



IFCI VENTURE CAPITAL FUNDS LIMITED

CIN: U65993DL1988GOI030284

Regd. Office: IFCI Tower 61 Nehru Place, New Delhi, 110019

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ADDENDUM TO THE NOTICE OF THIRTY SEVENTH ANNUAL GENERAL MEETING OF IFCI VENTURE CAPITAL FUNDS LIMITED (IFCI VENTURE)

Addendum to the Notice of the THIRTY SEVENTH ANNUAL GENERAL MEETING (AGM) OF IFCI VENTURE CAPITAL FUNDS LIMITED (IFCI VENTURE) scheduled to be held on Tuesday, September 16, 2025 at 03:00 pm through Video Conferencing (VC)/ Other Audio Visual Means (OAVM) at the registered office of the company situated at IFCI Tower, 61, Nehru Place, New Delhi-110019.

Pursuant to Section 160 of the Companies Act, 2013 read with Rule 13 of the Companies (Appointment and Qualification of Directors) Rules, 2014, and other applicable provisions of the Companies Act, 2013, notice is hereby given to the members of IFCI VENTURE that the Company has received a Notice for the candidature of Shri Kamal Nayan Choubey (DIN: 11268999) to appoint as a Non-Executive Director on the Board of the Company.

Accordingly, after requisite statutory compliances, this addendum is being circulated electronically to the members and it shall form an integral part of the original Notice dated August 05, 2025 of 37th AGM of the Company and the notes provided therein, for all purposes.

SPECIAL BUSINESS:

4. To appoint Shri Kamal Nayan Choubey (DIN: 11268999), as a Non-Executive Director of the Company and in this regard to consider and if thought fit, to pass the following resolution as an Ordinary Resolution:

"RESOLVED THAT pursuant to the provisions of Section 149, 152 read with Section 161 and any other provisions of the Companies Act, 2013 read with rules made thereunder (including any statutory amendment(s), modification(s), variation or re-enactment thereof, for the time being in force), Mr. Kamal Nayan Choubey (DIN: 11268999), who was appointed as an Additional Director under the category of Non-Independent Director on the Board of the Company w.e.f. September 10, 2025 to hold office up to the date of this Annual General Meeting of the Company and in respect of whom a notice in writing pursuant to Section 160 of the Companies Act, 2013, has been received in the prescribed manner, be and is hereby appointed as Non-Executive Director under the category of Non-Independent Director liable to retire by rotation on Board of the Company."

"RESOLVED FURTHER THAT Managing Director and Company Secretary, be and are hereby, authorized to do all such acts, deeds and things necessary in this behalf and to file necessary particulars with the Registrar of Companies, NCT of Delhi & Haryana."

Place: New Delhi

Date: 10th September 2025

By order of Board of Directors

Sd/-
(Rachit Tandon)
Company Secretary

NOTES:

1. An Explanatory Statement pursuant to Section 102(1) of the Companies Act, 2013 in respect of the above Special Business to be transacted at the AGM is annexed hereto.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013

The following statement sets out all material facts relating to Special Business mentioned in the accompanying notice:

Item No. 4: Appointment of Shri Kamal Nayan Choubey (DIN: 11268999), as a Non-Executive Director of the Company.

Shri Kamal Nayan Choubey (DIN: 11268999), aged 64 years is a Non-Executive Non-Independent Director of the Company. Shri Kamal Nayan Choubey has been appointed as an Additional Director by the Board of Directors of the Company w.e.f. September 10, 2025.

Under Section 161 of the Companies Act, 2013 read with Article 64(a) of the Articles of Association of the Company, Shri Kamal Nayan Choubey holds office only up to the date of this Annual General Meeting of the Company. A notice has been received proposing candidature of Shri Kamal Nayan Choubey for the office of Director of the Company and his appointment has been recommended by Nomination & Remuneration Committee at its meeting held on September 09, 2025.

His brief resume, inter-alia, giving nature of expertise in specific functional area, shareholding in the Company, other Directorship, Membership/ Chairmanship of Committees and other particulars are enclosed with this addendum.

The Board considered that given his vast and diverse experience, the Company would benefit under his guidance. Accordingly, the Board recommends the resolution in relation to appointment of Shri Kamal Nayan Choubey as a Non-Executive Director under the category of Non-Independent Director liable to retire by rotation on Board of the Company, for the approval of the shareholders of the Company.

He will be eligible to pay the sitting fees for attending Board and Committee Meetings, in compliance with the provisions of the Companies Act, 2013 and directions of the Board prevailing from time to time. He is not holding any shares in the Company.

None of the Directors, Key Managerial Personnel of the Company or their relatives except Shri Kamal Nayan Choubey, is in any way, concerned or interested, financially or otherwise, in the resolution set out in item no. 4

The Board recommends the resolution for your approval.

By order of the Board of Directors

Place: New Delhi
Date: 10th September 2025

Sd/-
(Rachit Tandon)
Company Secretary

PROFILE OF DIRECTORS SEEKING APPOINTMENT AT THIS ANNUAL GENERAL MEETING

1.	Full Name	Kamal Nayan Choubey
2.	Date of Birth/Age	08.08.1961; 64 years
3.	Directors Identification Number (DIN)	11268999
4.	Educational Qualifications	Bachelor of Arts (History), Hanraj College Delhi University; Master in Arts (History) Delhi University
5.	Relevant Background and Experience	Mr. Kamal Nayan Choubey brings with him over 35 years of distinguished service, marked by a unique blend of operational depth, policy acumen, and cross-sectoral leadership. His extensive experience spans critical domains including Law Enforcement, Foreign Affairs, Health, Infrastructure, and Academia. Mr. Choubey possesses deep expertise in regulatory and policy frameworks, investigations, border management, and national security. He also holds a nuanced understanding of strategic sectors such as Railways, Civil Aviation, and Health & Family Welfare. Throughout his career, he has been instrumental in assisting various ministries in policy formulation, execution, and monitoring of initiatives, ensuring clear milestones and timely implementation.
6.	Permanent Address	Flat No. 300, Sector- A Pocket-C, Vasant Kunj South Delhi-110070 India.
7.	Present Address	Flat No. 300, Sector- A Pocket-C, Vasant Kunj South Delhi-110070 India.
8.	E-mail Address / Telephone Number	knchoubey@gmail.com
9.	Permanent Account Number under the Income Tax Act and name and address of Income Tax Circle	ACQPC9445F
10.	List of Directorship in other Companies	NIL
11.	Membership/Chairmanship of Committee of the Board in other Companies.	NIL
12.	No. of Equity Shares held	NIL
13.	No. of Board Meetings attended/entitled to attend during the year	NIL
14.	Relevant knowledge and experience	As Above
