

**INDIAN RAILWAY CATERING AND TOURISM CORPORATION LIMITED****CIN:** L74899DL1999GOI101707**Registered Office:** 11<sup>th</sup> Floor, B-148, Statesman House Barakhamba Road New Delhi, 110001, India**Website:** [www.irctc.com](http://www.irctc.com) **Email ID:** [investors@irctc.com](mailto:investors@irctc.com)**Telephone:** 011-23311263/64 **Fax:** 011-23311259

## NOTICE

**NOTICE** is hereby given that the Twenty-fourth (24<sup>th</sup>) Annual General Meeting (AGM) of the Members of Indian Railway Catering and Tourism Corporation Limited ("IRCTC" or "the Company") (CIN: L74899DL1999GOI101707) will be held on **Friday, August 25, 2023 at 12:30 P.M.**, Indian Standard Time (IST) through **Video Conferencing ("VC") / Other Audio Visual Means ("OAVM")** to transact the following businesses:

### ORDINARY BUSINESS:

1. To receive, consider, approve and adopt the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2023, along with the Board's Report, the Report of Auditors' thereon and Comments of the Comptroller & Auditor General of India, thereof and if thought fit, to pass with or without modification(s), the following resolution as an **Ordinary Resolution(s)**:

**"RESOLVED THAT** Audited Standalone Financial Statements for the Financial Year ended March 31, 2023, Board's Report, Independent Auditors' Report and the comments thereon of the Comptroller & Auditor General of India be and are hereby received, considered, approved and adopted."

2. To confirm the payment of interim dividend of ₹ 3.50/- per equity share [i.e. amounting to ₹ 280 crores on 80,00,00,000 equity shares] and to declare a final dividend of ₹ 2.00/- per equity share [i.e. amounting to ₹ 160 crores on 80,00,00,000 equity shares] for the financial year 2022-23 and if thought fit, to pass with or without modification(s), the following resolution as an **Ordinary Resolution(s)**:

**"RESOLVED THAT** the interim dividend of ₹ 3.50/- per equity share [i.e. amounting to ₹ 280 crore on 80,00,00,000 equity shares] as paid by the Company in the month of March, 2023 be and is hereby noted and confirmed"

**"RESOLVED FURTHER THAT** pursuant to the recommendation of the Board of Directors of the Company, Final Dividend of ₹ 2.00/- per equity share [i.e. amounting to ₹ 160 crores on 80,00,00,000 equity shares] on the paid-up equity share capital of the Company for the financial year 2022-23 be and is hereby declared."

3. To appoint a Director in place of Mr. Neeraj Sharma (DIN: 08177824), Part- time (official) Government Nominee Director, who retires by rotation and being eligible, offers

himself for re-appointment and if thought fit, to pass with or without modification(s), the following resolution as an **Ordinary Resolution(s)**:

**"RESOLVED THAT** Mr. Neeraj Sharma (DIN: 08177824), Part- time (official) Government Nominee Director, be and is hereby re-appointed as Part- time (official) Government Nominee Director of the Company liable to retire by rotation."

4. To appoint a Director in place of Mr. Ajit Kumar (DIN: 07247362), Director (Finance), who retires by rotation and being eligible, offers himself for re-appointment and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution(s):

**"RESOLVED THAT** Mr. Ajit Kumar (DIN: 07247362), Director (Finance), be and is hereby re-appointed as Director (Finance), of the Company liable to retire by rotation."

5. To authorize the Board of Directors of the Company to fix the remuneration of the Statutory Auditors to be appointed by Comptroller & Auditor General of India (C&AG) for the financial year 2023-24, on the basis of recommendations of Audit Committee, and if thought fit, to pass with or without modification(s), the following resolution as an **Ordinary Resolution(s)**:

**"RESOLVED THAT** pursuant to Section 139, Section 142 and other applicable provisions, if any, of the Companies Act, 2013 and the rules framed thereunder (including any amendment or re-enactment thereof for the time being in force), the Board of Directors of the Company, on the recommendations of Audit Committee, be and is hereby authorized to decide and fix the remuneration, including reimbursement of out of pocket expenses in connection with the audit work, for the Statutory Auditors to be appointed by Comptroller and Auditor General of India for the financial year 2023-24."

### SPECIAL BUSINESS:

6. To approve the appointment of Dr. Lokiah Ravikumar (DIN: 10045466) as Director (Catering Services) and if thought fit, to pass with or without modification(s), the following resolution as an **Ordinary Resolution**:

**"RESOLVED THAT** pursuant to provisions of Section 149, 152, 160 and other applicable provisions of the Companies Act,

2013 and Rules made thereunder, applicable regulation(s) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), Article No. 58 (f) of the Articles of Association of the Company, recommendations of the Nomination & Remuneration Committee, Dr. Lokiah Ravikumar (DIN: 10045466) who was appointed as Director (Catering Services), by the President of India vide Ministry of Railways' Order No. 2022/E(O) II/40/2 dated February 09, 2023 and subsequently, in terms of Section 161 of the Companies Act, 2013, appointed as an Additional Director by the Board of Directors with effect from February 11, 2023 to hold office upto the date of this Annual General Meeting and in respect of whom the Company has received a notice in writing from him signifying his intention to propose himself as a candidate for the office of a director of the Company, be and is hereby appointed as Director (Catering Services) on the terms & conditions as may be fixed by the Government of India, liable to retire by rotation."

7. To approve the appointment of Ms. Seema Kumar, IRTS, AM (T&C) / Railway Board (DIN: 10064353) as Chairman & Managing Director and if thought fit, to pass with or without modification(s), the following resolution as an **Ordinary Resolution**:

**"RESOLVED THAT** pursuant to provisions of Section 149, 152, 160 and other applicable provisions of the Companies Act, 2013 and Rules made thereunder, applicable regulation(s) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), Article No. 58 (f) of the Articles of Association of the Company, recommendations of the Nomination & Remuneration Committee, Ms. Seema Kumar, IRTS, AM (T&C) / Railway Board (DIN: 10064353) who was appointed as Chairman and Managing Director (Additional Charge), by the President of India vide Ministry of Railways' Letter No. 2016/E(O)II/40/11 dated May 29, 2023 and subsequently, in terms of Section 161 of the Companies Act, 2013, appointed as an Additional Director by the Board of Directors with effect from June 01, 2023 to hold office upto the date of this Annual General Meeting or till the appointment of regular incumbent, whichever is earlier, and in respect of whom the Company has received a notice in writing from her signifying her intention to propose herself as a candidate for the office of a director of the Company, be and is hereby appointed as Chairman and Managing Director on the terms & conditions as may be fixed by the Government of India, not liable to retire by rotation."

8. To approve the appointment of Mr. Kamlesh Kumar Mishra, IRTS, ED(BD) /Railway Board (DIN: 10186377) as Director (Tourism & Marketing) and if thought fit, to pass with or without modification(s), the following resolution as an **Ordinary Resolution**:

**"RESOLVED THAT** pursuant to provisions of Section 149, 152, 160 and other applicable provisions of the Companies Act, 2013 and Rules made thereunder, applicable regulation(s) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, (including any statutory modification(s) or re-enactment(s) thereof, for the time being

in force), Article No. 58 (f) of the Articles of Association of the Company, recommendations of the Nomination & Remuneration Committee, Mr. Kamlesh Kumar Mishra (DIN: 10186377) who was appointed as Director (Tourism & Marketing) (Additional Charge), by the President of India vide Ministry of Railways' Letter No. 2016/E(O)II/40/18 dated May 29, 2023 and subsequently, in terms of Section 161 of the Companies Act, 2013, appointed as an Additional Director by the Board of Directors with effect from June 01, 2023 to hold office upto the date of this Annual General Meeting or till the appointment of regular incumbent, whichever is earlier, and in respect of whom the Company has received a notice in writing from him signifying his intention to propose himself as a candidate for the office of a director of the Company, be and is hereby appointed as Director (Tourism & Marketing) on the terms & conditions as may be fixed by the Government of India, liable to retire by rotation."

9. To approve the appointment of Mr. Devendra Pal Bharti (DIN: 10198557) as Independent Director and if thought fit, to pass with or without modification(s), the following resolution as an **Special Resolution**:

**"RESOLVED THAT** pursuant to provisions of Section 149, 152, 160 and other applicable provisions of the Companies Act, 2013 and Rules made thereunder, applicable regulation(s) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), Article No. 58 (f) of the Articles of Association of the Company, recommendations of the Nomination & Remuneration Committee, Shri Devendra Pal Bharti (DIN: 10198557) who was appointed as Non-Official Independent Director, by the President of India vide Ministry of Railways' Order No. 2022/PL/57/12 (Pt. I) dated June 05, 2023 and subsequently, in terms of Section 161 of the Companies Act, 2013, appointed as an Additional Director by the Board of Directors with effect from June 09, 2023 to hold office upto the date of this Annual General Meeting, and in respect of whom the Company has received a notice in writing from him signifying his intention to propose himself as a candidate for the office of a director of the Company, be and is hereby appointed as Non-Official Independent Director on the terms & conditions as may be fixed by the Government of India, not liable to retire by rotation."

By order of the Board of Directors of  
**Indian Railway Catering and Tourism Corporation Limited**

**(Suman Kalra)**

Company Secretary & Compliance Officer  
Membership No. FCS: 9199

Date: 01.08.2023

Place: New Delhi

**Registered Office:**

11<sup>th</sup> Floor, B-148, Statesman House  
Barakhamba Road New Delhi, 110001, India

## NOTES:

1. The explanatory statement pursuant to Section 102 of the Companies Act, 2013 ("the Act"), relating to the special businesses to be transacted at the meeting is annexed hereto. Further, additional information as required under Listing Regulations and Circulars issued thereunder are also annexed.
2. Pursuant to the General Circular dated December 28, 2022, read together with circulars dated April 8, 2020, April 13, 2020, May 5, 2020, January 13, 2021, December 8, 2021, December 14, 2021 and May 5, 2022, (collectively referred to as "MCA Circulars") issued by the Ministry of Corporate Affairs ("MCA Circulars") and SEBI Circular No. SEBI/HO/CFD/PoD-2/P/CIR/2023/4 dated January 5, 2023 read with Circular dated May 13, 2022, January 15, 2021 and May 12, 2020, and in compliance with the provisions of the Act and the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ["SEBI (LODR) Regulations"], the 24<sup>th</sup> AGM of the Company is being held through VC / OAVM. The deemed venue for the 24<sup>th</sup> AGM shall be the Registered Office of the Company.
3. In terms of the above referred MCA Circulars, physical attendance of Members at the AGM and appointment of proxies has been dispensed with. Accordingly, the Attendance Slip, Proxy Form and Route Map are not annexed to this Notice. However, in pursuance of Section 112 and Section 113 of the Act, representatives of the Members may be appointed for the purpose of casting vote through remote e-Voting prior to the AGM, participation in the 24<sup>th</sup> AGM through VC/OAVM Facility and for electronic voting during the AGM.
4. The Members may join the AGM in the VC/OAVM mode 15 minutes before the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM will be made available for 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first serve basis.
5. The attendance of the Members participating in the 24<sup>th</sup> AGM through VC/OAVM Facility shall be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.
6. In compliance with provisions of MCA Circulars and SEBI Circulars as referred above, Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, Regulation 44 of SEBI (LODR) Regulations, 2015 and Secretarial Standards on General Meetings issued by ICSI, the Company is providing facility of remote e-voting to its Members to enable them to cast their votes electronically on the items mentioned in the Notice. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorized agency. Those shareholders, who do not opt to cast their vote through remote e-voting, may cast their vote through electronic voting system during the AGM.
7. NSDL will be providing facility for remote e-voting, participation in the 24<sup>th</sup> AGM through VC/OAVM and voting during the 24<sup>th</sup> AGM through electronic voting system. **The remote e-voting period begins on Tuesday, August 22, 2023 (09:00 A.M.) and ends on Thursday, August 24, 2023 (05:00 P.M). The remote e-voting module shall be disabled by NSDL for voting thereafter.**
8. Please refer to detailed instructions for remote e-voting, attending the 24<sup>th</sup> AGM through VC/OAVM and electronic voting during the AGM, annexed to this Notice.
9. The voting rights of Members shall be in proportion to the equity shares held by them in the paid-up equity share capital of the Company as on **Friday, August 18, 2023**. Any person, who is a Member of the Company as on the cut-off date is eligible to cast vote electronically on all the resolutions set forth in the Notice of AGM. Any person who acquires shares of the Company and becomes a Member of the Company after sending of the Notice and is holding shares as on the cut-off date, may obtain the login ID and password by sending a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in). However, if he / she is already registered with NSDL for remote e-voting, then he / she can use his / her existing user ID and password for casting the vote. Any shareholder who disposes off his shareholding such that he/she is not a member as on the cut-off date should treat this Notice for information purposes only.
10. Institutional / Corporate Shareholders (i.e. other than individuals / HUF, NRI, etc.) are required to send a scanned copy (PDF/JPG Format) of its Board or governing body Resolution/Authorization etc., authorizing its representative to attend the AGM through VC/OAVM on its behalf and to vote through remote e-voting. The said Resolution/ Authorization shall be sent to the Scrutinizer by email through its registered email address to [csbalikasharma.h@gmail.com](mailto:csbalikasharma.h@gmail.com) with a copy marked to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in).

### ELECTRONIC DISPATCH OF ANNUAL REPORT AND PROCESS FOR REGISTRATION OF EMAIL ADDRESS FOR OBTAINING COPY OF ANNUAL REPORT:

11. In line with the MCA Circulars and SEBI Circulars as referred above, the Notice of the 24<sup>th</sup> AGM along with Annual Report 2022-23 is being sent only through electronic mode to those members, whose e-mail addresses are registered

with the Company / RTA (Alankit Assignment Limited) / Depository Participants.

12. The said documents are available on the website of the Company at [www.ircrc.com](http://www.ircrc.com) and on the website of National Stock Exchange of India Limited at [www.nseindia.com](http://www.nseindia.com) and BSE Limited at [www.bseindia.com](http://www.bseindia.com) and also on the website of National Securities Depository Limited ("NSDL") at [www.evoting.nsdl.com](http://www.evoting.nsdl.com).

## INFORMATION RELATED TO DIVIDEND:

13. The Company has fixed **Friday, August 18, 2023** as the '**Record Date**' for determining entitlement of members to final dividend for the financial year ended March 31, 2023, if approved at the AGM.
14. The Board had recommended a Final Dividend of ₹ 2.00/- per share (i.e. @ 100% on the paid-up equity share capital of the Company) in its meeting held on May 29, 2023. If the final dividend, as recommended by the Board of Directors, is approved at the AGM, it will be paid subject to deduction of tax at source (TDS) before the due date as per the provisions of the Companies Act, 2013 to the members or their mandates whose names appear in the Register of Members of the Company as on **Friday, August 18, 2023** in respect of physical shares. In respect of dematerialized shares, the final dividend shall be payable to the "beneficial owners" of the shares whose names appear in the Statement of Beneficial Ownership furnished by M/s National Securities Depository Limited (NSDL) and M/s Central Depository Services (India) Limited (CDSL) at the close of business hours on Friday, August 18, 2023. The final dividend, if declared at the AGM, will be paid as per the provisions of the Act.
15. Subject to approval of the members at the AGM, the final dividend will be paid through electronic mode to those members who have updated their bank account details. Dividend warrants/ demand drafts will be dispatched to the registered address of the Members who have not updated their bank account details. Members are requested to register/ update their complete bank details to receive dividend directly into their bank account:
  - i. In case of shares that are held in demat mode, by submitting forms and documents as may be required by the Depository Participant(s); and
  - ii. In case of shares that are held in physical mode, by submitting a request in form ISR-1 to the RTA i.e. M/s Alankit Assignments Limited at Alankit House, 4E/2, Jhandewalan Extension, New Delhi- 110055 or by email to [kycupdate@alankit.com](mailto:kycupdate@alankit.com) from their registered email id.
16. Pursuant to Section 91 of the Companies Act, 2013, the Register of Members and Share Transfer Books will remain

closed from **Saturday, August 19, 2023 to Friday, August 25, 2023** (both days inclusive) for the purpose of determining entitlement of members to final dividend for the financial year ended on March 31, 2023.

17. SEBI vide its notification dated 24<sup>th</sup> January, 2022 has amended Regulation 40 of the SEBI (Listing Obligation and Disclosure Requirements) (Amendment) Regulation, 2022 and has mandated that all requests for transfer of securities including transmission or transposition requests shall be processed only in dematerialised form. In view of the same and to eliminate all risks associated with physical shares and avail various benefits of dematerialization, members are requested to dematerialize their physical holding.

## COMMUNICATION TO SHAREHOLDERS ON TAX DEDUCTED AT SOURCE (TDS) FOR DIVIDEND DISTRIBUTION

18. Pursuant to Finance Act 2020, dividend income will be taxable in the hands of shareholders w.e.f. April 1, 2020 and the Company is required to deduct tax at source from dividend paid to shareholders at the prescribed rates in the Income Tax Act, 1961 ("the IT Act"). For the prescribed rates for various categories, the shareholders are requested to refer to the Finance Act, 2020 and amendments thereof. Further, SEBI has mandated the submission of Permanent Account Number (PAN) by every participant in the securities market. Therefore, the shareholders are requested to update their PAN with the Company/ Alankit Assignment Limited (in case of shares held in physical mode) and with depository participants (in case of shares held in demat mode).
19. A detailed notice regarding "**Communication w.r.t. Tax Deducted at Source (TDS) on Final Dividend for the Financial Year 2022-23**" has been posted on the website, [www.ircrc.com](http://www.ircrc.com) with weblink <https://www.ircrc.com/request-to-shareholders-for-updation-of-their-email-address.html>. Shareholders are requested to kindly go through the link.
20. SEBI has mandated the submission of PAN, KYC details and nomination by holders of physical securities by October 1, 2023, and linking PAN with Aadhaar by June 30, 2023 vide its circular dated March 16, 2023. Shareholders are requested to submit their PAN, KYC and nomination details in prescribed form **ISR-1** to the Company's RTA, Alankit Assignments Limited.

Members holding shares in electronic form are, therefore, requested to submit their PAN to their DP. In case a holder of physical securities fails to furnish PAN and KYC details before October 1, 2023 or link their PAN with Aadhaar before June 30, 2023, in accordance with the SEBI circular dated March 16, 2023, RTA is obligated to freeze such folios. The securities in the frozen folios shall be eligible to receive payments (including dividend) and lodge grievances only after furnishing the complete documents. If the securities continue to remain frozen as on December 31,

2025, the RTA / the Company shall refer such securities to the administering authority under the Benami Transactions (Prohibitions) Act, 1988, and/ or the Prevention of Money Laundering Act, 2002.

21. Members holding shares in physical form and desirous of making a nomination in respect of their shareholding in the Company, as permitted under Section 72 of the Act, are requested to submit to the RTA of the Company the prescribed Form (Form No. SH-13) under Companies (Share Capital and Debentures) Rules, 2014. If a Member desires to opt out or cancel the earlier nomination and record a fresh nomination, he/she may submit the same in ISR-3 or SH-14 as the case may be. The said forms is also available on the website of the Company at [www.irctc.com](http://www.irctc.com) with web link [https://www.irctc.com/assets/images/Mandatory%20Furnishing%20Of%20PAN\\_15\\_6\\_202322.pdf](https://www.irctc.com/assets/images/Mandatory%20Furnishing%20Of%20PAN_15_6_202322.pdf)

#### PROCEDURE FOR INSPECTION OF DOCUMENTS

22. Relevant documents referred to in the Notice and Explanatory statement will be available for inspection by the Members through electronic mode basis, without payment of any fee from the date of circulation of this notice up to the date of the AGM i.e **Friday, August 25, 2023**. Members seeking to inspect such documents are requested to send an email to [investors@irctc.com](mailto:investors@irctc.com). Inspection shall be provided when it is mutually suitable.
23. Members desirous of getting any information on any item(s) of business of this meeting are requested to send an e-mail mentioning their name, demat account number / folio number, email id, mobile number to [investors@irctc.com](mailto:investors@irctc.com), at least seven days prior to the date of the AGM and the same will be replied by the Company suitably.

#### OTHER RELEVANT INSTRUCTIONS OF THE NOTICE:

24. Members holding shares in multiple folios in physical mode are requested to apply for consolidation of shares to the Company or to the Company's Registrar and Transfer Agent, Alankit Assignments Limited along with relevant Share Certificates.
25. In case of joint holders, the Member whose name appears as the first holder in the order of names as per the Register of Members of the Company will be entitled to vote at the AGM.

26. Members who have not received/en-cashed their dividend warrants within its validity period may write to the Company at its Registered Office or to the R&TA of the Company, for revalidating the warrants or payment in lieu of such warrants in the form of demand draft.
27. In terms of Regulation 44 of SEBI (LODR), the Company is providing one-way live "**Webcast**" of the proceedings of the Annual General Meeting for shareholders on **Friday, August 25, 2023 from 12:30 PM**, onwards till conclusion of the AGM. The same may be accessed at Company's website, [www.irctc.com](http://www.irctc.com).
28. M/s Balika Sharma & Associates, Practicing Company Secretary has been appointed as the Scrutinizer to scrutinize the votes cast by the shareholders in respect of items of business to be transacted at the 24<sup>th</sup> AGM, in a fair and transparent manner.
29. Pursuant to Section 139 (5) of the Companies Act, 2013, the Statutory Auditors of the Government company are appointed/re-appointed by the Comptroller & Auditor General of India (C&AG) and in terms of Section 142 of the Companies Act, 2013, the remuneration shall be fixed by the Company in the Annual General Meeting or in such manner as the Company in Annual General Meeting may determine. The members may authorize the Board to fix an appropriate remuneration of Statutory Auditors to be appointed by C&AG for the financial year 2023-24 as may be deemed fit by the Board.
30. Brief Resume of the Directors seeking re-appointment as required under Regulation 36(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standards-2 on General Meetings issued by the Institute of Company Secretaries of India, is annexed hereto and forms part of Notice.
31. None of the Directors of the Company is in any way related to each other. None of the Directors, KMP and their relatives are in any way concerned and interested in any of the ordinary business items.
32. Annual listing fee for the year 2023-24 has been paid to all Stock Exchanges wherein shares of the Company are listed. Further, the Annual Custodian Fee for the year 2023-24 has been paid to both Depositories i.e. Central Depository Services (India) Limited and National Securities Depository Limited.



## EXPLANATORY STATEMENT PURSUANT TO SECTION 102 OF THE COMPANIES ACT, 2013 FOR SPECIAL BUSINESS ITEMS

### ITEM NO. 6

Ministry of Railways vide its Order No. 2022/E(O)II/40/2 dated February 09, 2023 has conveyed that the Competent Authority has approved the appointment of Dr. Lokiah Ravikumar, GM, Indian Railway Catering and Tourism Corporation Limited [DIN: 10045466], to the post of Director (Catering Services) on the Board of Directors of Indian Railway Catering and Tourism Corporation Limited in the pay scale of ₹1,60,000-2,90,000/- (IDA Scale) with effect from the date of assumption of charge of the post and till the date of his superannuation i.e. July 31, 2025 or until further orders whichever is earlier.

Subsequently, the Board of Directors had confirmed the appointment of Dr. Lokiah Ravikumar [DIN: 10045466], Director (Catering Services) of the Company as an Additional Director w.e.f. February 11, 2023 in terms of Section 161 of the Companies Act, 2013 till the date of the next AGM. The Board of Directors has also designated Dr. Lokiah Ravikumar, Director (Catering Services) as KMP of the Company w.e.f. March 22, 2023.

As the tenure of Dr. Lokiah Ravikumar as an additional director is due to expire at the AGM pursuant to Section 161(1) of the Act, approval of shareholders is being sought in order to confirm his directorship and to appoint him as Director (Catering Services) of the Company on the terms and conditions as determined by the Government of India.

The Company has received a notice in writing from Dr. Lokiah Ravikumar, proposing his candidature for the office of director of the Company. Dr. Lokiah Ravikumar is not disqualified from being appointed as a Director in terms of Section 164 of the Act.

His brief resume, inter-alia, giving nature of expertise in specific functional area, shareholding in the company, other directorships, memberships/chairmanship of committees and other particulars are provided elsewhere which forms part of this notice.

Save and except Dr. Lokiah Ravikumar and his relatives, to the extent of their shareholding interest, if any, in the Company, none of the other Directors/Key Managerial Personnel of the Company/ their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution set out at item No. 6 of the Notice.

The Board recommends the Ordinary Resolution set out at item no. 6 of the notice for approval by the shareholders.

### ITEM NO. 7

Ministry of Railways vide its Letter No. 2016/E(O)II/40/11 dated May 29, 2023 has conveyed that Ms. Seema Kumar, IRTS, AM (T&C) / Railway Board [DIN: 10064353] may be entrusted the additional charge of the post of CMD/IRCTC, in addition to her

own w.e.f. 01.06.2023, till the appointment of regular incumbent to the post or until further order, whichever is the earliest.

Subsequently, the Board of Directors had confirmed the appointment of Ms. Seema Kumar, [DIN: 10064353], Chairman and Managing Director (Additional Charge) of the Company as an Additional Director w.e.f. June 01, 2023 in terms of Section 161 of the Companies Act, 2013 till the date of the next AGM.

As the tenure of Ms. Seema Kumar as an Additional Director is due to expire at the AGM pursuant to Section 161(1) of the Act, approval of shareholders is being sought in order to confirm her directorship and to appoint her as Chairman and Managing Director of the Company on the terms and conditions as determined by the Government of India.

The Company has received a notice in writing from Ms. Seema Kumar, proposing her candidature for the office of director of the Company. Ms. Seema Kumar is not disqualified from being appointed as a Director in terms of Section 164 of the Act.

Her brief resume, inter-alia, giving nature of expertise in specific functional area, shareholding in the company, other directorships, memberships/chairmanship of committees and other particulars are provided elsewhere which forms part of this notice.

Save and except Ms. Seema Kumar and her relatives, to the extent of their shareholding interest, if any, in the Company, none of the other Directors/Key Managerial Personnel of the Company/ their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution set out at item No. 7 of the Notice.

The Board recommends the Ordinary Resolution set out at Item no. 7 of the notice for approval by the shareholders.

### ITEM NO. 8

Ministry of Railways vide its Letter No. 2016/E(O)II/40/18 dated May 29, 2023 has conveyed that Mr. Kamlesh Kumar Mishra, IRTS, ED(BD)/Railway Board, [DIN: 10186377] may be entrusted the additional charge of the post of Director (Tourism & Marketing) / IRCTC, in addition to his own w.e.f. 01.06.2023, till the appointment of regular incumbent to the post or until further order, whichever is the earliest.

Subsequently, the Board of Directors had confirmed the appointment of Mr. Kamlesh Kumar Mishra, [DIN: 10186377], Director (Tourism & Marketing) (Additional Charge) of the Company as an Additional Director w.e.f. June 01, 2023 in terms of Section 161 of the Companies Act, 2013 till the date of the next AGM.

As the tenure of Mr. Kamlesh Kumar Mishra as an Additional Director is due to expire at the AGM pursuant to Section 161(1)

of the Act, approval of shareholders is being sought in order to confirm his directorship and to appoint him as Director (Tourism & Marketing) of the Company on the terms and conditions as determined by the Government of India.

The Company has received a notice in writing from Mr. Kamlesh Kumar Mishra, proposing his candidature for the office of director of the Company. Mr. Kamlesh Kumar Mishra is not disqualified from being appointed as a Director in terms of Section 164 of the Act.

His brief resume, inter-alia, giving nature of expertise in specific functional area, shareholding in the company, other directorships, memberships/chairmanship of committees and other particulars are provided elsewhere which forms part of this notice.

Save and except Mr. Kamlesh Kumar Mishra and his relatives, to the extent of their shareholding interest, if any, in the Company, none of the other Directors/Key Managerial Personnel of the Company/ their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 8 of the Notice.

The Board recommends the Ordinary Resolution set out at item no. 8 of the notice for approval by the shareholders.

#### ITEM NO. 9

Ministry of Railways vide its order No. 2022/PL/57/12 (Pt. I) dated June 05, 2023 has conveyed that the President of India has approved the appointment of Mr. Devendra Pal Bharti (DIN: 10198557) as Non-Official Independent Director on the Board of Indian Railway Catering and Tourism Corporation Limited (IRCTC) for a period of three years with immediate effect or until further orders, whichever is the earliest.

Subsequently, the Board of Directors had confirmed the appointment of Mr. Devendra Pal Bharti, (DIN: 10198557), Non-Official Independent Director of the Company as an Additional Director w.e.f. June 09, 2023 in terms of Section 161 of the Companies Act, 2013 till the date of the next AGM.

As the tenure of Mr. Devendra Pal Bharti as an Additional Director is due to expire at the AGM pursuant to Section 161(1) of the Act, approval of shareholders is being sought in order to confirm his directorship and to appoint him as Non-Official Independent Director of the Company on the terms and conditions as determined by the Government of India.

The Company has received a notice in writing from Mr. Devendra Pal Bharti, proposing his candidature for the office of director of the Company. Mr. Devendra Pal Bharti is not disqualified from being appointed as a Director in terms of Section 164 of the Act.

His brief resume, inter-alia, giving nature of expertise in specific functional area, shareholding in the company, other directorships, memberships/chairmanship of committees and other particulars are provided elsewhere which forms part of this notice.

Save and except Mr. Devendra Pal Bharti and his relatives, to the extent of their shareholding interest, if any, in the Company, none of the other Directors/Key Managerial Personnel of the Company/ their relatives are, in any way, concerned or interested, financially or otherwise, in the resolution set out at Item No. 9 of the Notice.

The Board recommends the Special Resolution set out at item no. 9 of the notice for approval by the shareholders.

By order of the Board of Directors of  
**Indian Railway Catering and Tourism Corporation Limited**

**(Suman Kalra)**

Company Secretary & Compliance Officer  
Membership No. FCS: 9199

Date: 01.08.2023

Place: New Delhi

#### Registered Office:

11<sup>th</sup> Floor, B-148, Statesman House  
Barakhamba Road New Delhi, 110001, India

## THE INSTRUCTIONS FOR MEMBERS FOR REMOTE E-VOTING AND JOINING GENERAL MEETING ARE AS UNDER:-

The remote e-voting period begins on **Tuesday, August 22, 2023 at 9:00 A.M.** and ends on **Thursday, August 24, 2023 at 5:00 P.M.** The remote e-voting module shall be disabled by NSDL for voting thereafter. The Members, whose names appear in the Register of Members / Beneficial Owners as on the **record date (cut-off date) i.e. Friday, August 18, 2023**, may cast their vote electronically. The voting right of shareholders shall be in proportion to their share in the paid-up equity share capital of the Company as on the cut-off date, being **Friday, August 18, 2023**.

### How do I vote electronically using NSDL e-Voting system?

The way to vote electronically on NSDL e-Voting system consists of “Two Steps” which are mentioned below:

#### **Step 1: Access to NSDL e-Voting system**

##### **A) Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode**


In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts in order to access e-Voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	<ol style="list-style-type: none"><li>Existing <b>IDeAS</b> user can visit the e-Services website of NSDL Viz. <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a> either on a Personal Computer or on a mobile. On the e-Services home page click on the “<b>Beneficial Owner</b>” icon under “<b>Login</b>” which is available under ‘<b>IDeAS</b>’ section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on “<b>Access to e-Voting</b>” under e-Voting services and you will be able to see e-Voting page. Click on company name or <b>e-Voting service provider i.e. NSDL</b> and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li><li>If you are not registered for IDeAS e-Services, option to register is available at <a href="https://eservices.nsdl.com">https://eservices.nsdl.com</a>. Select “<b>Register Online for IDeAS Portal</b>” or click at <a href="https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp">https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp</a></li><li>Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <a href="https://www.evoting.nsdl.com/">https://www.evoting.nsdl.com/</a> either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholder/Member’ section. A new screen will open. You will have to enter your User ID (i.e. your sixteen digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or <b>e-Voting service provider i.e. NSDL</b> and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting.</li><li>Shareholders/Members can also download NSDL Mobile App “<b>NSDL Speede</b>” facility by scanning the QR code mentioned below for seamless voting experience.</li></ol>

**NSDL Mobile App is available on**

 **App Store**

 **Google Play**





Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with CDSL	<ol style="list-style-type: none"> <li>1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login icon &amp; New System Myeasi Tab and then user your existing my easi username &amp; password.</li> <li>2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting &amp; voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly.</li> <li>3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website <a href="http://www.cdslindia.com">www.cdslindia.com</a> and click on login &amp; New System Myeasi Tab and then click on registration option.</li> <li>4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on <a href="http://www.cdslindia.com">www.cdslindia.com</a> home page. The system will authenticate the user by sending OTP on registered Mobile &amp; Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and also able to directly access the system of all e-Voting Service Providers.</li> </ol>
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

**Important note:** Members who are unable to retrieve User ID/ Password are advised to use Forget User ID and Forget Password option available at above mentioned website.

**Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.**

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request at <a href="mailto:evoting@nsdl.co.in">evoting@nsdl.co.in</a> or call at 022 - 4886 7000 and 022 - 2499 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at <a href="mailto:helpdesk.evoting@cdslindia.com">helpdesk.evoting@cdslindia.com</a> or contact at toll free no. 1800 22 55 33

**B) Login Method for e-Voting and joining virtual meeting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.**

**How to Log-in to NSDL e-Voting website?**

1. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: <https://www.evoting.nsdl.com/> either on a Personal Computer or on a mobile.
2. Once the home page of e-Voting system is launched, click on the icon "Login" which is available under 'Shareholder/Member' section.
3. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

*Alternatively, if you are registered for NSDL eservices i.e. IDEAS, you can log-in at <https://eservices.nsdl.com/> with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.*

4. Your User ID details are given below :

<b>Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical</b>	<b>Your User ID is:</b>
a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID  For example if your DP ID is IN300*** and Client ID is 12***** then your user ID is IN300***12*****.
b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID  For example if your Beneficiary ID is 12***** then your user ID is 12*****.
c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company  For example if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

5. Password details for shareholders other than Individual shareholders are given below:
  - a) If you are already registered for e-Voting, then you can use your existing password to login and cast your vote.
  - b) If you are using NSDL e-Voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.
    - (ii) If your email ID is not registered, please follow steps mentioned below in **process for those shareholders whose email ids are not registered**.
  - c) How to retrieve your 'initial password'?
    - (i) If your email ID is registered in your demat account or with the company, your 'initial password' is communicated to you on your email ID. Trace the email sent to you from NSDL from your mailbox. Open the email and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.
6. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:
  - a) Click on "**Forgot User Details/Password?**"(If you are holding shares in your demat account with NSDL or CDSL) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).
  - b) **Physical User Reset Password?** (If you are holding shares in physical mode) option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com).

- c) If you are still unable to get the password by aforesaid two options, you can send a request at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) mentioning your demat account number/folio number, your PAN, your name and your registered address etc.
- d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.
7. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.
8. Now, you will have to click on "Login" button.
9. After you click on the "Login" button, Home page of e-Voting will open.

## Step 2: Cast your vote electronically and join General Meeting on NSDL e-Voting system.

### How to cast your vote electronically and join General Meeting on NSDL e-Voting system?

1. After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle and General Meeting is in active status.
2. Select "EVEN" of company for which you wish to cast your vote during the remote e-Voting period and casting your vote during the General Meeting. For joining virtual meeting, you need to click on "VC/OAVM" link placed under "Join Meeting".
3. Now you are ready for e-Voting as the Voting page opens.
4. Cast your vote by selecting appropriate options i.e. assent or dissent, verify/modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
5. Upon confirmation, the message "Vote cast successfully" will be displayed.
6. You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
7. Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

### General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to [csbalikasharma.h@gmail.com](mailto:csbalikasharma.h@gmail.com) with a copy marked to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in). Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc.

by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.

2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on [www.evoting.nsdl.com](http://www.evoting.nsdl.com) to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or call on.: 022 - 4886 7000 and 022 - 2499 7000 or send a request to **Ms. Pallavi Mhatre-Senior Manager**, NSDL at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in)

**Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e mail ids for e-voting for the resolutions set out in this notice:**

1. In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to [investors@irctc.com](mailto:investors@irctc.com).
2. In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) to [investors@irctc.com](mailto:investors@irctc.com). If you are an Individual shareholders holding securities in demat mode, you are requested to refer to the login method explained at **step 1 (A) i.e. Login method for e-Voting and joining virtual meeting for Individual shareholders holding securities in demat mode.**
3. Alternatively shareholder/members may send a request to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in) for procuring user id and password for e-voting by providing above mentioned documents.
4. In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access e-Voting facility.

### THE INSTRUCTIONS FOR MEMBERS FOR e-VOTING ON THE DAY OF THE AGM ARE AS UNDER:-

1. The procedure for e-Voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.

2. Only those Members/ shareholders, who will be present in the AGM through VC/OAVM facility and have not casted their vote on the resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through e-Voting system in the AGM.
3. Members who have voted through Remote e-Voting will be eligible to attend the AGM. However, they will not be eligible to vote at the AGM.
4. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the AGM shall be the same person mentioned for Remote e-voting.
3. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.
4. 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 network. It is therefore recommended to use Stable Wi-Fi or LAN Connection to mitigate any kind of aforesaid glitches.

#### PROCEDURE FOR RAISING QUESTIONS/SEEK CLARIFICATIONS WITH RESPECT TO ANNUAL REPORT:

#### INSTRUCTIONS FOR MEMBERS FOR ATTENDING THE EGM/ AGM THROUGH VC/OAVM ARE AS UNDER:

1. Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for **Access to NSDL e-Voting system**. After successful login, you can see link of "VC/OAVM" placed under **"Join meeting"** menu against company name. You are requested to click on VC/OAVM link placed under Join Meeting menu. The link for VC/OAVM will be available in Shareholder/Member login where the EVEN of Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid last minute rush.
2. Members are encouraged to join the Meeting through Laptops for better experience.
5. As the AGM is being conducted through VC/OAVM, for the smooth conduct of proceedings of the AGM, Members are encouraged to express their views/send their queries in advance from their registered email address with respect to the audited financial statements or any other matters to be approved at the 24<sup>th</sup> AGM, mentioning their name, demat account no. / folio no. and mobile number at [agmspeakers@irctc.com](mailto:agmspeakers@irctc.com). Queries received by the Company till 05:00 PM (IST) on **Monday, August 21, 2023**, shall be considered and responded during the AGM.
6. Shareholders who would like to express their views/have questions may send their questions in advance mentioning their name demat account number/folio number, email id, mobile number at least 3 days in advance, with the company on email id: [agmspeakers@irctc.com](mailto:agmspeakers@irctc.com) on or before, 5:00 P.M. (IST) of **Monday, August 21, 2023**. The same will be replied by the company suitably.
7. Those shareholders who have registered themselves as a speaker will only be allowed to express their views/ask questions during the meeting. The Company reserves the right to restrict the number of speakers depending on the availability of time for the AGM.

## BRIEF RESUME AND OTHER PARTICULARS OF DIRECTORS RETIRING BY ROTATION/ SEEKING APPOINTMENT/ REAPPOINTMENT

Name	Mr. Neeraj Sharma	Mr. Ajit Kumar	Ms. Seema Kumar	Mr. Kamlesh Kumar Mishra	Dr. Lokiah Ravikumar	Mr. Devendra Pal Bharti
DIN	08177824	07247362	10064353	10186377	10045466	10198557
Appointment / Re-appointment	Re-appointment as Part-Time Official Government Nominee Director	Re-appointment as Director (Finance)	Appointment as Chairman and Managing Director	Appointment as Director (Tourism & Marketing)	Appointment as Director (Catering Services)	Appointment as Part-Time Non-Official (Independent Director)
Date of Birth & Age	05.07.1964 & 59 years	06.09.1964 & 59 years	30.05.1964 & 59 years	02.09.1975 & 47 years	06.07.1965 & 58 years	01.07.1977 & 46 years
Date of first Appointment to the Board	12.07.2018	29.05.2020	01.06.2023	01.06.2023	11.02.2023	09.06.2023
Qualification	Ph. D., IRTS	M.A, LL.B., IRAS	M.Sc. (Physics), M. Tech., IRTS	MBA, IRTS	Ph. D.	LL.B.
Expertise in specific functional area	Mr. Neeraj Sharma, ED (Passenger Marketing), Railway Board is the Part-Time Government Director. He is an officer of the Indian Railway Traffic Service (IRTS) 1991 batch. Mr. Sharma is a post graduate from Govind Ballabh Pant University of Agriculture and Technology, Nainital and a Ph.D from Indian Agriculture Research Institute, New Delhi. During his association of more than 25 years with Indian Railways, he has held various positions in North Eastern Railway and Northern Railway, including his tenures as Assistant Operations Manager, Divisional Operations Manager, Senior Divisional	Shri Ajit Kumar has served as Director/ Finance Accounts in New Delhi Municipal Corporation (NDMC). He was also Member Finance/Rail Land Development Authority (RLDA) and Board member of Indian Railways Station Development Corporation (IRSDC). With Legal background, he was instrumental in documentation of Tender & Contracts. In Northern Railway, he was looking after Catering Contracts and earning tenders of Commercial Department. Before taking over charge of Director/Finance, IRCTC, he was posted as Financial Adviser & Chief	Ms. Seema Kumar is presently posted as Additional Member (Tourism & Catering) (AM/T&C) in Railway Board. She has also held additional charge of the posts of Additional Member (Traffic), and Additional Member (Marketing & Business Development), Railway Board. In her illustrious career in Indian Railways spanning over 35 years, Ms. Seema Kumar has worked in various senior capacities over Northern and West Central Railways and held posts like Principal Chief Safety Officer, Chief Commercial Manager/ Passenger Services, Divisional Railway Manager, General Manager/	Mr. K. K. Mishra is a career civil services officer of 2002 batch in IRTS. In his present assignment as Executive Director (BD), Ministry of Railways, he is handling Business Development portfolio of Ministry of Railways. In his earlier assignments, he has managed Project Development Planning and Pricing of Services offered by Indian Railways viz., freight and passenger. He has handled Operations, Marketing, Terminal Management, Service Delivery, Information Technology under various assignments in Ministry of Railways. In his assignment at Ministry of Power, he was involved in flagship schemes of the Ministry viz Pradhan Mantri Sahaj Bijli Har Ghar Yojna- Saubhagya	Dr Lokiah Ravikumar has a vast working experience spanning over 37 years in the Hospitality Industry covering Catering and Tourism businesses with extensive knowledge in business operations and management. He had started his career with Taj Group of Hotels followed by a stint each in State Tourism Development Corporation, Govt. of Tamil Nadu, followed by a stint with Indian Railways from 1990-2005 (16 Years) and had moved to IRCTC during 2006 and worked for the past 17 years in various capacities. His tenure in IRCTC spreads across stints in Regional offices, Zonal Offices and Corporate office. During this period he has worked	Mr. Devendra Pal Bharti (45 years) has been on the roll of the Bar Council of Uttar Pradesh as a practicing Advocate since 2004. Shri Devendra Pal Bharti has served as an Advisor in the Telephone Advisory Committee of the Department of Telecommunication, Ministry of Communications. He was also appointed as Member of the District Planning Committee, State Commission of the Uttar Pradesh Govt. from 2008 till 2012 by the Hon'ble, Governor of Uttar Pradesh. He has also contributed in Social Work for almost 27 years.



Name	Mr. Neeraj Sharma	Mr. Ajit Kumar	Ms. Seema Kumar	Mr. Kamlesh Kumar Mishra	Dr. Lokiah Ravikumar	Mr. Devendra Pal Bharti
	<p>Operations, Senior Divisional Commercial Manager Professor Administration, Disaster Management in IRITM (Indian Railway Institute of Transport Management), Lucknow, Chief Public Relations Officer, Northern Railway and Chief Commercial Manager (Passenger Marketing), Northern Railway. Due to his accomplishments, he has been awarded twice with Minister of Railways Award, the highest recognition in Indian Railways.</p>	<p>Accounting Officer (FA&amp;CAO) in Indian Railway Organization for Alternative Fuels under Ministry of Railways (IROAF).</p>	<p>Passenger Reservation System. With her sound technical knowledge and leadership skills, she has successfully handled and completed various IT projects as General Manager/Passenger Reservation System Centre for Railway Information System (CRIS) and played a pivotal role in the design and development of Unreserved Ticketing System, design and conceptualization of Next Generation e-ticketing System and integration of the National Train Enquiry System Application. Under her able leadership and guidance as AM (T&amp;C), two new innovative schemes viz; Bharat Gaurav Trains (BGT) and One Station One Product (OSOP) have been launched and policy guidelines issued. She is the recipient of various awards like Platinum Award for Web based Citizen Services in the year 2009, Silver Award for e-Governance 2010-2011 under the category 'Innovative Use of ICT by PSUs for Customer's Benefits' and National Tourism Award 2014-2015</p>	<p>(energy access, household connection and last mile connectivity), Deen Dayal Upadhyaya Gram Jyoti Yojana-DDUGJY (Strengthening and augmentation of sub-transmission and distribution network in rural area) right from their design stage to their implementation, monitoring, and closure. He was also involved in designing and implementing other major schemes of the Ministry like Integrated Power Development Scheme (strengthening IPDS and augmentation of sub-transmission and distribution network in urban area) and National Smart Grid Mission-NSGM (Smart Grid initiatives in India) too; with aggregate investment of around \$20 Billion. He is recipient of Railways Minister's National Award for Administration, the apex award of Ministry of Railways and winner of Annual International Conference on Public Policy Hackathon at IIM Bangalore. Ministry of Power nominated him for prestigious Prime Minister's Award for Excellence in Public Administration. His interests include Public Service</p>	<p>as Deputy General Manager, Joint General Manager, Additional General Manager and General Manager in the Catering, Tourism &amp; profiles with specializations in the areas of Operations, Administration, Marketing, Product Development, and Contract Management among others.</p> <p>Before taking Charge of Director (Catering Services) in IRCTC, he was posted as General Manager in IRCTC, Corporate Office, New Delhi. During his stint in corporate office, he was also handling the profile of Corporate Coordination and was also the Chief Risk officer for IRCTC.</p>	

Name	Mr. Neeraj Sharma	Mr. Ajit Kumar	Ms. Seema Kumar	Mr. Kamlesh Kumar Mishra	Dr. Lokiah Ravikumar	Mr. Devendra Pal Bharti
			for showcasing Cultural Heritage and Local Talent.	Delivery, Intersectional Area of Infrastructure-Economic Development- Human Development & Gov 3.0. In 2015, Shri Mishra led a group of 51 to arduous Kailash Mansarovar Yatra organized by Ministry of External Affairs. Shri Mishra holds Masters degree from Lucknow University, Pune University and IIM Bangalore. He has also attended short programs at Estonia, Japan, Syracuse University and University of California at Berkeley.		
Directorship held in other Companies	NIL	NIL	NIL	NIL	NIL	NIL
Membership / Chairmanship of Committees in other Companies	NIL	NIL	NIL	NIL	NIL	NIL
No. of shares held in IRCTC	NIL	NIL	NIL	NIL	3200	NIL
Relationship with other Directors / KMP of the Company	None	None	None	None	None	None
Terms & Conditions of appointment and reappointment and their remuneration	Appointment as per order of the President of India vide Ministry of Railway's order no. 2004/PL/49/1 dated June 26, 2018	Appointment as per Ministry of Railways' letter no. 2017/E(O) I/40/29 dated May 05, 2020.	Appointment as per order of the President of India vide Ministry of Railways' letter No. 2016/E(O)I/40/11 dated May 29, 2023.	Appointment as per order of the President of India vide Ministry of Railways' letter No. 2016/E(O)I/40/18 dated May 29, 2023.	Appointment as per order of the President of India vide Ministry of Railways vide its letter no. 2022/E(O)I/40/2 dated February 09, 2023	Appointment as per order of the President of India vide Ministry of Railways vide its order No. 2022/PL/57/12 (Pt. I) dated June 05, 2023.
No. of Board Meetings held and attended during the year (during tenure)	8/8	8/8	NIL	NIL	1/1	NIL

## Notes: