

- Shri Dhiraj Mehta, GM (F&A)
- Shri Sushant Kumar Dey, GM (Projects)
- Shri Bharat Singh Rajput, GM (Projects)
- Smt. Mala Ghosh Choudhury, GM (HR)
- Shri A Chandrashekar, Add. GM (Internal Audit)
- Shri Sanjay Kumar, Chief Information Security officer
- Shri N. Balaji, Chief Technology Officer
- Shri Piyush Kumar, Chief Compliance Officer
- Shri Pallav Kapoor, Chief Risk Officer
- Smt. Ekta Madan, Company Secretary

During FY 25, Dr. Ramesh Chandra Sharma, GM (F&A) has been relieved from the service of the Company w.e.f. July 31, 2024, due to his superannuation.

5. REMUNERATION OF DIRECTORS

Being a Government Company, the appointment, tenure & remuneration of Functional Directors including Chairman & Managing Director is decided by the Government of India acting through administrative ministry. The Government Nominee Directors are not paid any remuneration/sitting fees from the Company. In accordance with the Companies Act, 2013 read with DPE Guidelines, the Board of Directors of the Company is empowered to determine the sitting fee payable to Independent Directors within the ceiling prescribed under the Companies Act, 2013.

At present, the sitting fee of ₹40,000/- is being paid to Independent Director for attending each meeting of the Board and ₹30,000/- for attending each committee meeting thereof.

Details of remuneration paid to Functional Directors of the Company and details of sitting fees paid to Independent Directors for attending meetings of the Board and its committees, during the FY 25, are given in the Table A & Table B respectively.

Table A: Details of sitting fees paid to Independent Directors for the meetings held during the FY 25

Name of Independent Director	Amount (₹)
Shri Shabdsharan N. Brahmbhatt	13,80,000/-
Dr. Jaganath C.M. Jodidhar	15,50,000/-
Shri Ram Nihal Nishad	17,60,000/-
Smt. Rohini Rawat	16,00,000/-
TOTAL	62,90,000/-

Notes:-

- In addition to sitting fee, Independent Directors are also paid/reimbursed boarding/lodging/ conveyance expenses incurred for attending meetings of the Board/Committees and for official project visits.
- Except as mentioned above, the non-executive directors have no pecuniary relationship or transaction with the Company during the FY 25.
- The terms and conditions of appointment of Independent Directors are available on website of Company at <https://www.ireda.in/images/HTMLfiles/TC%20for%20appointment%20of%20ID.pdf>

Table B: Remuneration of Functional Directors paid during the FY 25

(₹ in Lakh)

Name & Designation	Salary & Allowances	Performance linked Incentive	Other Benefits	Employer PF Contribution	National Pension Scheme (NPS)	Total
Shri Pradip Kumar Das Chairman & Managing Director	95.74	17.91	9.31	4.51	3.38	130.84
Dr Bijay Kumar Mohanty Director (Finance) & CFO	52.74	6.63	0.01	3.51	3.51	66.42



Notes:-

- The Company had not given any stock options during the FY 25.
- The service conditions of the Functional Directors/Directors including notice period and severance fee, if any, are governed as per the terms & conditions issued by the Govt. of India.
- Performance Linked Incentive is paid in line with the guidelines issued in this regard by DPE.

6. GENERAL BODY MEETINGS**➤ ANNUAL GENERAL MEETING**

The details of date, time and location of the last three Annual General Meetings held are as under:

FY	Day and Date	Time	Location	Whether any Special Resolution was passed
2021-22	Wednesday 10.08.2022	12.30 P.M.	Tamarind Hall, First Floor, Habitat World, India Habitat Centre, Lodhi Road, New Delhi-110003	No
2022-23	Friday 30.06.2023	12.30 P.M.	Juniper Hall, Ground Floor & Habitat World, India Habitat Centre, Lodhi Road, New Delhi-110003	Yes*
2023-24	Monday 24.06.2024	03.30 P.M.	Through Video Conferencing ("VC")/ Other Audio Visual Means ("OAVM")	No

*The following 2 (two) special resolutions were passed in the AGM of the company held on 30.06.2023:

1. Appointment of Shri Ram Nihal Nishad (DIN-10064841) as Independent Director of the Company
2. Appointment of Smt. Rohini Rawat (DIN 10064820) as Independent Director of the Company

➤ EXTRA-ORDINARY GENERAL MEETING

During the FY 25, 22nd Extra-ordinary general meeting of the Company was held on Monday, February 24, 2025 through Video Conferencing ("VC")/ Other Audio Visual Means ("OAVM") and the following 2(two) special resolutions were passed:

- i) Raising of capital through an issuance of equity shares;
- ii) Amendment of Articles of the Company consequent upon grant of Navratna status.

M/s P.C. Jain & Co., Company Secretaries was appointed as the Scrutinizer to scrutinize the votes, cast by the shareholders.

❖ POSTAL BALLOT

No Resolution was passed through Postal Ballot during the FY 25 and presently, no special resolution is also proposed to be passed through Postal Ballot during the FY 2025-26.

6 MEANS OF COMMUNICATION

- a) **Financial results:** The Company's quarterly, half yearly, annual financial results are sent to the Stock Exchanges are also available on the website of the Company. For FY 25, the financial results were published in the following Hindi and English newspapers:

Quarter ended June 30, 2024	Quarter and Half-Year ended September 30, 2024	Quarter ended December 31, 2024	Quarter and Year ended March 31, 2025
<ul style="list-style-type: none"> ➤ Navbharat Times (Hindi) ➤ The Economic Times and Business Standard (English) 	<ul style="list-style-type: none"> ➤ Hindustan and Jansatta (Hindi) ➤ The Hindu, The Indian Express, Hindustan Times, The Financial Express, The Hindu Business Line and Mint (English) 	<ul style="list-style-type: none"> ➤ Hindustan (Hindi) ➤ The Hindu, The Economic Times, Hindustan Times, The Financial Express, The Hindu Business Line, Business Standard and Mint (English) 	<ul style="list-style-type: none"> ➤ Hindustan (Hindi) ➤ The Economic Times, Hindustan Times, The Financial Express, The Hindu Business Line, Business Standard and Mint (English)

