

NOTICE

NOTICE is hereby given that the 68th Annual General Meeting (AGM) of the Members of ECGC Limited (hereinafter referred to as 'the Company') will be held at 12:30 Hrs. on Monday, September 21, 2026 through Video Conference (VC)/ Other Audio-Visual Means (OAVM) to transact the following business:

ORDINARY BUSINESS:

Item No. 1 – Adoption of the Audited financial statements

To consider and adopt the Audited Financial Statements including the Balance Sheet, Revenue Account and Profit & Loss Account and the reports of the Board of Directors and Auditors thereon for the Financial Year ended on March 31, 2026.

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

“RESOLVED THAT the Audited Balance Sheet, the Revenue Account and Profit & Loss Account of the Company for the Financial Year ended on March 31, 2026 together with the Statutory Auditors' Report, the comments of the Comptroller and Auditor General of India (CAG) and the Directors' Report for the Financial Year 2025-26 as circulated to the Members, be and are hereby considered and adopted.”

Item No. 2 – Declaration of dividend

To declare dividend on equity shares for the Financial Year ended on March 31, 2026.

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





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“**RESOLVED THAT** a final dividend of ₹9/- (Rupees Nine only) on every fully paid-up Equity Share of ₹100/- each on total paid-up Share Capital of ₹4,338 crore (Rupees Four thousand three hundred and thirty-eight crore only), amounting to ₹390,42,00,000/- (Rupees Three hundred ninety crore and forty-two lakh only) as recommended by the Board of Directors, be and is hereby approved and declared out of the profits of the Company for the Financial Year ended on March 31, 2026.”

Item No. 3 –Appointment of Statutory Auditors / Regional Office Auditors / Branch Auditors by the Comptroller and Auditor General of India (CAG) for the financial year 2026-27 and authorizing the Board to fix the remuneration of the appointed Auditors for the financial year 2026-27.

Appointment of Statutory Auditors / Regional Office Auditors / Branch Auditors for the financial year 2026-27 by the Comptroller and Auditor General of India (CAG) and to authorize the Board of Directors to fix remuneration of the appointed Auditors pursuant to Section 139(5) read with Section 142 of the Companies Act, 2013 for the Financial Year 2026-27.

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

“**RESOLVED THAT** pursuant to the provisions of Section 139, 142 and other applicable provisions, if any, of the Companies Act, 2013, the Joint Statutory Auditors, Regional Office Auditors and the Branch Auditors of the Company appointed by the Comptroller and Auditor General of India (C&AG) for the Financial Year 2026-27 vide letter No./CA. V/COY/CENTRAL GOVERNMENT, ECGC(66)/752 dated September 08, 2026 be and is hereby taken on record and the Auditors shall hold office till the conclusion of the 69th Annual General Meeting of the Company.



RESOLVED FURTHER THAT pursuant to the provisions of Section 142 of the Companies Act, 2013, the Board of Directors be and is hereby authorized to fix the remuneration of the Statutory Auditors/Regional Office Auditors/Branch Auditors appointed by the Comptroller and Auditor General of India (CAG) respectively for the Head Office, Regional Offices and Branch Offices of the Company for the Financial Year 2026-27.”

SPECIAL BUSINESS:

Item No. 4 – Appointment of Shri Kesavan Ramachandran (DIN 11347731), Executive Director, Reserve Bank of India as an Independent Director.

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

“**RESOLVED THAT** pursuant to the provisions of Section 149 and Section 152 of the Companies Act, 2013 read with the Companies (Appointment and Qualification of Directors) Rules, 2014 and other relevant provisions of the Companies Act, 2013, the appointment of Shri Kesavan Ramachandran (DIN 11347731), Executive Director, Reserve Bank of India as an Independent Director of the Company w.e.f. October 17, 2025 as per the Order issued by the Department of Commerce, Ministry of Commerce & Industry vide File No. 6/6/2011-EMDA-PartFile dated October 03, 2025 be and is hereby taken on record.”

Item No. 5 – Appointment of Shri Suchindra Misra (DIN 01873568), Special Secretary, Department of Commerce, Ministry of Commerce & Industry as a Government-Nominee Director.

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





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“RESOLVED THAT pursuant to the provisions of Section 152 of the Companies Act, 2013 read with the Companies (Appointment and Qualification of Directors) Rules, 2014 and other relevant provisions of the Companies Act, 2013, the appointment of Shri Suchindra Misra (DIN 01873568), Special Secretary, Department of Commerce, Ministry of Commerce & Industry as a Government-Nominee Director of the Company w.e.f. January 20, 2026 as per the Order issued by the Department of Commerce, Ministry of Commerce & Industry vide File No. 6/6/2011-EMDA-PartFile dated January 20, 2026 be and is hereby taken on record.”

Item No. 6 – Appointment of Shri Hitesh Rameshchandra Joshi (DIN 09322218), Chairman-cum-Managing Director, General Insurance Corporation of India (GIC Re) as an Independent Director.

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

“RESOLVED THAT pursuant to Section 149 and Section 152 of the Companies Act, 2013 read with the Companies (Appointment and Qualification of Directors) Rules, 2014 and other relevant provisions of the Companies Act, 2013, the appointment of Shri Hitesh Rameshchandra Joshi (DIN 09322218), Chairman-cum-Managing Director, General Insurance Corporation of India (GIC Re) as an Independent Director of the Company w.e.f. February 04, 2026 as per the Order issued by the Department of Commerce, Ministry of Commerce & Industry vide File No. 6/6/2011-EMDA- PartFile dated February 04, 2026 be and is hereby taken on record.”

Item No. 7 – Appointment of Ms. Sakshi Mittal (DIN 11831732), Joint Secretary, Department of Economic Affairs, Ministry of Finance as a Government-Nominee Director.

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



“RESOLVED THAT pursuant to Section 152 of the Companies Act, 2013 read with the Companies (Appointment and Qualification of Directors) Rules, 2014 and other relevant provisions of the Companies Act, 2013, the appointment of Ms. Sakshi Mittal (DIN 11831732), Joint Secretary, Department of Economic Affairs, Ministry of Finance as a Government-Nominee Director of the Company w.e.f. July 16, 2026 as per the Order issued by Department of Commerce, Ministry of Commerce & Industry vide File No. 6/6/2011-EMDA-VOL.II dated July 14, 2026 be and is hereby taken on record.”

Item No. 8 – Appointment of Shri Paramdeep Lal Thakur (DIN 11824465), Executive Director (Policy Matters), ECGC Limited as a Whole-Time Director.

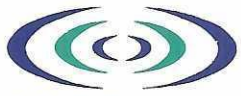
To consider and if thought fit, to pass with or without modification(s) the following as an **Ordinary Resolution**:

“RESOLVED THAT pursuant to Section 152 and Section 203 of the Companies Act, 2013 read with the Companies (Appointment and Qualification of Directors) Rules, 2014 and other relevant provisions of the Companies Act, 2013, the appointment of Shri Paramdeep Lal Thakur (DIN 11824465), Executive Director (Policy Matters), ECGC Limited as a Whole-Time Director of the Company w.e.f. July 14, 2026 as per the Order issued by Department of Commerce, Ministry of Commerce & Industry vide File No. 6/6/2011-EMDA-VOL.II dated July 14, 2026 be and is hereby taken on record.”

Item No. 9 – Appointment of Shri Yashvir Singh (DIN 11934180), Additional Secretary, Department of Commerce, Ministry of Commerce & Industry as a Government-Nominee Director.

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

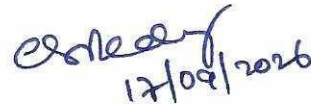




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“RESOLVED THAT pursuant to Section 152 of the Companies Act, 2013 read with the Companies (Appointment and Qualification of Directors) Rules, 2014 and other relevant provisions of the Companies Act, 2013 the appointment of Shri Yashvir Singh (DIN 11934180), Additional Secretary, Department of Commerce, Ministry of Commerce & Industry as a Government-Nominee Director of the Company w.e.f. September 08, 2026 as per the Order issued by Department of Commerce, Ministry of Commerce & Industry vide File No. 6/6/2011-EMDA-VOL.II dated August 31, 2026 be and is hereby taken on record.”

**By order of the Board of Directors
For ECGC Limited**


17/09/2026

**(Chandrasekhara Reddy)
Company Secretary**

Date: September 17, 2026

Place: Mumbai,

Registered Office:

ECGC Bhawan,

ECGC Limited,

CTS No. 393, 393/1- 45, M.V. Road,

Andheri East,

Mumbai – 400069.

Notes:

1. The Annual General Meeting (AGM) of the Company shall be held through VC/OAVM pursuant to the applicable provisions of the Companies Act, 2013 (Act) and the Ministry of Corporate Affairs General Circular No. 03/2025 dated September 22, 2025, 10/2022 dated December 28, 2022, 14/2020 dated April 08, 2020, 17/2020 dated April 13, 2020 and 20/2020 dated May 05, 2020, that permit companies to hold the Annual General Meeting (AGM) through Video Conference (VC)/ Other Audio-Visual Means (OAVM), without the physical presence of the Members at a common venue.

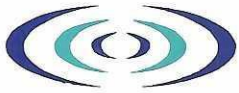




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2. In accordance with the Secretarial Standard-2 (SS-2) on General Meeting issued by the Institute of Company Secretaries of India (ICSI) read with Guidance/Clarification dated 15th April 2020 issued by ICSI, the proceedings of the AGM shall be deemed to be conducted at the registered office of the Company which shall be the deemed venue of the AGM.
3. The AGM will be held through VC/ OAVM, therefore, route map to the venue of the Meeting and attendance slip are not annexed to this Notice.
4. The AGM will be held through VC/OAVM, therefore the requirement for appointment of proxy stands dispensed with. Hence, proxy form is not annexed to the Notice.
5. Members attending the AGM through VC/OAVM shall be counted for the purpose of reckoning quorum under Section 103 of the Companies Act, 2013.
6. Web-Link and log-in details to attend the 68th AGM have been shared with the Members via e-mail. For security reasons, Members are requested not to share the web link/ meeting ID and password with any other person and take utmost care to safeguard the login credentials. Members are encouraged to join the Meeting through laptop/desktop with good internet speed to avoid any disturbance during the Meeting.
7. In compliance with the relevant MCA Circulars, Notice of the AGM along with the Annual Report of the Company for the Financial Year 2025-26 shall be sent through electronic mode at the email addresses of the Members registered with the Company. Members may note that copy of the Notice and Annual Report 2025-26 shall also be available on the Company's website www.ecgc.in.
8. Members seeking any information/ clarification regarding the financial statements for the Year 2025-26 or any matter to be dealt with at this AGM, are requested to write at cs@ecgc.in on or before September 19, 2026.





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9. For Members who would like to express their views/ have queries, they may register themselves as a speaker, by sending their request from their registered email address mentioning their name and contact number at cs@ecgc.in on or before September 19, 2026.
10. As per the provisions of Clause IV of Para B of the General Circular No. 20/2020 dated May 05, 2020 the matter of Special Business as appearing at items No. 4 to 9 of the accompanying Notice, is considered to be placed at the meeting to comply with Section 152 of the Companies Act, 2013 hence forming part of this Notice. A statement pursuant to Section 102(1) of the Act relating to Special Business to be transacted at the meeting, in respect of items No. 4 to 9 is annexed hereto and forms part of the Notice.

Instructions to Shareholders for joining the meeting:

- i. Joining from Laptop or Computer (having access to webcam)

Step 1: Webex Meeting link for joining the 68th AGM is available in the Notice e-mail dated September 17, 2026. Click on the Webex link and open in Safari/Chrome/Microsoft Edge. This will direct you to a page where you can choose to either join the meeting on the web or download the Webex desktop app.

Step 2: Click on Join on the web instead, if desktop app is not desired.

Step 3: Enter the Meeting number and Password as provided in the Notice email dated September 17, 2026 and type your name. Click on 'join now'.

Step 4: Mute/ unmute the audio and video as desired.

- ii. Joining from Mobile Phone

Step 1: Download Webex Mobile App from the Application Store (e.g. Google Play Store, iOS App Store, as applicable.)

Step 2: Webex Meeting link for joining the 68th AGM is available in the Notice email dated September 17, 2026. Select the Webex link and open in the downloaded App.

Step 3: Enter the Meeting number and Password as provided in the Notice email dated September 17, 2026 and type your name. Select on 'join now'.

Step 4: Mute/Unmute the audio and video as desired.





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It is highly recommended to keep the audio on mute at all times except when the name is announced by the Chairman/ Company Secretary to speak.

For any technical assistance, you may contact the technical team by writing to cs@ecgc.in or by calling on 022-66590626.

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

For Items No. 4 - 9:

ECGC Limited is a wholly-owned Central Public Sector Enterprise (CPSE) under the administrative control of the Ministry of Commerce & Industry (MOC&I), Government of India (GOI) with 100% shareholding held by the President of India and the nominees of the President of India.

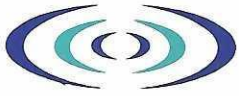
Pursuant to Articles 58 and 63 of the Articles of Association (AOA) of the Company, appointment of all the Directors on the Board of the Company is done by the Administrative Ministry i.e. MOC&I on behalf of the President of India. All the Directors on the Board other than the Chairman-cum-Managing Director and the Executive Director (Policy Matters) are Non-Executive Directors.

None of the Directors, Key Managerial Personnel of the Company or their relatives except the Directors appointed as given hereinunder, are in any way, concerned or interested, financially or otherwise, in the resolutions except as may be deemed to be concerned or interested in the proposed resolutions to the extent of their shareholding in the Company, if any.

During the financial year 2025-26 the following directors were inducted as per the respective Orders issued by Department of Commerce, Ministry of Commerce & Industry:

- i. Shri Kesavan Ramachandran, Executive Director, Reserve Bank of India has been inducted as an Independent Director of the Company w.e.f. October 17, 2025;





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Continuation Sheet

- ii. Shri Suchindra Misra, Special Secretary, Department of Commerce, Ministry of Commerce & Industry has been inducted as a Government-Nominee Non-Executive Director w.e.f. January 20, 2026; and
- iii. Shri Hitesh Rameshchandra Joshi, Chairman-cum-Managing Director, General Insurance Corporation of India (GIC Re) has been inducted as an Independent Director w.e.f. February 04, 2026.

On completion of financial year 2025-26 and as of the date of this Notice, following directors were inducted as per the respective Orders issued by Department of Commerce, Ministry of Commerce & Industry:

- i. Ms. Sakshi Mittal (DIN 11831732), Joint Secretary, Department of Economic Affairs, Ministry of Finance has been inducted as a Government-Nominee Director of the Company w.e.f. July 16, 2026;
- ii. Shri Paramdeep Lal Thakur (DIN 11824465), Executive Director (Policy Matters), ECGC Limited has been inducted as a Whole-Time Director of the Company w.e.f. July 14, 2026; and
- iii. Shri Yashvir Singh (DIN 11934180), Additional Secretary, Department of Commerce, Ministry of Commerce & Industry has been inducted as a Government-Nominee Director of the Company w.e.f. September 08, 2026.

**By order of the Board of Directors
For ECGC Limited**

Chandrasekhara Reddy
17/09/2026

**(Chandrasekhara Reddy)
Company Secretary**

Date: September 17, 2026

Place: Mumbai

Registered Office:

ECGC Bhawan,
CTS No. 393, 393/1-45, M.V. Road,
Andheri (East),
Mumbai – 400069.

