of pocket expenses, outlays and taxes (as applicable to be determined by the Board of Directors or the Audit Committee of the Board of the Institution). The regular appointment of auditor or re-appointment for FY 2025-26 will be sought from Shareholder after receipt of requisite panel from RBI.

The brief profile of M/s. CNK & Associates LLP, Chartered Accountants is given below:

“The firm was established in the year 1936 and is located in Mumbai with branches across India. The firm has ~ 33 partners and 750 + CAs and Other Technical Staff, who have been in the profession with vast experience in banking and Financial

services. The Partners of the firm have worked closely with the regulators including SEBI, ICAI, Accounting Standards Board, IRDA, IIA and Income Tax Authorities; and have held leadership positions in professional associations such as the Bombay Chartered accountants' Society, Indian Merchants' Chambers, and Chamber of Income Tax Consultants

The firm has primarily been Statutory Auditors across the Industry with listed and unlisted companies ranging across sectors including Banking & Non-banking, Insurance, Information Technology amongst others.

In addition to being Statutory Auditors, the firm has also done Transaction Advisory, Internal re-structuring, mergers/demergers, slump sale, buy-back and capital reduction advisory and implementation, Advisory in Corporate & Allied Laws including SEBI, NBFC Regulations, Partnerships/LLP's, Insurance Laws –advisory, compliance and representation, Corporate Finance - Project Appraisal, Financial Feasibility Studies Financial Valuations & Due Diligence.

The firm has been associated as Statutory Auditor with multiple Banking Institutions including, RBI, amongst other public and private sector banking institutions.”

The Board recommends the Resolution at Item No. 2 of the accompanying Notice for approval of the Shareholder of the Institution.

None of the Directors, Key Managerial Personnel of the Institution and their relatives are concerned or interested, financially or otherwise, in the passing of the Resolution at Item No. 2 of the accompanying Notice.

For Item No. 3 to Item No. 14

National Bank for Financing Infrastructure and Development (the Institution) has listed its Debt Securities on the Stock Exchanges (i.e. NSE and BSE) and accordingly the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015 (Listing Regulations) pertaining to High Value Debt Listed Entities are applicable to the Institution.

Accordingly in terms of the Regulation 62D(3) and 62D(4) the approval of the Shareholder is sought for the following:

1. Nomination of Ms. Gurneet Tej (DIN: 07047188) and Mr. Manoj Muttathil Ayyappan (DIN: 10733238), as Director nominated by the Central Government on the Board of the Institution in accordance with the order of the Government of India under the National Bank for Financing Infrastructure and Development Act, 2021 read with the applicable Rules and Regulations made thereunder and Regulation 62D(3) of the Listing Regulations to the extent applicable.

2. Continuation of appointment of Ms. Aruna Sundararajan, Independent Director, Mr. B. Sriram, Independent Director, Mr. T.N. Manoharan, Independent Director, Mr. L.V Prabhakar, Independent Director, Mr. N.S. Kannan, Independent Director, Mr. Suresh Patel, Independent Director, Mr. Rajkiran Rai G., Managing Director, Mr. B. S. Venkatesha, Deputy Managing Director – Chief Risk Officer, Ms. Monika Kalia, Deputy Managing Director – Chief Financial Officer and Mr. Samuel Joseph Jebaraj, Deputy Managing Director - Lending and Project Finance on the Board of the Institution in accordance with the National Bank for Financing Infrastructure and Development Act, 2021 read with the applicable Rules and Regulations made thereunder, Regulation 62D(4) of SEBI (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).

The Directors possesses necessary skills, knowledge, experience and expertise required and has the key attributes necessary to be appointed as Director on the Board of the Institution. The Directors are not disqualified from being appointed as a Director in terms of Section 10 of the Act. The Nomination and Remuneration Committee and the Board have determined that the said Directors are fit and proper to hold the office as Director of the Institution as per the norms prescribed by RBI and are not debarred from being appointed as a Director by the Securities and Exchange Board of India or any other authority. Further, in the opinion of the Board of Directors and based on the declaration of independence submitted by the Independent Directors, the Independent Directors are of integrity, has the necessary knowledge, experience and expertise for being appointed as an Independent Director and fulfils the conditions specified in the National Bank for Financing Infrastructure and Development General Rules, 2022 and the Listing Regulations for their appointment as an Independent Director of the Institution.

The requisite details of the above-mentioned Directors are provided in Annexure I to this Notice.

The Board recommends the Resolutions at Item Nos. 3 to 14 of the accompanying Notice 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 Resolutions at Item Nos. 3 to 14 of the accompanying Notice.

Annexure I**Mr. Manoj Muttathil Ayyappan**

Item No. as per AGM Notice	3
Name of Director	Mr. Manoj Muttathil Ayyappan
DIN	10733238
Date of Birth	October 03, 1974
Age	50
Effective Date of Nomination	August 06, 2024
Qualification	Master's degree in Business Administration (MBA) and Bachelor of Science.
Experience (including expertise in specific functional area) / Brief Resume	Mr. Manoj Muttathil Ayyappan is posted as Joint Secretary in the Department of Financial Services (DFS), Ministry of Finance, Government of India, New Delhi. Mr. Manoj has rich experience of over 27 Years in SME lending, Financial Analysis, Trade Finance, Credit Risk Management, Stressed Account Management and Credit Operations. Prior to his current roles Mr. Manoj has held business leadership roles specifically in MSME finance in institutions like Karur Vysya Bank, Utkarsh SFB and Axis Bank. Mr. Manoj also had stints with Accenture Management Consulting, Infosys BPO and Bank of Madurai Limited.
Other Directorships as on May 31, 2025	1. General Insurance Corporation of India 2. National Credit Guarantee Trustee Company Limited 3. Bank of India 4. Small Industries Development Bank of India (SIDBI)
Chairmanship/Membership of Committees as on May 31, 2025	1
Relationship with other Directors, Managers and other Key Managerial Personnel of the Institution	None
No. of Board meetings attended during the Year (FY2025)	7 out of 8 meetings
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. F No. 18/7(iii)/2022-II-I dated August 6, 2024.
--	---

Ms. Gurneet Tej

Item No. as per AGM Notice	4
Name of Director	Ms. Gurneet Tej
DIN	07047188
Date of Birth	September 15, 1981
Age	44
Effective Date of Nomination	June 06, 2025
Qualification	Bachelor of Arts and Master of Arts in Economics from Punjab University
Experience (including expertise in specific functional area) / Brief Resume	Ms. Gurneet Tej is an Indian Administrative Service Officer of 2006 batch (Karnataka Cadre). Ms. Gurneet is presently working as Joint Secretary, Department for Promotion of Industry and Internal Trade, Ministry of Commerce & Industry. Ms. Gurneet has about 20 years of experience in various departments in the State Governments of Karnataka and Punjab and the Central Government dealing with diverse functions such as public administration, women and child development, urban development etc.
Other Directorships as on May 31, 2025	1. India International Convention and Exhibition Centre Limited 2. National Industrial Corridor Development Corporation Limited 3. Jammu and Kashmir Development Finance Corporation Limited
Chairmanship/Membership of Committees as on May 31, 2025	0
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. F.No. 15/10/2021-IF-I dated June 06, 2025.
--	--

Ms. Aruna Sundararajan

Item No. as per AGM Notice	5
Name of Director	Ms. Aruna Sundararajan
DIN	03523267
Date of Birth	July 12, 1959
Age	65
Date of Appointment made in the Board	April 10, 2022
Qualification	Master of Arts, Diploma in Public Administration
Experience (including expertise in specific functional area) / Brief Resume	Ms. Aruna Sundararajan has served as the Secretary to the Government of India in the Ministries of Steel, IT and Telecom and the Chairperson of the Digital Communications Commission. During her tenure, Ms. Sundararajan pioneered important tech policies and initiatives across the domains of telecom and hardware manufacturing, e-governance, digital payments, data protection, cyber security, and tech start-ups. Ms. Sundararajan serves on the Board of Directors of leading companies such as Delhivery and Cochin International Airport, and Digi Vridhhi. Ms. Sundararajan is also an active member of various tech mentoring and angel financing initiatives.
Other Directorships as on May 31, 2025	1. L&T Technology Services Limited 2. Info Edge (India) Limited 3. Delhivery Limited 4. Cochin International Airport Limited 5. Digivridhhi Technologies Private Limited 6. Truecaller
Chairmanship/Membership of Committees as on May 31, 2025	5

Relationship with other Directors, Managers and other Key Managerial Personnel of the Institution	None
No. of Board meetings attended during the Year (FY 2025)	12 out of 12 meetings
Terms and conditions of appointment or re-appointment including remuneration	As per the National Bank for Financing Infrastructure and Development Act, 2021 read with Rules and Regulations made thereunder. The details of remuneration are provided in the Annual Report.

Mr. B. Sriram

Item No. as per AGM Notice	6
Name of Director	B. Sriram
DIN	02993708
Date of Birth	September 20, 1958
Age	66
Date of Appointment made in the Board	June 05, 2022
Qualification	Honours Graduate and Master's in Physics
Experience (including expertise in specific functional area) / Brief Resume	<p>Mr. B. Sriram is an Honours Graduate and a Master's Degree holder in Physics from St. Stephen's College, Delhi University. Mr. Sriram is also a Certificated Associate of the Indian Institute of Banking & Finance (formerly The Indian Institute of Bankers), Mumbai. Mr. Sriram holds a Diploma in International Law & Diplomacy from the Indian Academy of International Law & Diplomacy, New Delhi and an AIMA Diploma in Management from the All India Management Association, New Delhi.</p> <p>Mr. Sriram has held several key executive positions in his career including the following:-</p> <ul style="list-style-type: none"> • Managing Director & CEO, IDBI Bank Limited from June 30, 2018 to September 29, 2018. • Managing Director, State Bank of India from July 2014 to June 2018.

	<ul style="list-style-type: none"> • Managing Director, State Bank of Bikaner & Jaipur from March 2013 to July 2014. <p>Mr. Sriram has worked with the State Bank of India Group for about 37 years and is well experienced in all areas of Banking and Finance. Mr. Sriram joined State Bank of India as a Probationary Officer in December 1981 and has held various key assignments within the Bank and the Group in Credit and Risk, Retail, Operations, IT, Treasury, Investment Banking, International Operations, Payment and Settlement Systems and Small Scale Industry.</p> <p>Mr. Sriram is an External Investment Committee member of British International Investment, UK.</p> <p>Mr. Sriram serves as an Independent Director on the board of several companies. In addition, he has also taken on a few advisory positions</p>
Other Directorships as on May 31, 2025	<ol style="list-style-type: none"> 1. Home Credit India Finance Private Limited 2. Dreamplug Technologies Private Limited 3. TVS Motor Company Limited 4. IndiaIdeas Com Limited 5. Nippon Life India Asset Management Limited 6. TVS Supply Chain Solutions Limited 7. ICICI Bank Limited 8. TVS Credit Services Limited
Chairmanship/Membership of Committees as on May 31, 2025	4
Relationship with other Directors, Managers and other Key Managerial Personnel of the Institution	None
No. of Board meetings attended during the Year (FY2025)	12 out of 12 meetings
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. The details of remuneration are provided in the Annual Report.

Mr. Thothala Narayanasamy Manoharan

Item No. as per AGM Notice	7
Name of Director	Thothala Narayanasamy Manoharan
DIN	01186248
Date of Birth	April 07, 1956
Age	69
Date of Appointment made in the Board	April 10, 2022
Qualification	Chartered Accountant
Experience (including expertise in specific functional area) / Brief Resume	<p>Mr. T.N. Manoharan is a Chartered Accountant with 41 years of experience and the founder of accountancy firm "Manohar Chowdhry & Associates". Mr. Manoharan has served as President of the Institute of Chartered Accountants of India, Director of Sahara India Finance Corporation as RBI Nominee, Satyam Computers Limited as Special Director appointed by the Government of India, Tech Mahindra Limited, Administrator of Lakshmi Vilas Bank appointed by RBI and Member of the Board of Insurance Regulatory & Development Authority.</p> <p>Mr. Manoharan is also a Director on the Boards of Mahindra & Mahindra Limited, and IDBI Bank Limited. Mr. Manoharan has received several awards including the Business Leadership Award, Indian of the year in 2009, and the Padma Shri. Mr. Manoharan's expertise lies in the field of Accountancy, Economics, Banking, Risk, Agriculture & Rural Economy, Small Scale Industry, Finance, Law, Human Resources, Business Management, Administration, and Corporate Governance. Mr. Manoharan is presently serving as the part-time Chairman of IDBI Bank Limited."</p>
Other Directorships as on May 31, 2025	1. Mahindra and Mahindra Limited 2. IDBI Bank Limited
Chairmanship/Membership of Committees as on May 31, 2025	1

Relationship with other Directors, Managers and other Key Managerial Personnel of the Institution	None
No. of Board meetings attended during the Year (FY2025)	12 out of 12 meetings
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. The details of remuneration are provided in the Annual Report.

Mr. L.V. Prabhakar

Item No. as per AGM Notice	8
Name of Director	Mr. L.V. Prabhakar
DIN	08110715
Date of Birth	December 12, 1962
Age	62
Date of Appointment made in the Board	October 18, 2023
Qualification	Master's Degree in Agricultural Sciences
Experience (including expertise in specific functional area) / Brief Resume	<p>Mr. L.V. Prabhakar worked as Executive Director of Punjab National Bank (PNB) from March 2018 to January 2020 & handled various key verticals Viz., Credit, Treasury & Human Resources. During testing times of Nirav Modi incident in PNB, Mr. Prabhakar was the only Executive Director for a considerable period of time and shouldered the responsibilities of all the verticals of the Bank and successfully handled/ mitigated the negative impact of the Nirav Modi fraud on the Bank.</p> <p>As MD and CEO of Canara Bank from February 2020 to December 2022, Mr. Prabhakar steered smooth amalgamation process of Syndicate Bank with Canara Bank duly ensuring seamless customer service through best HR practices & Technology initiatives. Even during the COVID period, Mr. Prabhakar ensured good performance of the bank. Mr. Prabhakar has also streamlined</p>

	functioning of important wings and realigned functionalities by introducing new specialized vertical Viz., Gold Loan, Cash Management, Central Processing Hub for Liability Products, Retail Hubs, Corporate credit focused Units & Transaction monitoring. Under his leadership, Canara Bank has received “Banker’s Bank of The Year award 2022” for the INDIA segment at the Global Banking Summit, London.
Other Directorships as on May 31, 2025	1. IndusInd Bank Limited 2. Capri Global Capital Limited
Chairmanship/Membership of Committees as on May 31, 2025	2
Relationship with other Directors, Managers and other Key Managerial Personnel of the Institution	None
No. of equity shares held in the Institution	0
No. of Board meetings attended during the Year (FY2025)	12 out of 12 meetings
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. The details of remuneration are provided in the Annual Report.

Mr. N.S Kannan

Item No. as per AGM Notice	9
Name of Director	Mr. N.S. Kannan
DIN	00066009
Date of Birth	June 30, 1965
Age	60
Date of Appointment made in the Board	October 18, 2023
Qualifications	Graduate in Mechanical Engineering from NIT, Trichy, Chartered Financial Analyst from the ICFAI, and Postgraduate Diploma in Management from IIM, Bangalore.
Experience (including expertise in specific functional area) / Brief Resume	Mr. N.S. Kannan brings over 32 years of executive experience in the Financial Services domain at ICICI group in Banking and

	<p>Insurance. Mr. Kannan superannuated as the Managing Director & CEO of ICICI Prudential Life Insurance Company Limited in June 2023. During his tenure, Mr. Kannan led the Company's transformation into a multiproduct and multi-channel company. Mr. Kannan has served in various leadership roles in the ICICI group, including as Executive Director & Chief Financial Officer on the Board of ICICI Bank Limited. Mr. Kannan has also served as Chairman/Non-Executive Director of various ICICI group companies.</p> <p>Mr. Kannan has been part of several committees constituted by the Government of India and various regulatory and industry bodies including RBI, SEBI, IRDAI and Life & General Insurance Councils. Mr. Kannan is currently a member of the Academic Council of the College of Supervisors, RBI, Standing External Advisory Committee of RBI, and a member of the Insurance Advisory Committee of IRDAI.</p> <p>Mr. Kannan, having been at the helm of companies in financial services domain, has extensive experience and exposure. Mr. Kannan comes with leadership experience, and expertise across Finance, Strategy, Corporate Governance, Audit, Risk Management including Cybersecurity risk, among others.</p>
Other Directorships as on May 31, 2025	<ol style="list-style-type: none"> 1. Transunion Cibil Limited 2. Jio Blackrock Asset Management Private Limited 3. Bangalore International Airport Limited 4. Wipro Limited
Chairmanship/Membership of Committees as on May 31, 2025	3
Relationship with other Directors, Managers and other Key Managerial Personnel of the Institution	None
No. of Board meetings attended during the Year (FY2025)	12 out of 12 meetings

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. The details of remuneration are provided in the Annual Report.
--	---

Mr. Suresh Patel

Item No. as per AGM Notice	10
Name of Director	Mr. Suresh Patel
DIN	07202263
Date of Birth	December 25, 1957
Age	67
Date of Appointment made in the Board	October 18, 2023
Qualification	Bachelor in Agriculture Sciences and Bachelor of Law
Experience (including expertise in specific functional area) / Brief Resume	<p>Mr. Suresh Patel has Banking experience of more than 37 years. Mr. Patel has worked in various areas of Banking mostly in field assignments. Mr. Patel superannuated from Andhra Bank as Managing Director & CEO. Prior to this, Mr. Patel had worked as Executive Director of Oriental Bank of Commerce and as General Manager with Dena Bank.</p> <p>Post Superannuation, Mr. Patel has held assignments as Independent External Monitor (IEM) for Indian Oil Corporation Limited and Bharat Electronics Limited. Mr. Patel was also a Permanent Invitee to the Board for Regulation and Supervision of Payment and Settlement Systems (BPSS) of RBI. Mr. Patel has also been on Boards of Companies as an Independent Director.</p> <p>Post Superannuation, Mr. Patel was appointed by Hon'ble President of India as Vigilance Commissioner and subsequently as Central Vigilance Commissioner at Central Vigilance Commission (CVC). Mr. Patel is also Independent Director on the Board of Montecarlo Limited (Ahmedabad).</p>

	Presently, Mr. Patel is also Chairman of Advisory Board for Banking & Financial Frauds (ABBFF).
Other Directorships as on May 31, 2025	1. Montecarlo Limited 2. Online PSB Loans Limited 3. Krishna Institute of Medical Sciences Limited
Chairmanship/Membership of Committees as on May 31, 2025	1
Relationship with other Directors, Managers and other Key Managerial Personnel of the Institution	None
No. of Board meetings attended during the Year (FY2025)	12 out of 12 meetings
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. The details of remuneration are provided in the Annual Report.

Mr. Rajkiran Rai G.

Item No. as per AGM Notice	11
Name of Director	Mr. Rajkiran Rai G
DIN	07427647
Date of Birth	May 19, 1962
Age	63
Date of Appointment made in the Board	August 08, 2022
Qualification	Bachelor in Agricultural Sciences & CAIIB
Experience (including expertise in specific functional area) / Brief Resume	Mr. Rajkiran Rai G., former Managing Director & CEO of Union Bank of India from July 1, 2017, to May 31, 2022, has more than three decades of rich banking experience which includes heading Industrial Finance Branch - Regions and Zonal Offices. Starting his career in 1986 as an Agricultural Finance Officer in the Central Bank of India, Mr. Rai rose through the ranks heading various branches in different parts of the country for more than 17 years. Upon his elevation as

	<p>General Manager, Mr. Rai was given the responsibility of heading the department of Human Resource Development.</p> <p>Mr. Rai was the Field General Manager of the Mumbai Zone of the Central Bank of India when he was elevated to the post of Executive Director of the Oriental Bank of Commerce. Mr. Rai was the Chairman of the Union Bank of India (U.K.) Limited, Union Asset Management Company, Star Union Dai-Ichi Life Insurance Company Limited, CorpBank Securities Limited, and Director on the Board of EXIM Bank and United India Insurance Company Limited. Earlier, Mr. Rai served on the Board of Oriental Insurance Company Limited, Canara HSBC Oriental Bank of Commerce Life Insurance Company Limited. Mr. Rai also served as Head of the Committee to advise the Banks Board Bureau (BBB) on evolving suitable training & development programs for management personnel in Public Sector Banks. Mr. Rai was the Chairman of the Indian Banks' Association (IBA). Of his multiple responsibilities at the IBA, Mr. Rai also served as Chairman of the Managing Committee, Chairman of the Standing Committee on HR & IR, and Chairman of the Wage Negotiation Committee.</p> <p>Mr. Rai is an agricultural science graduate and also a Certified Member of the Indian Institute of Bankers. Being a vivid learner, Mr. Rai has benefitted from several executive development programmes at prestigious institutions in the country. A winner of several prestigious industry awards and accolades, Mr. Rai is awarded 'CEO with HR Orientation' by World HRD Congress for his distinguished approach to capability-building through training and leadership development.</p>
Other Directorships as on May 31, 2025	0
Chairmanship/Membership of Committees as on May 31, 2025	0

Relationship with other Directors, Managers and other Key Managerial Personnel of the Institution	None
No. of Board meetings attended during the Year (FY2025)	12 out of 12 meetings
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. The details of remuneration are provided in the Annual Report.

Mr. B.S. Venkatesha

Item No. as per AGM Notice	12
Name of Director	Mr. B.S. Venkatesha
DIN	08489577
Date of Birth	May 08, 1974
Age	51
Date of Appointment made in the Board	September 19, 2022
Qualification	MBA (Finance) & CAIIB
Experience (including expertise in specific functional area) / Brief Resume	Mr. B.S. Venkatesha has a rich banking experience of nearly three decades with primary focus in the areas of foreign exchange, treasury, international banking, large corporate credit, and risk management. Mr. Venkatesha has held several leadership positions in Union Bank of India, such as Regional Head, Chief Executive Officer of the European entity of the Bank, Chief Relationship Officer, Chief Risk Officer, etc. Mr. Venkatesha has played an instrumental role in Union Bank's overseas expansion and in implementing the best practices in the bank's Risk Management department. Mr. Venkatesha was the Chief Risk officer (Chief General Manager) of Union Bank of India. Mr. Venkatesha has extensive experience in handling large banks within the guardrails of risk-calibrated growth and compliance. Mr. Venkatesha is an MBA graduate in Finance, FRM from GARP (USA) and a Certified Associate of the Indian Institute

	of Bankers. Mr. Venkatesha has completed the Leadership Development Programme for the Senior Executives of IIM Bangalore, curated by the Financial Services Institutions Bureau (formerly Banks Board Bureau).
Other Directorships as on May 31, 2025	0
Chairmanship/Membership of Committees as on May 31, 2025	0
Relationship with other Directors, Managers and other Key Managerial Personnel of the Institution	None
No. of Board meetings attended during the Year (FY2025)	12 out of 12 meetings
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. The details of remuneration are provided in the Annual Report.

Ms. Monika Kalia

Item No. as per AGM Notice	13
Name of Director	Ms. Monika Kalia
DIN	08579733
Date of Birth	February 26, 1973
Age	52
Date of Appointment made in the Board	November 16, 2022
Qualification	Company Secretary & CAIIB, B.Com (Hons.)
Experience (including expertise in specific functional area) / Brief Resume	Ms. Monika Kalia was an Executive Director of the Bank of India. Ms. Monika has handled various roles such as overseeing assurance functions of Internal Audit and Inspection, Risk Management, Cyber Security, and Fraud Risk Management, and has had additional exposure to Treasury and International Banking. Besides, Ms. Monika has handled the functions related to customer service excellence involving Deposit raising,

	<p>Customer Experience, Premises, Business Process Re-Engineering, and Prime Clients Care.</p> <p>Prior to taking up as Executive Director of Bank of India, Ms. Monika had extensive 360-degree exposure to corporate office and field banking with Union Bank of India. Ms. Monika has successfully spearheaded the State of Gujarat as the Zonal Head and other critical departments of Financial Planning and Investor Relations at crucial times of amalgamation of banks (responsible for carrying out due diligence and deciding share swap ratio) and Personal Banking and Operations during the phase of demonetization (responsible for branch operations and currency chest management, Customer Service and raising CASA). Besides, Ms. Monika has also headed Retail lending, Marketing and third-party product distribution, Corporate Communications, Compliance and Board Secretariat, and Accounts Taxation. During her professional journey of over 27 years, Ms. Monika had also been the key managerial personnel for the bank for interacting with RBI/SEBI/MOF in various capacities as Chief Financial Officer, Chief Grievance Officer, Chief Compliance Officer and Company Secretary, Chairperson Sexual Harassment Committee, and Managing Trustee of Union Bank Social Foundation at various points in time.</p> <p>Ms. Monika has also represented the bank at various industry levels and regulatory forums of IBA, SLBC, and RBI. Ms. Monika was also the Director on the Board of two joint ventures of Union Bank namely, Star Union Dai-ichi Life Insurance and Union Asset Management Trustee company.</p> <p>Ms. Monika has achieved various awards, viz. The Global Women Achiever Award in the year 2019 and Top 100 Women in Finance 2020 in India, from the Association of International Wealth Management of India.</p>
--	--

	Besides being rank holder B. Com (H), Ms. Monika is also a Fellow Member of Company Secretaries of India (ICSI), a Certified Associate of the Indian Institute of Bankers (CAIIB), and has completed a Diploma in Treasury and Integrated Risk Management from IIBF, a Certificate Programme in IT and Cyber Security for Senior Management - IDRBT, a Certificate Programme in AML & KYC from IIBF, and the Leadership Development Programme for Senior Management of Public Sector Banks by BBB at IIM Bangalore.
Other Directorships as on May 31, 2025	0
Chairmanship/Membership of Committees as on May 31, 2025	0
Relationship with other Directors, Managers and other Key Managerial Personnel of the Institution	None
No. of Board meetings attended during the Year (FY2025)	12 out of 12 meetings
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. The details of remuneration are provided in the Annual Report.

Mr. Samuel Joseph Jebaraj

Item No. as per AGM Notice	14
Name of Director	Mr. Samuel Joseph Jebaraj
DIN	02262530
Date of Birth	June 22, 1968
Age	57
Date of Appointment made in the Board	April 06, 2023
Qualification	MBA (Finance) and Honours Engineering graduate in Electronics & Communication

<p>Experience (including expertise in specific functional area) / Brief Resume</p>	<p>Prior to joining the Institution, Mr. Samuel Joseph Jebaraj was Deputy Managing Director on the Board of IDBI Bank from September 2019 to April 2023. Prior to IDBI Bank, Mr. Samuel was with Exim Bank for over 21 years in various capacities; last being Chief General Manager.</p> <p>Mr. Samuel has over 31 years of varied banking experience. Mr. Samuel was part of the turnaround team in IDBI Bank. As a whole-time Director, Mr. Samuel was directly responsible for the Large & Mid-corporate Groups, NPA Management, Trade Finance, Overseas operations, Finance & Accounts, IT & Digital Banking, MIS and HR at IDBI Bank. Mr. Samuel was also on the Board of IDBI Capital Markets Limited and Chairman of the Board of Directors of IDBI Trusteeship Services Limited and IDBI Mutual Fund Trustee Company Limited.</p> <p>During his tenure at Exim Bank, Mr. Samuel headed various Verticals such as Corporate Banking, SME, Agri Exports, Loan Recovery, IT & HR. Mr. Samuel was the CFO of Exim Bank between June 2014 and October 2017. Mr. Samuel had served Exim Bank in various roles at their offices in Bengaluru, Hyderabad, Milan, London & Mumbai.</p> <p>Mr. Samuel was a Nominee Director of Exim Bank on a few corporate Boards. Mr. Samuel is a regular speaker on Banking, Project Finance, Infrastructure Finance, Trade Finance, etc. Mr. Samuel was a member of various Working Groups / Task Forces set-up by the Government of India on India's international trade. Mr. Samuel led various international consultancy assignments for Commonwealth Secretariat in London, Exim Bank of Nigeria, Sri Lanka Exports, Saudi Export Agency, etc.</p> <p>Mr. Samuel is a Honours Engineering graduate in Electronics & Communication from Madurai Kamaraj University and did his MBA in Finance from BIM Trichy.</p>
---	---

Other Directorships as on May 31, 2025	1. The Anglo Scottish Education Society
Chairmanship/Membership of Committees as on May 31, 2025	0
Relationship with other Directors, Managers and other Key Managerial Personnel of the Institution	None
No. of Board meetings attended during the Year (FY2025)	11 out of 12 meetings
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. The details of remuneration are provided in the Annual Report.

By Order of the Board

Shri. Rajkiran Rai G.
Managing Director
DIN: 07427647

Date: June 19, 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)