BLUE DART
EXPRESS LIMITED

NOTICE

NOTICE is hereby given that Twenty Ninth Annual General Meeting of Blue Dart Express Limited will be held on Friday, July 31, 2020 at 4:00 p.m. through Video Conferencing ("VC")/ Other Audio-Visual Means ("OAVM") to transact the following business.

ORDINARY BUSINESS:

1. To receive, consider and adopt;

   a) the Audited Financial Statements of the Company for the financial year ended March 31, 2020, the reports of the Board of Directors and Auditors; and

   b) the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2020, together with the Report of the Auditors thereon.

2. To appoint a Director in place of Mr. Kenneth Allen (DIN: 08376337) who retires by rotation and being eligible, offers himself for re-appointment.

SPECIAL BUSINESS:

3. (a) To consider and, if thought fit, to pass the following resolution as a **Special Resolution:**

   "**RESOLVED THAT** in partial modification of earlier resolution passed by the Members at the Twenty Eighth Annual General Meeting of the Company held on July 31, 2019 for appointment and remuneration payable to Mr. Balfour Manuel, Managing Director (DIN: 08416666) and pursuant to provisions of Sections 196, 197, 198, 203 and other applicable provisions, if any, of the Companies Act, 2013 read with Schedule V to the Companies Act, 2013 and Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014 (including any statutory modification(s) or re-enactment(s) made thereof for the time being in force), relevant provisions of the Articles of Association of the Company and in terms of recommendation of the Nomination and Remuneration Committee and as approved by the Board of Directors, approval of Members of the Company be and is hereby accorded for payment of remuneration to Mr. Balfour Manuel, Managing Director, for the period from May 16, 2019 to March 31, 2020 as approved in the Twenty Eighth Annual General Meeting of the Company held on July 31, 2019, notwithstanding inadequacy of profits/no profits during the aforesaid period under provisions of applicable law and as detailed in the Explanatory Statement attached to the Notice;

   RESOLVED FURTHER THAT any Director and / or the Company Secretary be and is hereby authorised severally to do all such acts, deeds, matters and things as may be considered necessary or desirable to give effect to this resolution and matters incidental thereto."

   (b) To consider and, if thought fit, to pass the following resolution as a **Special Resolution**:

   "**RESOLVED THAT** in partial modification of earlier Resolution passed by the Members at the Twenty Eighth Annual General Meeting of the Company held on July 31, 2019 and pursuant to provisions of Sections 196, 197, 198, 203 and other applicable provisions, if any, of the Companies Act, 2013 read with Schedule V of the Companies Act, 2013 and the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, (including any statutory modification(s) or re-enactment(s) made thereof for the time being in force), relevant provisions of the Articles of Association of the Company and in terms of recommendation of Nomination and Remuneration Committee and as approved by the Board of Directors, approval of Members of the Company be and is hereby accorded to revise remuneration of Mr. Balfour Manuel, Managing Director (DIN 08416666), for the financial year April 1, 2020 to March 31, 2021 as set out in the Explanatory Statement and Supplementary Agreement ("the Agreement") to be entered into between the Company and Mr. Balfour Manuel, Managing Director, the draft whereof is placed before this meeting and initialed by the Chairman for the purpose of identification, which Agreement is hereby specifically sanctioned with liberty to the Board of Directors to alter and vary the terms and conditions of the said Agreement and/or remuneration or any modifications thereto as may be agreed to between the Board of Directors and Mr. Balfour Manuel;

   RESOLVED FURTHER THAT in the event of, during the aforesaid financial year, the Company has no profits or its profits are inadequate, the Company will pay to the Managing Director remuneration as set out in the Explanatory Statement as minimum remuneration;

   RESOLVED FURTHER THAT any Director and / or Company Secretary be and is hereby authorised severally to do all such acts, deeds, matters and things as may be considered necessary or desirable to give effect to this resolution and matters incidental thereto."

4. To consider and, if thought fit, to pass the following resolution as a **Special Resolution**:

   "**RESOLVED THAT** pursuant to provisions of Regulation 17(1A) of the SEBI (Listing Obligations & Disclosure Requirements) (Amendment) Regulations, 2018 issued vide SEBI Notification dated May 09, 2018, (including any statutory amendment(s) or modification(s) thereto or re-enactment(s) thereof for the time being in force) and subject to such other applicable laws, rules, regulations etc. as may be applicable in this regard, and pursuant to recommendation and approval of Nomination & Remuneration Committee and Board of Directors, consent of the members be and is hereby accorded to continue the appointment of Mr. Narendra Sarda (DIN: 03480129), as a Non-Executive Independent Director of the Company on his attaining the age of 75 years, from the period beginning from November 08, 2020 until the expiry of his tenure on March 27, 2022 as per the terms of appointment thereof.

   RESOLVED FURTHER THAT any Director and/ or the Company Secretary of the Company, be and is hereby authorized severally to do all such acts, deeds, matters and things as may be considered necessary or desirable to give effect to this resolution and matters incidental thereto."

Mumbai,
May 26, 2020

By Order of the Board
sd/-
Tushar Gunderia
Company Secretary

Regd. Office:
Blue Dart Centre, Sahar Airport Road,
Andheri (East), Mumbai – 400 099.
Tel : 28396444 | Fax : 28244131
CIN: L61074MH1991PLC061074
www.bluedart.com
Investors@bluedart.com

NOTES:

1. An Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, ('the Act') relating to the Special Business to be transacted at the Annual General Meeting ('AGM') and relevant details in respect of Item no. 2 pursuant to the provisions of Securities and Exchange Board of India (Listing Obligations & Disclosure Requirements) Regulations, 2015 & Secretarial Standard on General Meeting (SS-2) are annexed hereto. The Board of Directors have considered and decided to include item nos. 3 (a) and 3 (b) and 4 given above as 'Special Business' in the forthcoming AGM, being unavoidable. The venue of the Meeting shall deemed to be the Registered Office of the Company viz; Blue Dart Centre, Sahar Airport Road, Andheri (East), Mumbai - 400099.

2. In view of continuing restrictions on the movement of people at several places in the country, due to outbreak of COVID-19, the Ministry of Corporate Affairs (MCA), vide its General Circular No. 20/2020 dated May 05, 2020 read with General Circular No. 14/2020 dated April 08, 2020 and General Circular No. 17/2020 dated April 13, 2020 and other applicable circulars issued by the Securities and Exchange Board of India (SEBI), has allowed the Companies to conduct the AGM through Video Conferencing (VC) or Other Audio Visual Means (OAVM) during the calendar year 2020. In accordance with, the said circulars of MCA, SEBI and applicable provisions of the Act and SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 (Listing Regulations), the 29th AGM of the Company shall be conducted through VC / OAVM. National Securities Depositories Limited ('NSDL') will be providing facility for voting through remote e-voting, for participation in the AGM through VC / OAVM facility and e-voting during the AGM. The procedure for participating in the meeting through VC / OAVM is explained below and is also available on website of the Company at www.bluedart.com.

3. Pursuant to provisions of the Act, 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 Company. Since this AGM is being held pursuant to the MCA Circulars through VC / OAVM, physical attendance of Members has been dispensed with. Accordingly, the facility for appointment of proxies by the Members will not be available for the AGM and hence the Proxy Form and Attendance Slip including Route Map are not annexed to this Notice.

4. Pursuant to Section 113 of the Companies Act, 2013, Institutional / Corporate Members are requested to send a scanned copy (PDF/JPEG format) of the Board Resolution authorising its representatives to attend and vote at 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 e-mail through its registered email address to nilesh@ngshah.com with a copy marked to evoting@nsdl.co.in

ELECTRONIC DISPATCH OF ANNUAL REPORT AND PROCESS FOR REGISTRATION OF E-MAIL ID FOR OBTAINING COPY OF ANNUAL REPORT:

5. In compliance with the aforesaid MCA Circulars and SEBI Circular dated May 12, 2020, Notice of the AGM along with the Annual Report 2019-20 is being sent only through electronic mode to those Members whose email addresses are registered with the Company/ Depositories. Members may note that the Notice and Annual Report 2019-20 will also be available on the Company's website www.bluedart.com, website of the Stock Exchanges i.e. BSE Limited and National Stock Exchange of India Limited at www.bseindia.com and www.nseindia.com and on the website of NSDL https://www.evoting.nsdl.com

6. Members holding shares in physical mode and who have not updated their e-mail addresses with the Company are requested to update their e-mail addresses by writing to the Company's Registrar & Share Transfer Agent, Link Intime India Pvt. Ltd., C-101, 1st Floor, 247 Park, LBS Marg, Vikhroli (West), Mumbai - 400083 along with copy of the signed request letter mentioning the name and address of the Member, self-attested copy of the PAN card and self-attested copy of any document (eg; Driving License, Election Identity Card, Passport) in support of address of the Member. Members holding shares in dematerialised mode are requested to register / update their e-mail addresses with the relevant Depository Participants. Pursuant to general circular no. 20/2020 dated May 05, 2020 issued by the Ministry of Corporate Affairs, the Company has also enabled the process for the limited purpose of receiving the Company's Annual Report and notice of Annual General Meeting (including remote e-voting instructions) electronically and members may temporarily update their e-mail address by accessing the link https://linkintime.co.in/emailreg/email_register.html or on their web site www.linkintime.co.in under the Investor Services tab by choosing the e-mail registration heading and follow registration process as guided therein.

PROCEDURE FOR JOINING THE AGM THROUGH VC / OAVM:

7. Members will be provided with a facility to attend the AGM through VC / OAVM through the NSDL e-voting system. Members may access the same at https://www.evoting.nsdl.com under Members login by using the remote e-voting credentials. The link for VC / OAVM will be available in Members 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. Further Members can also use the OTP based login for logging into the e-voting system of NSDL.

8. For convenience of Members and proper conduct of AGM, Members can login and join at least 30 (thirty) minutes prior to the time scheduled for the AGM and facility to join AGM shall be

kept open throughout the proceedings of AGM. Members will be allowed to attend the AGM on first come, first served basis.

9. Members who need assistance before or during the AGM with use of technology, can: - Send a request at evoting@nsdl.co.in or use Toll free no.: 1800-222-990; or - Contact Mr. Amit Vishal, Senior Manager, NSDL at the designated email ID: evoting@nsdl.co.in or AmitV@nsdl.co.in or at telephone no. +91-22-24994360; or - Contact Ms. Pallavi Mhatre, Manager, NSDL at the designated email ID: evoting@nsdl.co.in or pallavid@nsdl.co.in or at telephone no. +91-22-24994545.

10. Institutional Members are encouraged to attend and vote at the AGM through VC / OAVM. In case, if any Institutional Members, face issues for participating in the AGM, they can write at an e-mail stated above at no. 9 or call at the contact no. given above for any support or assistance.

11. Please note that participants connecting from Mobile devices or Tablets or through Laptop connecting via Mobile Hotspot may experience Audio / Video loss due to fluctuations in their respective network. It is therefore recommended to use stable Wi-Fi or LAN connection to mitigate any kind of aforesaid glitches.

12. Members attending the AGM through VC / OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.

PROCEDURE TO RAISE QUESTIONS / SEEK CLARIFICATIONS WITH RESPECT TO ANNUAL REPORT:

13. As the AGM is being conducted through VC / OAVM, for smooth conduct of proceedings of the AGM, Members are encouraged to express their views / send their queries in advance mentioning their name, demat account no. / folio no., email id, mobile no. at Investors@bluedart.com. Questions / queries received by the Company by Wednesday, July 29, 2020 till 5.00 p.m. shall be considered and responded during AGM.

14. Members who would like to express their views or ask questions during the AGM, may register themselves as a speaker by sending an email to the Company at Investors@bluedart.com by Wednesday, July 29, 2020 till 5.00 p.m.

15. The Company reserves its right to restrict the number of questions and number of speakers, as appropriate for smooth conduct of the AGM.

PROCEDURE FOR REMOTE E-VOTING AND E-VOTING DURING THE AGM:

16. Pursuant to Section 108 of the Act read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended and Regulation 44 of Listing Regulations, the Company is pleased to provide the facility to Members to exercise their rights to vote on the resolutions proposed to be passed at AGM by electronic means.

17. The Members, whose names appear in the Register of Members / list of Beneficial Owners as on Thursday, July 23, 2020, i.e. the cut-off date, are entitled to vote on the Resolutions set forth in this Notice.

18. Members may cast their votes on electronic voting system from any place (remote e-voting). The remote e-voting period will commence at 9.00 a.m. on Saturday, July 25, 2020 and will end at 5.00 p.m. on Thursday, July 30, 2020. The remote e-voting module shall be disabled by NSDL for voting thereafter. In addition, the facility for voting through electronic voting system shall also be made available during the AGM. Members attending the AGM who have not cast their votes by remote e-voting shall be eligible to cast their votes through e-voting during the AGM. Members who have voted through remote e-voting shall be eligible to attend the AGM, however, they shall not be eligible to vote at the meeting. Members holding shares in physical form are requested to access the remote e-voting facility provided by the Company through NSDL e-voting system at https://www.evoting.nsdl.com/.

19. The details of the process and manner for remote e-voting are explained herein below:

Step 1: Log-in to NSDL e-voting system at https://www.evoting.nsdl.com/

a) 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.

b) Once the home page of e-Voting system is launched, click on the icon “Login” which is available under ‘Shareholders’ section.

c) A new screen will open. You will have to enter your User ID, your Password and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL e-services 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.

d) Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
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***

e) Your password details are given below:

i. If you are already registered for e-voting, then you can use your existing password to login and cast your vote.

ii. 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.

iii. How to retrieve your 'initial password'?

- 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'.
- If your email ID is not registered, please follow steps mentioned in Note No. 6 above

iv. 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.

b) "Physical User Reset Password?" (If you are holding shares in physical mode) option available on 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 mentioning your demat account number/folio number, your PAN, your name and your registered address.

d) Members can also use the OTP (One Time Password) based login for casting the votes on the e-Voting system of NSDL.

v. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.

vi. Now, you will have to click on "Login" button

vii. After you click on the "Login" button, Home page of e-Voting will open.

Step 2: Cast your vote electronically on NSDL e-voting system.

How to cast your vote electronically on NSDL e-voting system?

(a) After successful login at Step 1, you will be able to see the Home page of e-voting. Click on e-voting. Then, click on Active Voting Cycles.

(b) After click on Active Voting Cycles, you will be able to see all the companies 'EVEN' in which you are holding shares and whose voting cycle is in active status.

(c) Select 'EVEN' of Company, which is 113089.

(d) Now you are ready for e-voting as the voting page opens.

(e) 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.

(f) Upon confirmation, the message 'Vote cast successfully' will be displayed.

(g) You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.

(h) Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

The guidance note / instructions for Members for e-voting on the day of the AGM are as under:

(a) The procedure for e-voting on the day of the AGM is same as the instructions mentioned above for remote e-voting.

(b) Only those Members, who will be present in the AGM through VC / OAVM facility and have not casted their votes 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.

(c) 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.

(d) For details of the person who may be contacted for any assistance connected with the facility for e-voting on the day of the AGM, please refer Note No. 9 above.

GENERAL INFORMATION:

20. It is strongly recommended not to share your password with any other person and ensure 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 to reset the password.

21. The voting rights of Members shall be in proportion to their shares of the paid – up equity share capital of the Company as on July 23, 2020, being the cut-off date. Members are eligible to cast vote electronically only if they are holding shares as on that date.

22. Any person, who acquires shares of the Company and becomes a Member of the Company after sending of the Notice and holding shares as of the cut-off date, may obtain the login ID and password by sending a request at 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.

23. The Company has appointed Mr. Nilesh Shah, Practicing Company Secretary (Membership No. FCS 4554), failing him Ms. Hetal Shah (Membership No. FCS – 8063), to act as the 'Scrutinizer', to scrutinize the entire e-voting process in a fair and transparent manner.

24. The results of the electronic voting shall be declared to the Stock Exchanges, within forty eight hours of conclusion of AGM pursuant to Regulation 44 of Securities and Exchange Board of India (Listing Obligations & Disclosure Requirements). The results declared along with the Scrutinizer's Report shall be placed on the Company's website www.bluedart.com and on the website of NSDL and communicated to the BSE Limited (BSE), and National Stock Exchange of India Limited (NSE) where the shares of the Company are listed. The results shall also be displayed on the Notice Board at the Registered Office of the Company.

PROCEDURE FOR INSPECTION OF DOCUMENTS:

25. All the documents referred to in the accompanying Notice and Explanatory Statements, shall be available for inspection through the electronic mode, based on the request being sent on Investors@bluedart.com.

26. 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 in which the Directors are interested under Section 189 of the Companies Act, 2013 and all other documents referred to in the Notice will be available for inspection in electronic mode, based on the request being sent on Investors@bluedart.com.

OTHERS:

27. The Company has transferred unclaimed dividend declared for the Financial Years 1995-96, 1996-97, 1998-99, 1999-2000 (interim and final dividend), 2000-2001, 2001-2002, 2002-2003, 2003-2004, 2004-2005 December 2006, December 2007, December 2008, December 2009, December 2010 and December 2011 to "The Investors Education and Protection Fund" (IEPF) established by the Central Government.

28. The Ministry of Corporate Affairs has notified provisions relating to unpaid/ unclaimed dividend under sections 124 and 125 of Companies Act, 2013 and the Investor Education & Protection Fund (IEPF) (Accounting, Audit, Transfer and Refund) Rules, 2016. As per the rules, dividends which are not encashed/claimed by the shareholders for a period of seven consecutive years shall be transferred to the IEPF Authority. The new IEPF rules mandate the Companies to transfer shares of shareholders whose dividends have remained unpaid/ unclaimed for a period of seven consecutive years to Demat Account of the IEPF Authority.

    Accordingly, the shares in respect of which dividend was not claimed for a period of seven years starting from the year ended December 31, 2009, December 31, 2010 and December 31, 2011 were transferred to the IEPF Account in November, 2017, May 2018 and May 2019 respectively. Details of shares transferred to the IEPF Authority are available on website of the Company and on the Ministry of Corporate Affairs (MCA) Website. The Members whose dividend/ Shares have been transferred to the IEPF Authority can now claim the same from the Authority by following the Procedure as detailed on IEPF website www.iepf.gov.in.

29. All members who have either not received or have not yet encashed their dividend warrant(s) for the fifteen months period ended March 2013 till the financial year ended March 31, 2019 and Interim Dividend for the financial year ended March 31, 2014, are requested to write to the Company's Registrar and Share Transfer Agent at the address mentioned below for obtaining duplicate dividend warrant without any further delay.

30. Members are requested to furnish their Bank Account details, change of address, e-mail address etc. to the Company's Registrar and Transfer Agent viz; Link Intime India Pvt. Ltd. at the address mentioned below, in respect of shares held in the physical form and to their respective Depository Participants, if shares are held in electronic form.

31. Members desirous of getting any information about accounts of the Company are requested to send their queries at Investors@ bluedart.com of the Company at least 10 days prior to the date of meeting so that the requisite information can be readily made available at the meeting.

32. In case of any queries relating to e-voting you may refer to the FAQs for Shareholders and e-voting user manual for Shareholders available at the download section of https://www.evoting.nsdl.com or call on toll free no.: 1800-222-990 or send a request at evoting@nsdl.co.in. In case of any grievances connected with facility for e-voting, please contact Ms. Pallavi Mhatre, Manager, NSDL, 4th Floor, 'A' Wing, Trade World, Kamala Mills Compound, Senapati Bapat Marg, Lower Parel, Mumbai 400 013. Email: evoting@nsdl.co.in/pallavid@nsdl.co.in, Tel: 91 22 2499 4545/ 1800-222-990

33. The Securities and Exchange Board of India (SEBI) vide its circular dated 20th April, 2018 has mandated registration of Permanent Account Number (PAN) and Bank Account Details for all securities holders. Members holding shares in the physical form are therefore, requested to submit their PAN and Bank Account Details to Link Intime India Pvt. Ltd. / Company by sending a duly signed letter along with self-attested copy of PAN Card and original cancelled cheque. The original cancelled cheque should bear name of the Member. In the alternative, Members are requested to submit a copy of the bank passbook/ statement attested by the bank. Members holding shares in Demat mode are requested to submit the aforesaid information to their respective Depository Participant.

34. As per Regulation 40 of SEBI Listing Regulations as amended, securities of listed companies can be transferred only in dematerialised form with effect from April 1, 2019, except in case of request received for transmission or transposition of securities. In view of above and to avail various benefits of dematerialisation, members are advised to dematerialise shares held by them in physical form.

35. Members of the Company had approved the appointment of M/s. S. R. Batliboi & Associates LLP, Chartered Accountants, as Statutory Auditors at the Twenty Sixth Annual General Meeting of the Company for a term of five years subject to ratification by the members at every Annual General Meeting. The Ministry of Corporate Affairs vide its Notification dated May 7, 2018 has enforced Section 40 of the Companies (Amendment) Act, 2017 and Companies (Audit and Auditors) Rules, 2014 wherein the requirement for ratifying the appointment of the Statutory Auditors of the Company at every Annual General Meeting has now been dispensed with. Accordingly, the proposal for ratification of the appointment of Statutory Auditors is not forming part of the Notice convening ensuing Annual General Meeting.

REGISTRAR & SHARE TRANSFER AGENT:

Link Intime India Pvt. Ltd.,
C- 101, First Floor, 247 Park,
LBS Marg, Vikhroli West,
Mumbai-400083

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

As required by the provisions of Section 102 of the Companies Act, 2013, the following Explanatory Statement sets out all material facts relating to the business mentioned under item nos. 3 (a) and 3 (b) and item no. 4 of the accompanying Notice dated May 26, 2020.

Item Nos. 3(a) and 3(b)

Mr. Balfour Manuel was appointed Managing Director of the Company by an ordinary resolution passed by the Members at the Twenty Eighth Annual General Meeting ("**AGM**") of the Company held on July 31, 2019 for a period of (three) years with effect from May 16, 2019 to May 15, 2022. Further, Members at the AGM of the Company held on July 31, 2019, approved remuneration payable to Mr. Balfour Manuel, Managing Director, for the period from May 16, 2019 to March 31, 2020 including minimum remuneration to be paid in case of inadequacy of profits or no profits.

Pursuant to provisions of Section 197 and 198 read with Schedule V of the Companies Act, 2013, remuneration paid/payable to Mr. Balfour Manuel for the period ended March 31, 2020 is required to be approved by the Members in its meeting vide special resolution due to inadequacy of profits/ no profits as required under provisions of law.

The Board of Directors, based on recommendation of Nomination and Remuneration Committee in its meeting held on May 26, 2020, has approved and proposed to the Members, the remuneration paid/ payable to Mr. Balfour Manuel for the period ended March 31, 2020.

The details of remuneration paid/ payable to Mr. Balfour Manuel for the period ended March 31, 2020 is as under:

Basic	-	₹ 6.00 lakhs p.m.
House Rent Allowance	-	₹ 0.40 lakhs p.m.
Special Allowance	-	₹ 2.82 lakhs p.m.

In addition to above amount, Mr. Balfour Manuel shall be entitled to following:

(i) The Company's contribution to Provident Fund, in accordance with the Rules and Regulations of the Company;

(ii) Superannuation contribution subject to a maximum ceiling of 15% of basic salary by way of contribution to a fund or an allowance in lieu thereof or a combination of both;

(iii) Gratuity payable at a rate not exceeding half a month's salary for each completed year of service;

(iv) Encashment of an unavailed leave at the end of each year as per the Company policy;

(v) Telephone expenses;

(vi) A chauffeur – driven vehicle or transport allowance as per the Company policy;

(vii) Coverage under the Company's Group Insurance Cover;

(viii) The Managing Director shall be entitled to an incentive payment based on achievement of profitability levels and other performance parameters as determined by the Board of Directors for the calendar year ended December 31, 2019, upto a maximum of ₹ 84.00 lakhs;

(ix) Increment for each year shall be determined by the 'Nomination and Remuneration Committee' and which shall be subject to approval of the Board of Directors and Members of the Company at the General Meeting of Members; and

(x) entitlement to LTI as per LTI scheme.

Further, subject to necessary approval by Members at the ensuing Annual General Meeting and on recommendation of Nomination and Remuneration Committee in its meeting held on May 26, 2020, the Board of Directors in its Meeting held on May 26, 2020, approved revision in remuneration terms of Mr. Balfour Manuel as Managing Director for the year from April 1, 2020 to March 31, 2021 as under, including minimum remuneration to be paid in the event of no profits or inadequate profits as contemplated under the provisions of Schedule V of the Companies Act, 2013:

Basic	-	₹ 8.40 lakhs per month
House Rent Allowance	-	₹ 0.54 lakhs per month
Special Allowance	-	₹ 3.67 lakhs per month

In addition to above amount, Mr. Balfour Manuel, shall be entitled to following:

(i) The Company's contribution to Provident Fund, in accordance with the Rules and Regulations of the Company;

(ii) Superannuation contribution subject to a maximum ceiling of 15% of basic salary by way of contribution to a fund or an allowance in lieu thereof or a combination of both;

(iii) Gratuity payable at a rate not exceeding half a month's salary for each completed year of service;

(iv) Encashment of an unavailed leave as per Company policy;

(v) Telephone expenses;

(vi) A chauffeur – driven vehicle or transport allowance as per Company policy;

(vii) Coverage under the Company's Group Insurance Cover;

(viii) The Managing Director shall be entitled to an incentive payment based on achievement of profitability levels and other performance parameters as determined by the Board of Directors for the calendar year ended December 31, 2020, upto a maximum of ₹137.20 lakhs;

(ix) Increment for each year shall be determined by the 'Nomination and Remuneration Committee' and which shall be subject to approval of the Board of Directors and Members of the Company at the General Meeting of Members; and

(x) entitlement to LTI as per LTI scheme, as applicable.

Save and except as indicated hereinabove, other terms and conditions of appointment of Mr. Balfour Manuel, Managing Director, remain the same.

In accordance with the provisions of Part B of Section II of Part II of Schedule V of the Companies Act, 2013, as amended from time to time, the Company hereby confirms the following:

a) The Nomination and Remuneration Committee and Board of Directors of the Company at their meetings held on May 26, 2020 accorded their consent and proposed the matter for approval of Members by 'special resolution' for payment of minimum remuneration to Mr. Balfour Manuel, Managing Director (DIN: 08416666), due to inadequacy of profits/no profits for the financial year 2019-20 and for revision of remuneration for the financial year 2020-21 including payment of minimum remuneration in the event of 'no profits' or 'inadequacy of profits'.

b) Mr. Manuel is functioning in a professional capacity and does not have any interest in the share capital of the Company or its holding company or any of its subsidiaries directly or indirectly or through any other statutory structures.

c) Mr. Manuel does not have any direct or indirect interest nor a relation to any of the directors or promoters of the Company or its holding company or any of its subsidiaries at any time during the last two years before, or on or after the date of his appointment.

d) Mr. Manuel is a MBA in Marketing and a graduate from the University of Mumbai, with expertise and specialized knowledge of the field in which the Company operates.

e) The Company has not committed any default in payments of dues to any bank or public financial institution or non-convertible debenture holders or any other secured creditor.

STATEMENT OF INFORMATION FOR THE MEMBERS PURSUANT TO SECTION II OF PART II OF SCHEDULE V TO THE COMPANIES ACT, 2013.

I. General Information

1. Nature of Industry:

   The Company is South Asia's premier express air and integrated transportation and distribution company and offers secure and reliable delivery of consignments to over 35,000 locations in India. As part of Deutsche Post DHL Group's DHL eCommerce Solutions division, the Company accesses the largest and most comprehensive express and logistics network worldwide, covering over 220 countries and territories, and offers the entire spectrum of distribution services including air express, freight forwarding, supply- chain solutions and customs clearance.

2. Date of commencement of commercial production:

   The Company carries on the express logistics/courier business since the year 1983.

3. In case of new companies, expected date of commencement of activities as per the project approved by financial institutions appearing in the prospectus;

   Not Applicable

4. Financial performance based on given indicators:

₹ in Lakhs

Particulars	2019-2020*	2018-2019	2017-2018
Net Sales and other Income	3,18,040	3,18,367	2,81,339
(Loss)/Profit Before Tax	(4,720)	12,835	21,178
(Loss)/Profit After Tax	(3,829)	8,760	14,210
Earnings Per share	(16.14)	36.92	59.89
Dividend in %	Nil	125%	125%

* These are Audited Financial results approved by the Board of Directors and subject to approval by the Members at the ensuing Annual General Meeting.

5. Foreign investments or collaboration, if any:

   The Company has neither made any Foreign Investments nor entered into any collaborations during the last year.

II. Information about the Appointee:

1. Background details:

   Mr. Balfour Manuel, Managing Director, is a Company veteran since 36 years and instrumental in the success of the Company since its inception. A longtime employee of the Company, Mr. Balfour Manuel, prior to his appointment as the Managing Director, was the Senior Vice President in charge of the Company's B2B (business-to-business) customers, a cornerstone of the Company's customer base.

   Prior to this, he also held a key general management position where he was responsible for the growth and development of the Company's business in the Western region of India.

   Mr. Balfour Manuel, aged 59 years, is a MBA in Marketing from the University of Mumbai.

   Mr. Balfour Manuel was first appointed on the Board of the Company on May 16, 2019 and he has attended all the 6 Board Meetings held during the Financial year 2019-20.

Shareholding of the Company as on March 31, 2020: 800 shares

Directorship in other company - Express Industry Council of India (EICI)

Membership/ Chairmanship of the Committees of other Boards = NIL

2. Past remuneration:

₹ in Lakhs

Sr. No.	Particulars of Remuneration	For the Financial Year 2018 -19	For the Financial Year 2019 - 20
1.	Gross salary a) Salary as per provisions of section 17(1) of the Income-tax Act, 1961	101.81	159.25*
	b) Value of perquisites u/s. 17(2)Income-tax Act, 1961	3.45	10.91
	c) 'profits in lieu of salary' under section 17(3) Income-tax Act, 1961	-	-
	d) Company's contribution towards PF	3.73	9.61
2.	Stock Option	-	-
3.	Sweat Equity	-	-
4.	Commission - as % of profit - others, specify…	-	-
5.	Others, please specify	-	-
	Total	108.99	179.77*

Notes :

i. * Salary as per provisions contained in Section 17 (1) of the Income Tax Act consists of below mentioned amounts :

₹ in Lakhs

Amount paid for 2019-20 as per limits defined in Schedule V	122.65
Add : Previous years incentive accrued in 2018-19 but paid in 2019-20	36.60
Salary as per provisions contained in Section 17 (1) of the Income Tax Act	159.25

ii) Mr. Balfour Manuel was appointed as Managing Director w.e.f. May 16, 2019

iii) Remuneration does not include contribution to approved Gratuity Scheme under the defined benefits scheme which is actuarially determined on an overall Company basis.

iv) Based on computation of 'Effective capital', permissible limit of the remuneration as per Schedule V to the Act, for the Managing Director is ₹122.98 Lakhs.

The remuneration paid/ payable to Mr. Balfour Manuel for the period ended March 31, 2020 is ₹ 206.65 Lakhs inclusive of Incentive payment of ₹ 84 lakhs as per remuneration terms stated above,

in ₹

Remuneration paid	1,22,65,040
Remuneration (Incentive) payable	84,00,000
Total Remuneration	2,06,65,040

3. Recognition and awards:

Under dynamic leadership of Mr. Balfour Manuel, the Company has won several awards which validates its brand equity, leadership, human resource philosophy, customer service, business acumen and corporate social responsibility. The notable awards won during the year are :

The Company received prestigious 'Golden Peacock Award for Corporate Ethics – 2019', at an event organised by 'The Institute of Directors' at "IOD India's "4th Annual Global Convention on CORPORATE ETHICS AND RISK MANAGEMENT" held on 16th January, 2020 at Singapore.

The Company is benchmarked on the international standards and has won several brand leadership awards. It was voted as the 'Business Superbrand' for the 13th consecutive year by the 'Super brands India' 2019, recognized as the Most Trusted Brand 2019 for the 13th time in a row by the Reader's Digest, awarded with the ET NOW Stars of the Industry Awards 'Brand Leadership Award' for Excellence In Supply Chain and Logistics, conferred with 'The Best Compliance Team Award' by the Legasis Compliance 10/10 Compliance by Choice, facilitated with the Award for 'Service Excellence' by Yusen Logistics, conferred with the 'Best Air Transportation, Best Surface Express Transportation and Best Implant' at Fiat Plant by JEEP - FIAT CHRYSLER – FCA at India Transport Excellence Awards, certified as one of 'India's Best Companies to Work for' by The Great Place to Work® Institute India 2019, recognized as a 'Company with Great People Managers' by The Great Manager Institute in association with Forbes, presented with 'Global HR Excellence Awards' 2020, at the World HRD Congress for Talent Management practices, recognized by Green Freight Asia (GFA) for its commitment to adopting Green Road Freight Practices as a Carrier in 2019.

4. Job Profile and suitability:

Mr. Balfour Manuel, Managing Director, possess rich experience in the logistics industry. He has successfully and in a sustained manner, contributed significantly during challenging times.

Mr. Balfour Manuel, a Company veteran of over 36 years, has been instrumental in the success of the Company from the very beginning of the Company's inception.

Mr. Balfour Manuel is one of the core managerial personnel who uses his wide business experience and network in expanding business opportunities of the Company. He has overall responsibility for operations, business and financial performance of the Company and performance of the subsidiaries.

The Company has two wholly-owned subsidiary companies viz; Blue Dart Aviation Limited ("**BDAL**") and Concorde Air Logistics Limited. The Company has an ACMI Contract with BDAL, India's first domestic scheduled cargo airline in the country and provides dedicated air carriage capacity to the Company which has ensured a key differentiator in sustaining the Company's leadership position through its unique aviation network. Further, increase in remuneration of the Managing Director is within the benchmarks and guidance norms of the parent group DP-DHL.

5. Remuneration proposed:

   Based on computation of 'Effective capital', permissible limit of remuneration as per Schedule V to the Act, for Managing Director is ₹ 122.98 Lakhs p.a. and in excess of this remuneration, can be paid by passing a Special Resolution.

   There is no change in terms of appointment and remuneration of Mr. Balfour Manuel, Managing Director, as already approved by the Members at the AGM held on July 31, 2019 for the period from May 16, 2019 to March 31, 2020 as detailed in the resolution set out at item no. 3(a) of the accompanying Notice. Total remuneration paid/ payable to Mr. Balfour Manuel for the aforesaid period is ₹ 206.65 Lakhs inclusive of Incentive payment of ₹ 84 lakhs as per the remuneration terms stated above,

   Increase in remuneration is proposed for the financial year April 1, 2020 to March 31, 2021 as set out above.

6. Considering profile, knowledge, experience and responsibilities shouldered by Mr. Balfour Manuel in respect of business activities during these challenging times, remuneration is commensurate with the industry standards and Board level positions held in similar sized and similarly positioned businesses.

7. Pecuniary relationship directly or indirectly with the Company or relationship with the managerial personnel, if any:

   Besides remuneration proposed herein, Mr. Balfour Manuel does not have any other pecuniary relationship with the Company. Mr. Balfour Manuel is not related to any Director of the Company and is a 'Key Managerial Personnel' (KMP) under provisions of law.

III. Other Information

1. Reasons of loss or inadequate profits:

   The Company's profitability for the financial year 2019-20 was impacted due to an exceptional items in respect of the 'Organization Right-Sizing exercise' undertaken by the Company during the year to create long term value for the stakeholders, adoption of the Ind AS 116 new Accounting Standard effective April 1, 2019 which led to a higher impact on profit and the national lockdown to curb the spread of the coronavirus pandemic which stalled businesses in India. The Company reported a loss of ₹ 3,829 Lakhs on a standalone basis.

2. Steps taken or proposed to be taken for improvement and expected increase in productivity and profits in measurable terms:

   The Company is a resilient company and expects to see its operations coming to 'near normal' soon after the lockdown is lifted. The Company played active role in the nation's fight against the COVID-19 pandemic by transporting over thousands of tons of essential supplies in co-ordination with the Government of India, several State Governments, Municipalities, pharmaceutical companies, hospitals and other research institutions. The Company's cargo aircrafts flew across major Indian and International cities (Hong Kong, Dhaka, Guangzhou, Shanghai and Yangon) transporting mission critical supplies through charter operations. To ensure safety of our customers and employees, the Company has pioneered 'contactless deliveries" for its shipments. Blue Darters have worked round the clock to deliver essentials in a time-bound manner. The Company is also honoured to be a part of the Government's 'Lifeline Udan' initiative. The Company played a crucial role of being a 'trade facilitator' for the Nation by working across the industries during the extended lockdown in May 2020. The Company is closely tracking the impact of COVID-19 on the economy. As things continue to evolve, the Company is working along with its customers and partners to ensure safety and to ramp up of its operations. Automation and technology will continue to be the pivots of its business. As a company focused on revenue enhancement, service quality and profitability, the Company will continue with an unwavering focus on delivering our core competencies of reliability and responsiveness with immense customer centricity. The Company is committed to serve the Nation with the support of its dedicated and passionate team.

IV. Disclosures:

All elements of remuneration package such as salary, benefits, incentives etc. are as stated above.

Mr. Balfour Manuel's brief profile and the disclosures as required pursuant to provisions of 'Secretarial Standards' notified by the ICSI are stated above.

Except Mr. Balfour Manuel, none of the other Directors and Key Managerial Personnel of the Company and their respective relatives is concerned or interested, financially or otherwise, in the resolutions as set out in item nos. 3(a) and 3(b) of the accompanying Notice.

This Explanatory Statement be treated as a written memorandum under Section 190 of the Companies Act, 2013, of the Agreement to be entered into between the Company and Mr. Balfour Manuel.

A copy of the draft of the Supplementary Agreement referred to in the said resolution is available for inspection in the electronic mode. Members can inspect the same by sending an email to Investors@bluedart.com.

In compliance with the applicable provisions of the Companies Act, 2013, Special Resolutions as per the terms set out in Item Nos. 3(a) and 3(b) of the accompanying Notice are being placed before the Members at the ensuing Annual General Meeting.

The Board of Directors recommends the resolutions as set out at Item Nos. 3(a) and 3(b) of the accompanying Notice for approval by the Members.

Item No. 4

As per the provisions of Section 149, 152, Schedule IV of the Act read with rules made thereunder, the Company had appointed Mr. Narendra Sarda as an Independent Director as per the requirement of the Companies Act, 2013 for a period 5 (Five) consecutive years commencing from March 28, 2017 to March 27, 2022.

SEBI vide its circular dated May 09, 2018 has amended SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 and has now mandated all Listed Companies w.e.f. April 1, 2019, vide regulation 17(1A) of SEBI (Listing Obligations & Disclosure Requirements) (Amendment) Regulations, 2018 to obtain shareholders' approval vide special resolution for appointment/ continuance of appointment of any non-Executive Director who has attained the age of 75 years.

Since Mr. Narendra Sarda would be attaining the age of 75 years on November 8, 2020, consent of the Members by way of Special Resolution is sought by the Company in compliance with Regulation 17 (1A) of Securities and Exchange Board of India (Listing Obligations & Disclosure Requirements) (Amendment) Regulations, 2018, for continuance of his appointment as an Independent Director of the Company on his attaining age of 75 years for the period with effect from November 8, 2020 till the expiry of his tenure i.e. March 27, 2022.

Mr. Narendra Sarda is Chairman of the Nomination & Remuneration Committee and Risk Management Committee, Member of the Audit Committee and Business Responsibility Committee and has been rendering valuable advice and guidance to the Board of Directors and Management from time to time. Mr. Narendra Sarda also constructively debated with other Independent Directors, leveraging range of their skills and experience to drive the Board's performance. Based on performance appraisal criteria viz; effectiveness of meetings, time and focus given to particular areas, information issues, corporate governance norms etc. it was concluded that Mr. Narendra Sarda's contribution to performance of the Board has been effective and valuable.

Accordingly, based on performance evaluation of Mr.Narendra Sarda, the Board of Directors of the Company ('the Board') at its Meeting held on May 26, 2020, on recommendation of Nomination & Remuneration Committee and subject to approval of Members, approved and recommended continuation of appointment of Mr. Narendra Sarda on his attaining the age of 75 years on November 8, 2020 till March 27, 2022 as set out in the respective Resolutions and he shall not be liable to retire by rotation at the Annual General Meeting as provided under Section 152(6) of the Companies Act, 2013.

The Company has received from Mr. Narendra Sarda (i) consent in writing to act as a Director in Form DIR- 2 pursuant to Rule 8 of the Companies (Appointment & Qualification of Directors) Rules, 2014, (ii) intimation in Form DIR- 8 in terms of the Companies (Appointment & Qualification of Directors) Rules, 2014, to the effect that he is not disqualified under the provisions of sub-section (2) of Section 164 of the Companies Act, 2013, and (iii) a declaration to the effect that he meets the criteria of independence as provided in sub-section (6) of Section 149 of the Companies Act, 2013 and Regulation 16 and 25 of Securities and Exchange Board of India (Listing Obligations & Disclosure Requirements) Regulations, 2015 as amended.

In the opinion of the Board, Mr. Narendra Sarda fulfils the conditions specified under the Companies Act, 2013 and Companies (Amendment) Act, 2017 and Rules framed there under for appointment as an Independent Director and he is independent of the management.

Brief resume of Mr. Narendra Sarda pursuant to Regulation 36 of Securities and Exchange Board of India (Listing Obligations & Disclosure Requirements) Regulations, 2015 and Secretarial Standard-2 on General Meeting are provided below.

Mr. Narendra Sarda aged 74 years was the President of The Institute of Chartered Accountants of India (ICAI) in 1993-1994. He was Chairman of Deloitte Haskins Sells & Affiliates, India during 2007 to 2011. He was a Public Representative Director on the Board of The Stock Exchange, Mumbai, (BSE) during 1999 to 2001. He was a member on the Board of the erstwhile International Accounting Standards Committee, London during 1993 to 1995. He was a member of the IFRS Advisory Council, London (Advisory body to International Accounting Standards Board -IASB) during 2009 to 2011. He was a partner in P. C. Hansotia of & Co., Chartered Accountants for 41 years during 1970 to 2011. He has delivered lectures, since 1968, at the classes for CA Students and at various conferences and seminars organized by Professional Institutes and Chambers of Commerce.

Mr. Narendra Sarda holds 'Nil' Equity Shares in the Company. He has no relationship with other Directors and other 'Key Managerial Personnel' of the Company.

Date of first appointment on the Board: March 28, 2015

Details of remuneration sought to be paid:

Mr. Narendra Sarda shall be entitled to receive sitting fees and commission.

The remuneration last drawn by Mr. Narendra Sarda:

₹ 6,30,000/- (Sitting fees for the period from April 01, 2019 upto March 31, 2020).

The number of Meetings of the Board attended during the year: 6 (For the period April 01, 2019 to March 31, 2020).

Directorship/ Membership/ Chairmanship of Committees of Other Boards:

Sr. No.	Names of the Companies	Designation
1.	Gillette India Limited	Director
2.	Gillette India Limited	Audit Committee

Given his expertise, knowledge and experience, the Board considers that continued association of Mr. Narendra Sarda would be of immense benefit to the Company and it is desirable to continue to avail services of Mr. Narendra Sarda as an Independent Director. Accordingly, the Board considers continuation of Mr. Narendra Sarda on his attaining 75 years of age, as an Independent Director to be in the best interest of the Company and recommend the resolution at no. 4 as set out in the accompanying Notice for approval by Members as a special resolution.

None of the Directors, Key Managerial Personnel of the Company or their relatives, other than Mr. Narendra Sarda for his continuation is, in any manner concerned or interested financial or otherwise in the resolution as set out at Item no. 4 in the accompanying Notice of Annual General Meeting.

Mumbai,
May 26, 2020

By Order of the Board
sd/-
Tushar Gunderia
Company Secretary

Regd. Office:
Blue Dart Centre, Sahar Airport Road,
Andheri (East), Mumbai – 400 099.
Tel : 28396444 | Fax : 28244131
CIN: L61074MH1991PLC061074
www.bluedart.com
Investors@bluedart.com

PROFILE OF MR. KENNETH ALLEN, DIRECTOR RETIRING BY ROTATION AND SEEKING RE-APPOINTMENT
(Pursuant to Regulation 36 of Securities and Exchange Board of India) [(Listing Obligations & Disclosure Requirements) Regulations, 2015 and Secretarial Standard (SS - 2)]

Mr. Kenneth Allen, aged 64 years, is the CEO of DHL eCommerce Solutions. He has been a Corporate Board Member of the Deutsche Post DHL Group since 2009. He became Board Member for DHL eCommerce Solutions with effect from January 1, 2019, and his new assignment includes the 'Parcel Europe and Ecommerce' businesses. Apart from keeping the responsibility for Customer Solutions & Innovation (CSI), Mr. Allen leads the further development of the overall e-commerce strategy for the Group.

Mr. Kenneth Allen successfully shaped the Express strategy and led the division to an unparalleled growth trajectory by unlocking its revenue and profit potential. With relentless focus on the core principles of the customer centricity, employee engagement and profitable growth, Mr. Allen established truly world-class processes within the Express division.

Mr. Kenneth Allen is a Chartered Certified Accountant (F. C. C. A.).

Details of remuneration sought to be paid: No remuneration is drawn by Mr. Kenneth Allen.

Date of first appointment on the Board: March 11, 2019

Terms & Conditions of Re-appointment : Mr. Kenneth Allen is proposed to be re-appointed as Non-Executive Director of the Company, liable to retire by rotation.

The number of Meetings of the Board attended during the year: 1(One).

Directorship/ Membership/ Chairmanship of Committees of Other Boards: NIL

Shareholding of the Company as on March 31, 2020 : Nil

Mr. Kenneth Allen and any of the other Directors, Manager or Key Managerial Personnel of the Company do not have any inter-se relationship.