

NOTICE

Notice is hereby given that the 5th Annual General Meeting of the Members of the Company will be held on Wednesday, 29th December, 2021 via Video and Audio Conferencing means, link teams@ippbco.onpexip.com. Meeting will be convened at Board Room, Second Floor, Speed Post Centre Building, Bhai Veer Singh Marg, New Delhi 110 001 at 11:00 am, to transact the following business:

ORDINARY BUSINESS

1. To consider and adopt:

The audited financial statements of the Company for the financial year ended 31st March, 2021 together with the Reports of the Board of Directors and the comments of the Comptroller and Auditor General of India thereon, in terms of Section 143(6) of the Companies Act, 2013 together with the Reports of the Directors and its annexures.

2. To ratify the appointment of Statutory Auditors for the financial year 2021-22 and to authorise Board of Directors of the Company to fix remuneration of the Statutory Auditors of the Company for the financial year 2021-22 in terms of the provisions of Section 139(5) read with Section 142 of the Companies Act, 2013.

SPECIAL BUSINESS

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

“**RESOLVED THAT** pursuant to the provisions of Sections 149, 152 and rules made thereunder, Schedule IV and all other applicable provisions of the Companies Act, 2013 {including any statutory modification(s) or re-enactment(s) thereof for the time being in force}, Mr. Vineet Pandey (Director Identification Number 09199133), who was appointed as an Additional Director of the Company by the Board of Directors pursuant to the letter from the Ministry with effect from 09th June, 2021 and whose term of office as an additional director expires at the conclusion of this Annual General Meeting, be and is hereby appointed as an Director and Non- Executive Chairman of the Company, not liable to retire by rotation.”

RESOLVED FURTHER THAT any Director of the Company and/or Company Secretary of the Company be and is hereby severally authorized to do all such acts, things and deeds as may be deemed necessary for giving effect to the above stated resolution.”

Place: New Delhi

Date : 23.12.2021

Priyanka Bhatnagar

Company Secretary

FCS 8657

To,

1. All the Members of IPPB
2. Statutory Auditor
3. Secretarial Auditor
4. All Directors of IPPB

Enclosures: -

1. Board's Report
2. Financial Statements & Annexure to Directors' Report-Addendum to Directors' Report for the Financial Year 2020-21, Auditor Report
3. Annexure to Board's Report
4. C&AG Report
4. Secretarial Audit Report and Management Replies thereto

NOTES:

1. **A member entitled to attend and vote at the meeting is entitled to appoint one or more proxies to attend and vote on a poll instead of himself. A proxy need not be a member. Proxies in order to be effective must be received by the company not less than 48 hours before the time for holding the meeting. In case a proxy is proposed to be appointed by a member holding more than 10% of the total share capital of the company carrying voting rights, then such proxy shall not act as a proxy for any other person or shareholder.**

Corporate members intending to send their authorised representative(s) are required to send a duly certified copy of the Board Resolution authorizing their representative(s) to attend and vote at the Annual General Meeting.

2. Members are requested to immediately inform the Company of their change of address.
3. Explanatory Statement as required under Section 102 of the Companies Act, 2013, in respect of Special Business is annexed hereto.
4. The Register of Members and Share Transfer Books of the Company will remain closed from 27.12.2021, to 29.12.2021 (both days inclusive).
5. Documents referred to in the accompanying Notice and the Explanatory Statement are open for inspection at the Registered Office of the Company during normal business hours (10:00 am to 6:00 pm) on all working days except Saturdays and Sundays (including Public Holidays) up to the date of the Annual General Meeting.

6. The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Companies Act, 2013 & the Register of Contracts or arrangements, maintained under Section 189 of the Companies Act, 2013 will be available for inspection by the members at the AGM venue.
7. Pursuant to Section 139(5) read with Section 142 of the Companies Act, 2013, the Auditors of a Government Company are appointed or reappointed by the Comptroller and Auditor General (C&AG) of India and their remuneration is to be fixed by the Company in the Annual General Meeting. The members may authorise the Board to fix an appropriate remuneration of Auditors for the financial year 2017-18 after taking into consideration the increase in volume of work etc.
8. Consent for the shorter notice has been obtained as per the provisions of Section 101 of the Companies act, 2013.
9. None of the Directors of the Company in any way related to each other.

EXPLANATORY STATEMENT PURSUANT TO SECTION 102(1) OF THE COMPANIES ACT, 2013:

ITEM NO. 1

Pursuant to provision of section 149, 150, 152 and any other applicable provisions of the Companies Act, 2013 and the Rules made there under (including any statutory modification(s) or re-enactment thereof) read with Schedule IV to the Companies Act, 2013, and pursuant to Article 125 of Article of Association of the Company, approval of Ministry vide letter dated 25th May, 2020, Mr. Vineet Pandey (Director Identification Number 09199133), was appointed as an Additional Director of the Company by the Board of Directors on 9th June, 2021.

He is an Officer of 1986 batch of the Indian Postal Service and has more than 33 years of experience in Postal Service. He has also worked in other Government organizations, such as Telecom Consultants India Ltd, Department of Personnel & Training and Central Warehousing Corporation. In the recent past, his important assignments included Director-General (Postal Services), Member (Technology), Member (Postal life Insurance) and Chairman, PLI Investment Board, besides heading Financial Services Division and the Business Development & Marketing Divisions of the Department of Posts. He had been actively engaged in modernizing financial services of the Department such as Post Office Savings Bank and undertook e-commerce capacity building initiatives. He also worked in the capacity of Sr. Dy. Director General (Vigilance) & Chief Vigilance Officer of the Department of Posts and also as Chief Vigilance Officer, Central Warehousing Corporation.

Shri Vineet Pandey is a Post Graduate in Economics from Lucknow University. He pursued academics even after joining the Department and obtained a Diploma in Management from MDI, Gurgaon. He also holds a Bachelor's Degree in Law from Delhi University.

His association would be of immense benefit to the Company. Accordingly, it is proposed to appoint Mr. Vineet Pandey as a Director and Non- Executive Chairman of the Board.

Mr. Vineet Pandey is not related to any of the Directors of the Board. He is the Nominee holder of shares of President of India. None of the Directors, Key Managerial Personnel and their relatives except Mr. Vineet Pandey is concerned or interested in this resolution.

**By order of the Board
For India post Payments Bank Limited**

**Place: New Delhi
Date : 23.12.2021**

**Sd/-
Priyanka Bhatnagar
Company Secretary**

INDIA POST PAYMENTS BANK LIMITED

Registered Office: Post Office, Speed Post Centre Building Market Road New Delhi Central
Delhi DI 110001 IN
CIN: U74999DL2016GOI304561

ATTENDANCE SLIP **05th Annual General Meeting on Wednesday, 29th December, 2021**

Registered Folio No. / DP ID - Client ID :	
Name and Address of the Shareholder	
Joint holders	
No. of Shares	

I / We hereby record my/our presence at the 05th Annual General Meeting of the Company held on Monday, the 29th December, 2021 at Board Room, Second Floor, Speed Post Centre Building, Bhai Veer Singh Marg, New Delhi 110 001 at 11:00 am.

Member's/Proxy's Name in Block Letters

Member's/Proxy's Signature

Note: Please fill this Attendance Slip and HAND IT OVER AT THE ENTRANCE OF THE MEETING HALL.

INDIA POST PAYMENTS BANK LIMITED

Registered Office: Post Office, Speed Post Centre Building Market Road New Delhi Central
Delhi DI 110001 IN
CIN: U74999DL2016GOI304561

PROXY FORM - 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: **U74999DL2016GOI304561**

Name of the Company: **INDIA POST PAYMENTS BANK LIMITED**

Registered office: POST OFFICE, SPEED POST CENTRE BUILDING MARKET ROAD NEW DELH

Name of the Member(s): Registered address:

I/ We being the member of India Post Payments Bank Limited holding shares, hereby appoint

1. Name:

Address:

E-mail Id:

Signature:, or failing him

2. Name:

Address:

E-mail Id:

Signature:,

as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at 05th Annual General Meeting of members of the Company, to be held on 29th December, 2021 at the 11:00 am at Board Room, 2nd Floor, Speed Post Centre Building, Bhai Veer Singh Marg, New Delhi 110 001, and at any adjournment thereof in respect of such resolutions as are indicated below:

INDIA POST PAYMENTS BANK LIMITED

Registered Office: Post Office, Speed Post Centre Building Market Road New Delhi Central
Delhi DI 110001 IN

CIN: U74999DL2016GOI304561

VOTING PAPER

S.No.		For	Against	Abstain
Resolution For Ordinary Business				
1.	To consider and adopt: The audited financial statements of the Company for the financial year ended 31 st March, 2021 together with the Reports of the Board of Directors and the comments of the Comptroller and Auditor General of India thereon, in terms of Section 143(6) of the Companies Act, 2013 together with the Reports of the Directors and its annexures.			
2.	To ratify the appointment of Statutory Auditors for the financial year 2021-22 and to authorise Board of Directors of the Company to fix remuneration of the Statutory Auditors of the Company for the financial year 2021-22 in terms of the provisions of Section 139(5) read with Section 142 of the Companies Act, 2013			
Resolution For Special Business				
3.	To approve regularisation of Director- Mr. Vineet Pandey			

Signed this 29th day of December, 2021

Signature of Shareholder

Signature of Proxy holder(s)