



इंडियन रेलवे फाइनेंस कॉर्पोरेशन लिमिटेड

(भारत सरकार का उद्यम) (सीआईएन L65910DL1986GO1026363)

पंजीकृत कार्यालय: यूजी फ्लोर, ईस्ट टॉवर, एनबीसीसी प्लेस, भीष्म पितामह मार्ग, प्रगति विहार, लोधी रोड, नई दिल्ली - 110003

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INDIAN RAILWAY FINANCE CORPORATION LTD.

(A Government of India Enterprise) (CIN: L65910DL1986GOI026363)

Regd. Office: UG Floor, East Tower, NBCC Place, Bhisam Pitamah Marg, Pragati Vihar, Lodhi Road, New Delhi - 110003 Phone: +91-011- 24361480 E-mail: info@irfc.co.in, Website: <https://irfc.co.in/>

No: IRFC/SE/2023-24/38

22nd September 2023

National Stock Exchange of India Limited Listing department, Exchange Plaza, Bandra- Kurla Complex, Bandra (E) Mumbai- 400 051	BSE Limited Listing Dept / Dept of Corporate Services, PJ Towers, Dalal Street, Mumbai -400 001
Scrip Symbol: IRFC	Scrip Code: 543257

Sub: Intimation of approval of Alteration in Articles of Association (AOA)

Sir/ Madam,

In terms of the provisions of regulation 30 & 51(2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 & other applicable provisions and subject to approval of Registrar of Companies, NCT of Delhi & Haryana, this is to inform that shareholders of the Company at its 36th Annual General Meeting (AGM) held on Friday, 22nd September 2023 inter alia, approved the alteration in Articles of Association of the Company/IRFC by addition of new sub-clause in articles, as detailed hereunder.

202A. Nominee Director nominated by Debenture Trustee

"Notwithstanding anything contained in other Articles, the IRFC Board shall have the power to appoint any person as a Director nominated by Debenture Trustee, if it is provided by any Trust Deed securing or otherwise in connection with any issue of debentures of the Company that any person or persons shall have power to nominate a Director of the Company, then in the case of any and every such issue of debentures the person or persons having such power may exercise such power from time to time and nominate a Director accordingly. Any Director so nominated is herein referred to as a Nominee Director nominated by Debenture Trustee. A Nominee Director nominated by Debenture Trustee may be removed from at any time by the person or persons in whom for the time being is vested the power under which he was nominated, and another Director may be nominated at his place. A Nominee Director nominated by Debenture Trustee shall not be bound to hold any qualification shares. A Nominee Director nominated by Debenture Trustee shall ipso facto vacate such office immediately the money owing by the Company to the Debenture holders is paid off or on satisfaction of the liability of the Company on this account."

This is submitted for your information and record.

Thanking You,

For Indian Railway Finance Corporation Limited

(Vijay Babul Shirode)
Company Secretary & Compliance Officer



Vijay Babul Shirode