

December 24, 2025

To

BSE Limited  
Listing Department,  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai 400 001

National Stock Exchange of India Limited  
Listing Department Exchange Plaza,  
5th floor Plot No. C/1, G,  
Block Bandra-Kurla Complex,  
Bandra (East),  
Mumbai 400 051

Sir/Madam,

**Subject: Notice of Extra-ordinary General Meeting (EGM) of National Bank for Financing Infrastructure and Development convened on January 20, 2026, to consider the re-appointment of Statutory Auditors.**

This is to inform you that an Extra-ordinary General Meeting (EGM) of National Bank for Financing Infrastructure and Development (the “Institution”) is scheduled to be held on Tuesday, January 20, 2026, at 10:30 a.m., through Video Conferencing/Other Audio Visual Means (VC/OAVM) to consider the re-appointment of Statutory Auditors of the Institution.

Notice of the said EGM is enclosed herewith and the same is also being uploaded on the website of the institution at <https://nabfid.org/investors>.

Please take the above information on record.

Thanking you.

Yours sincerely,  
**For National Bank for Financing Infrastructure and Development**

**Swati Patil Lahiri**  
**Vice President & Company Secretary**

Encl. a/a

## NOTICE OF EXTRA-ORDINARY GENERAL MEETING

NOTICE is hereby given that Extra-ordinary General Meeting (EGM) of the Member/Shareholder of **National Bank for Financing Infrastructure and Development** (the "Institution") will be held on **Tuesday, January 20, 2026 at 10:30 a.m.**, through Video Conferencing/Other Audio-Visual Means (VC/OAVM) to transact the following business:

### 1. Re-appointment of Statutory Auditors of the Institution

To consider and, if thought fit, to pass, the following Resolution:

**RESOLVED THAT** pursuant to the provisions of Section 26 (1) of the National Bank for Financing Infrastructure and Development Act, 2021 and the relevant rules/regulations, if any, made thereunder and pursuant to the 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 issued by the Reserve Bank of India, RBI circular on 'Remuneration payable to the Statutory Central and Branch Auditors of Public Sector Banks' dated March 1, 2023 (RBI Guidelines), and any other applicable laws (including any statutory modification(s), amendment(s) or re-enactment(s) thereof for the time being in force) and pursuant to the recommendations of the Audit Committee and the Board of Directors, M/s CNK & Associates LLP, Chartered Accountants (Firm Registration No. 101961W/W 100036) be re-appointed as Statutory Auditors of the Institution for Financial Year 2025-26 and that they shall hold office till the conclusion of the Fifth Annual General Meeting, upon terms and conditions pertaining to appointment as per RBI directions for FY 2025-26, at a remuneration to be determined by the Board of Directors or the Audit Committee of the Board of the Institution along with out of pocket expenses, outlays and taxes as applicable and as per other terms and conditions mutually decided by the Board of Directors or the Audit Committee of the Board, in consultation with the Statutory Auditors.

**RESOLVED FURTHER THAT** for the purpose of giving effect to the above resolution, the Board of Directors 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, fit 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 Auditors 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 Member(s) of the Institution.

Place: Mumbai  
Date : December 24, 2025

By Order of the Board

Sd/-

**Office:**  
The Capital, A Wing, 15<sup>th</sup> Floor - 1503,  
G Block, Bandra Kurla Complex,  
Bandra (East), Mumbai – 400051  
Tel: +91-22-4104 2000  
Email: [company.secretary@nabfid.org](mailto:company.secretary@nabfid.org)

Shri Rajkiran Rai G.  
Managing Director  
DIN: 07427647

द कैपिटल, ए विंग, 15 वीं मंजिल- 1503, जी ब्लॉक, बांद्रा कुर्ला कॉम्प्लेक्स, बांद्रा (पूर्व), मुंबई - 400051

The Capital, A Wing, 15th Floor - 1503, G Block, Bandra Kurla Complex, Bandra (East), Mumbai – 400051  
टेली Tel: 022 41042000

ई-मेल: [contact@nabfid.org](mailto:contact@nabfid.org)

**NOTES:**

1. The relevant Explanatory Statement in respect of Item No. 1 set out in the Notice of the EGM is annexed hereto.
2. As per the provisions of the National Bank for Financing Infrastructure and Development Act, 2021 and Rules / Regulations made thereunder, and as guided by the relevant circular(s) issued by the Ministry of Corporate Affairs ('MCA') regarding convening of AGM / EGM from time to time, the said EGM of the Institution will be held through Video Conferencing/Other Audio-Visual Means (VC/OAVM), without the presence of physical attendance of the Member/Participants at a common venue. Accordingly, facility for appointment of proxy by the Member is not available for the ensuing EGM and hence no Proxy Form and Attendance Slip are annexed with this Notice.
3. Pursuant to the above, Notice of the EGM is being sent only through electronic mode to the Member/Participants and others.
4. Member/Shareholder attending the EGM through VC/OAVM will be counted for the purpose of reckoning the quorum.
5. Member/Shareholder are requested to send the relevant authorization for authorising their representative to attend and vote at the said EGM through email to the Company Secretary at [swati.lahiri@nabfid.org](mailto:swati.lahiri@nabfid.org),
6. The Institution shall provide VC/OAVM facility in order to make it convenient for the Member/Participants to attend the EGM.
7. Instructions for Member/Participants for attending the EGM through VC 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. Members may click on the said link. The Member/Participants can attend the meeting through VC 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 to the meeting. Thereafter, click "Join Now" tab to join the meeting.
    - In case, you do not have/do not wish to configure Microsoft Teams application on your system/device, you may join through web page instead. Kindly click on "Join Now" 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. Members/Participants are requested to join the meeting at least 15 minutes in advance to ensure reasonable time for testing and so that there are no logistic issues.
  - iv. Member/Participants who need assistance before or during the EGM, can write to the Company Secretary at [swati.lahiri@nabfid.org](mailto:swati.lahiri@nabfid.org).

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**EXPLANATORY STATEMENT:**

In terms of the provisions of Section 26(1) of the 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.

Pursuant to the above, M/s. C N K & Associates LLP, Chartered Accountants (Registration No. 101961W/ W100036) were appointed as the Statutory Auditors of the Institution for FY 2024-25. Further, in the 4<sup>th</sup> Annual General Meeting (AGM) of the Institution held on July 29, 2025, as per Board-approved Policy, the Shareholder had approved the continuation of M/s. C N K & Associates LLP as the Statutory Auditors of the Institution, pending the re-appointment or appointment of a new Statutory Auditor based on the C&AG panel of eligible audit firms to be released by Reserve Bank of India (RBI) for FY 2025-26.

Now, RBI has released the C&AG panel of eligible audit firms for the financial year 2025-26 vide its letter no. Ref DOS ARG No. S6807/08:16:008/2025-26 dated December 9, 2025, and the name of the existing Audit Firm M/s C N K & Associates LLP is part of the aforesaid panel.

In accordance with the Standard Operating Procedure followed by the Institution, Statutory Auditors shall be eligible for re-appointment subject to satisfactory performance, continuing compliance with the eligibility norms, and the Statutory Auditor firm name is in the C&AG panel of eligible audit firms of the relevant financial year.

In this regard, relevant reviews/checks have been carried out and the performance and conduct of the existing audit firm is found to be satisfactory. Further, necessary declarations etc. have been obtained from them for the purpose of considering their re-appointment as Statutory Auditors of the Institution.

**A 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 ~ 34 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.*

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**नैबफिड | राष्ट्रीय अवसंरचना वित्तपोषण और विकास बैंक**  
**NaBFID | National Bank for Financing Infrastructure and Development**

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

M/s CNK & Associates LLP have expressed their willingness to be re-appointed as Statutory Auditors of the Institution and have confirmed that their re-appointment, if made, is in confirmation with the requirements of RBI Guidelines.

In view of the above, the Audit Committee and the Board of Directors have recommended for approval, the re-appointment of M/s CNK & Associates LLP, Chartered Accountants (Firm Registration No. 101961W/W 100036) as Statutory Auditors of the Institution for Financial Year 2025-26, upon the terms and conditions pertaining to appointment as per RBI directions for FY 2025-26, at a remuneration to be determined by the Board of Directors or the Audit Committee of the Board of the Institution along with out of pocket expenses, outlays and taxes as applicable and as per other terms and conditions mutually decided by the Board of Directors or the Audit Committee of the Board, in consultation with the Statutory Auditors.

The Board of Directors recommends passing of the Resolution placed at Item No. 1 of the Notice.

None of the Directors/KMP of the Institution including their relatives are, in any way, concerned or interested in the Resolution at Item No. 1.

Place: Mumbai  
Date : December 24, 2025

By Order of the Board

Sd/-

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Shri Rajkiran Rai G.  
Managing Director  
DIN: 07427647

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