

## Notice for 12<sup>th</sup> (Twelfth) Annual General Meeting

NOTICE is hereby given that the 12<sup>th</sup> (Twelfth) Annual General Meeting ('AGM') of the Members of National Capital Region Transport Corporation Limited ('the Corporation') will be held on **Thursday, August 21, 2025 at 2.45 p.m.** at **Conference Room, Hotel Toran, Vadnagar, Gujarat-384355**, through Video Conferencing (VC)/Other Audio-Visual Means (OAVM) to transact the following businesses: -

### Ordinary Business:

#### Item No. 1 - Adoption of Audited Standalone and Consolidated financial statements

To receive, consider and adopt the Audited Standalone and Consolidated financial statements of the Corporation for the financial year ended on 31<sup>st</sup> March, 2025, together with Reports of the Board, the Auditors thereon and the comments of the Comptroller and Auditors General of India and to pass the following resolution as an **Ordinary Resolution**:

**“Resolved that** the Audited Standalone and Consolidated financial statements for the year ended on 31<sup>st</sup> March, 2025 together with Reports of the Board, Auditors and the comments of the Comptroller and Auditor General of India on the financial statements (Standalone and Consolidated) be and are hereby received, noted, considered and adopted.”

#### Item No. 2 - Authorisation to the Board of Directors to fix the remuneration of the Statutory Auditors and pass the following resolution as an Ordinary Resolution:

**“Resolved that** pursuant to the provisions of the Companies Act, 2013, Board of the Corporation be and are hereby authorized to determine and fix the remuneration of the Statutory Auditors as appointed by the Comptroller and Auditor General of India for the financial year 2025-26.”

### Special Business:

#### Item No. 3 – Appointment of Shri Munna Kumar, as the Director (Works)

To consider and if thought fit, to pass with or without modifications(s), the following resolution(s) as an Ordinary Resolution:

**“Resolved that** pursuant to the applicable provisions of the Companies Act, 2013 ('the Act') and Rules made thereunder (including any statutory amendments, modifications, or re-enactments thereof, for the time being in force), read with the Articles of Association of National Capital Region Transport Corporation Limited ('the Corporation'), and in continuation of the resolutions passed in the 43<sup>rd</sup> Board meeting dated 25.02.2025, the consent of the Corporation be and is hereby accorded to approve the appointment of Shri Munna Kumar (DIN: 09394779) as Director (Works), NCRTC,

following the acceptance of the offer of appointment and the terms and conditions stipulated in the offer letter dated 25.02.2025. Shri Munna Kumar is inducted into the Board of NCRTC as Director (Works) with effect from 12.03.2025, for a period of 5 years or till the date of superannuation or till further orders, whichever is earlier, from the date of his assumption of charge on joining in the first instance in NCRTC in the pay scale of ₹1,80,000-₹3,40,000 (IDA) (i.e., 12.03.2025), equivalent to the pay scale of Directors of Schedule 'A' CPSEs."

**Item No. 4 – Appointment of Shri Paramjeet Singh, as the Director (Projects)**

To consider and if thought fit, to pass with or without modifications(s), the following resolution(s) as an Ordinary Resolution:

**“Resolved that** pursuant to the applicable provisions of the Companies Act, 2013 and Rules made thereunder (including any statutory amendments, modifications, or re-enactments thereof, for the time being in force), read with the Articles of Association of NCRTC, and in continuation of the resolutions passed in the 43<sup>rd</sup> Board meeting dated 25.02.2025, the consent of NCRTC be and is hereby accorded to approve the appointment of Shri Paramjeet Singh (DIN: 11009365) as Director (Projects), NCRTC, following the acceptance of the offer of appointment and the terms and conditions stipulated in the offer letter dated 25.02.2025. Shri Paramjeet Singh is inducted into the Board of NCRTC as Director (Projects) with effect from 23.04.2025, for a period of 5 years or till the date of superannuation or till further orders, whichever is earlier, from the date of his assumption of charge on joining in the first instance in NCRTC in the pay scale of ₹1,80,000-₹3,40,000 (IDA) (i.e., 23.04.2025), equivalent to the pay scale of Directors of Schedule 'A' CPSEs.”

**By order of the Board  
For National Capital Region Transport Corporation Ltd.**



**Vijay Kumar  
Company Secretary  
FCS-7801**

**Date: 08.08.2025  
Place: New Delhi**

To,

**Distribution:  
(With a request to make it convenient to attend the AGM)**

- 1. All the Members of NCRTC**
- 2. All the Board Members of NCRTC**
- 3. M/s Shyam Sunder Singhal & Co., Chartered Accountants, Statutory Auditors of NCRTC**
- 4. M/s Shifa Badri & Associates, Company Secretaries, Secretarial Auditors of NCRTC**

**Notes: -**

1. The Ministry of Corporate Affairs ('MCA'), Government of India, vide circular dated 19<sup>th</sup> September, 2024 read with its preceding circulars issued in April 2020, May 2022, December 2022 and September 2023 (Collectively referred to as 'Circulars') permitted the companies, to conduct their Annual General Meeting (AGM) through VC or OAVM upto 30<sup>th</sup> September 2025.
2. In compliance with the provisions of the Companies Act, 2013 ('Act') and the MCA Circulars, the Corporation is providing an option to its Members, Directors, Statutory and Secretarial Auditors to attend the AGM through VC/OAVM. Accordingly, the AGM of the Corporation is being held through VC/OAVM. The Corporation will provide VC/OAVM facility to them for participating at the AGM.
3. Pursuant to the provisions of the Companies Act, 2013, a Member entitled to attend and vote at the AGM is entitled to appoint a proxy to attend and vote on his/her behalf and the proxy need not be a Member of the Corporation. Members may participate in the AGM through VC/OAVM from their respective locations and the said participation of the Members will be reckoned for the purpose of quorum.
4. Documents referred to in the accompanying Notice are open for inspection at the Registered Office of the Corporation during normal business hours (09:30 am to 06:00 pm) on all working days except Saturdays and Sundays (including Public Holidays) up to the date of the Annual General Meeting.
5. Pursuant to the provision of Section 189(4) of the Companies Act, 2013, the registers required to be kept open for inspection at General Meeting of the Corporation, shall be accessible during the continuance of the meeting to any person having the right to attend the meeting.
6. Pursuant to Section 139 read with Section 142 of the Act, the Statutory Auditors of the Corporation are appointed by the Comptroller and Auditor General of India. However, the remuneration of the auditors shall be fixed by the Corporation at the Annual General Meeting. Members may authorise the Board to determine and fix suitable remuneration payable to the Auditors for the financial year 2024-25 after taking into consideration any change(s), if any, in the scope of assignments due to statutory requirements/volume of work/inflation index.
7. In compliance with the MCA Circulars, notice of the AGM along with the Annual Report for the financial year 2024-25 is being sent only through electronic mode to the Members. Physical copy of Notice and/or Annual Report will be sent to the Members on specific request, if received.
8. Board's Report and the Audited Standalone and Consolidated Financial Statements of the Corporation along with Financial Statements of NCRTC Express Transit Limited (A wholly owned Subsidiary of NCRTC) for the financial year ended March 31, 2025, are enclosed.
9. Members are requested to provide their consent to convene the proposed Annual General Meeting at shorter notice at Vadnagar (in the form attached separately addressing to each member) to the Corporation prior to the proposed time for the annual general meeting. Necessary arrangement will be made by the Corporation, if needed and conveyed.
10. General instructions for accessing and participating in the AGM through VC/OAVM facility are as under:

- a. Members will be provided with a facility to attend the AGM through VC/OAVM through the Microsoft teams meeting Platform vide this link:

[https://teams.microsoft.com/l/meetup-join/19%3ameeting\\_MmIwMzE3OWItNDc3YS00MDg1LTgxZmUtNGQ5Yjg3OTJlMDEx%40thread.v2/0?context=%7b%22Tid%22%3a%22dc1de071-872f-4011-a7a3-99bbe5572151%22%2c%22Oid%22%3a%2252f6962c-31ed-44bd-8bc1-5f90a6227bdd%22%7d](https://teams.microsoft.com/l/meetup-join/19%3ameeting_MmIwMzE3OWItNDc3YS00MDg1LTgxZmUtNGQ5Yjg3OTJlMDEx%40thread.v2/0?context=%7b%22Tid%22%3a%22dc1de071-872f-4011-a7a3-99bbe5572151%22%2c%22Oid%22%3a%2252f6962c-31ed-44bd-8bc1-5f90a6227bdd%22%7d)

- b. Members can join the meeting 15 minutes prior to the scheduled time.
- c. Members are encouraged to join the Meeting through Laptops/IPads for better experience.
- d. Further, Members will be required to allow camera and use internet with a good speed to avoid any disturbance during the meeting.
- e. 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 networks. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.
- f. Members who would like to express their views/ask questions during the meeting may raise their hands and speak with the permission of the Chairman.

### **Explanatory Statement Pursuant to the provisions of Section 102 of the Companies Act, 2013**

#### **Item No. 3 – Appointment of Shri Munna Kumar, as the Director (Works)**

- a. The Board, in its 43<sup>rd</sup> meeting held on 25.02.2025, approved the recommendations of the Selection Committee for selection of Shri Munna Kumar as Director (Works) on a full-time basis, which shall be effective from the date of his joining. The tenure shall be for a period of 5 years or till the date of superannation or till further orders whichever is earlier from the date of his assumption of charge on joining in the first instance in NCRTC in the pay scale of ₹1,80,000–3,40,000 (IDA), equivalent to the pay scale of Directors of Schedule 'A' CPSEs. In pursuance to the aforesaid, an offer of appointment for the post of Director (Works) was issued to Shri Munna Kumar on 25.02.2025. Accordingly, Shri Munna Kumar has accepted the offer of appointment and joined NCRTC on 12.03.2025. His office shall not be liable to retire by rotation. The terms and conditions regulating the appointment are determined by the NCRTC. He is not disqualified from being appointed as a Director in terms of Section 164 of the Companies Act, 2013.
- b. Board recommends the proposed agenda Item No. 3 accompanying of this Annual General Meeting notice to the Members for approval by way of Ordinary Resolution.
- c. Pursuant to Section 102 of the Act, none of the Directors, Key Managerial Personnel, or their relatives is in any way concerned or interested in the proposed resolutions, except Shri Munna Kumar, to whom the resolution relates, who is interested or concerned, or otherwise, in the proposed resolution.

**Item No. 4–Appointment of Shri Paramjeet Singh, as the Director (Projects)**

- a. The Board, in its 43<sup>rd</sup> meeting held on 25.02.2025, approved the recommendations of the Selection Committee for selection of Shri Paramjeet Singh as Director (Projects) on a full-time basis, which shall be effective from the date of his joining. The tenure shall be for a period of 5 years or till the date of superannuation or till further orders whichever is earlier from the date of his assumption of charge on joining in the first instance in NCRTC in the pay scale of ₹1,80,000–3,40,000 (IDA), equivalent to the pay scale of Directors of Schedule 'A' CPSEs. In pursuance to the aforesaid, an offer of appointment for the post of Director (Projects) was issued to Shri Paramjeet Singh on 25.02.2025. Accordingly, Shri Paramjeet Singh has accepted the offer of appointment and joined NCRTC on 23.04.2025. His office shall not be liable to retire by rotation. The terms and conditions regulating the appointment are determined by the NCRTC. He is not disqualified from being appointed as a Director in terms of Section 164 of the Companies Act, 2013.
- b. Board recommends the proposed agenda Item No. 4 accompanying of this Annual General Meeting notice to the Members for approval by way of Ordinary Resolution.
- c. Pursuant to Section 102 of the Act, none of the Directors, Key Managerial Personnel, or their relatives is in any way concerned or interested in the proposed resolutions, except Shri Munna Kumar, to whom the resolution relates, who is interested or concerned, or otherwise, in the proposed resolution.

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**Form No. MGT -11**

**Proxy Form**

*[Pursuant to section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies (Management and Administration) Rules, 2014]*

CIN : **U60200DL2013GOI256716**  
Name of the Company : **National Capital Region Transport Corporation Ltd.**  
Registered office : **NCRTC's Corporate Office, GatiShakti Bhawan, INA, New Delhi-110023**

Name of the Members (s):
Registered Address:
E-mail Id:
Folio No/Client Id:
DP ID:

I/We, being the Member (s) of.....Equity Shares of National Capital Region Transport Corporation Limited, hereby appoint

Name:-----, Address: -----, E-Mail Id:-----

Signature:-----, or failing him/her as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the **12<sup>th</sup> Annual General Meeting (AGM)** of National Capital Region Transport Corporation Limited to be held on **Thursday, August 21, 2025 at 2:45 p.m.** at Conference Room, Hotel, Toran, Vadnagar, Gujrat, through Video Conferencing/Other Audio-Visual Means and at any adjournment thereof, in respect of such resolutions set out in the Notice convening the meeting as are indicated below:

Item #	Ordinary Business - Ordinary Resolution
1.	Adoption of Audited Standalone and Consolidated financial statements together with Board's Report, Auditor's Report & CAG Comments on 31 <sup>st</sup> March, 2025
2.	To authorise the Board for fixation of remuneration of the Statutory Auditors for the financial year 2025-26
	<b>Special Business - Ordinary Resolution</b>
3.	To ratify appointment of Shri Munna Kumar as the Director, Works of National Capital Region Transport Corporation Ltd ('NCRTC')
4.	To ratify appointment of Shri Paramjeet Singh, as the Director, Projects of National Capital Region Transport Corporation Ltd ('NCRTC')
5.	Hedging transactions for foreign currency and interest risk mitigation

Signed this .....day of.....2025

Signature of shareholder

Signature of Proxy holder (s)

Affix Revenue Stamp
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**Note: This form of proxy in order to be effective should be duly completed and deposited at the Registered Office of the Corporation, not less than 48 hours before the commencement of the Meeting.**

## Attendance Slip

I hereby record my presence at the **12<sup>th</sup> Annual General Meeting** of the National Capital Region Transport Corporation Limited ('the Corporation') to be held on **Thursday, August 21, 2025 at 2:45 p.m.** at Conference Room, Hotel Toran, Vadnagar, Gujrat, through Video Conferencing /Other Audio-Visual Means:

Name of the Shareholder \_\_\_\_\_

Name of the Proxy \_\_\_\_\_

(To be filled if the proxy attends, instead of the shareholders)

Ledger Folio No. \_\_\_\_\_ No. of shares held \_\_\_\_\_

Signature of the Shareholder/ Proxy \_\_\_\_\_

