

## ORIX Auto Infrastructure Services Limited

Regd. Office : Plot No. 94, Marol Co-operative Industrial Estate, Andheri -Kurla Road, Andheri (E), Mumbai - 400 059  
Tel: +91 22 6707 0100 • Fax: +91 22 2852 8549 • Email: info@orixindia.com • www.orixindia.com • CIN:U63032MH1995PLC086014

**NOTICE is hereby given that the 25th Annual General Meeting of ORIX Auto Infrastructure Services Limited will be held on Friday, September 25, 2020 at 12.30 p.m. IST through Video Conferencing (“VC”) / Other Audio Visual Means (“OAVM”) to transact the following business.**

### **ORDINARY BUSINESS:**

- (1) **To consider and adopt the Audited Standalone Financial Statement and the Audited Consolidated Financial Statement of the Company for the year ended March 31, 2020 together with the Reports of the Board of Directors and Auditor’s thereon and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution.**

“**RESOLVED THAT** the Audited Standalone and Consolidated Financial statement of the Company for the financial year ended March 31, 2020 and the reports of the Board of Directors and the Auditor’s thereon as circulated to the Members be and are hereby considered and adopted.”

**RESOLVED FURTHER THAT** any one of the Director of the Company or Company Secretary be and is hereby authorised severally to do such other acts, deeds and things as may be necessary to give effect to the above resolution including furnishing certified true copy of the resolution as and when required.”

- (2) **To reappoint Ms. Meeta Sanghvi (DIN: 08065804) who retires by rotation as a Director and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution**

“**RESOLVED THAT** pursuant to the provisions of section 152 and all other applicable provisions, if any, of the of the Companies Act, 2013 read with Companies (Appointment and Qualification of Directors) Rules, 2014 all other applicable rules, regulations, guidelines and laws (including any amendments thereto or re-enactments thereof for the time being in force) Ms. Meeta Sanghvi (DIN: 08065804) who retires by rotation and, being eligible for re-appointment, be and is hereby re-appointed as a Director of the Company.”

**RESOLVED FURTHER THAT** any one of the Director of the Company or Company Secretary be and is hereby authorised severally to do such other acts, deeds and things as may be necessary to give effect to the above resolution including furnishing certified true copy of the resolution as and when required.”

### **SPECIAL BUSINESSES:**

- (3) **To appoint Mr. Yoshiaki Matsuoka (DIN 08141800) as Director of the Company and if thought fit, to pass with or without modification(s), the following resolution as an Ordinary Resolution :**

“**RESOLVED THAT** in accordance with the provisions of Section 152 read with other applicable provisions of the Companies Act, 2013 (“the Act”) and the Companies

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(Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), Mr. Yoshiaki Matsuoka (DIN 08141800) who was appointed as an Additional Director in accordance with the provisions of Section 161(1) of the Act and the Articles of Association of the Company and who holds office up to the date of this meeting and in respect of whom the Company has received a notice in writing under Section 160 of the Act from a member proposing his candidature for the office of Director, be and is hereby appointed as a Director of the Company

**RESOLVED FURTHER THAT** any one of the Director of the Company or Company Secretary be and is hereby authorised severally to do such other acts, deeds and things as may be necessary to give effect to the above resolution including furnishing certified true copy of the resolution as and when required.”

- (4) **To re-appoint Mr. Nagesh Dubey (DIN 06967617) as an Independent Director of the Company and if thought fit, to pass with or without modification(s), the following resolution as a Special Resolution:**

“**RESOLVED THAT** pursuant to the provisions of Sections 149 and 152 read with Schedule IV and any other applicable provisions of the Companies Act, 2013 (“the Act”), the Companies (Appointment and Qualification of Directors) Rules, 2014, (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and the Article of Association of the Company, the Members of the Company do hereby approve the re-appointment of Mr. Nagesh Dubey (DIN: 06967617), in respect of whom the Company has received a notice of candidature from a member under Section 160 of the Companies Act, 2013, as an Independent Director of the Company, to hold office for a tenure of five consecutive years from March 9, 2020 to March 8, 2025 (not be liable to retire by rotation).

**RESOLVED FURTHER THAT** any one of the Director of the Company or Company Secretary be and is hereby authorised severally to do such other acts, deeds and things as may be necessary to give effect to the above resolution including furnishing certified true copy of the resolution as and when required.”

- (5) **To re-appoint Mr. Abhay Kakkar (DIN 06659327) as an Independent Director of the Company and if thought fit, to pass with or without modification(s), the following resolution as a Special Resolution:**

“**RESOLVED THAT** pursuant to the provisions of Sections 149 and 152 read with Schedule IV and any other applicable provisions of the Companies Act, 2013 (“the Act”), the Companies (Appointment and Qualification of Directors) Rules, 2014, (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force) and the Article of Association of the Company, the Members of the Company do hereby approve the re-appointment of Mr. Abhay Kakkar (DIN 06659327), in respect of whom the Company has received a notice of candidature from a member under Section 160 of the Companies Act, 2013, as an Independent Director of the Company, to hold office for a tenure of five consecutive years from March 9, 2020 to March 8, 2025 (not be liable to retire by rotation).

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**RESOLVED FURTHER THAT** any one of the Director of the Company or Company Secretary be and is hereby authorised severally to do such other acts, deeds and things as may be necessary to give effect to the above resolution including furnishing certified true copy of the resolution as and when required.”

By Order of the Board of Directors  
For **ORIX Auto Infrastructure Services Limited**



**Jay Gandhi**  
**Company Secretary**

Regd. Office:  
Plot No. 94, Marol Co-operative Industrial Estate  
Andheri-Kurla Road, Andheri (East)  
Mumbai - 400 059

Date : **August 26, 2020**  
Place : **Mumbai**

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### Notes:

- (1) In view of the continuing COVID-19 pandemic, the Ministry of Corporate Affairs (“MCA”) has vide its circular dated May 5, 2020 read together with circulars dated April 8, 2020 and April 13, 2020 (collectively referred to as “MCA Circulars”) permitted the holding of the Annual General Meeting (“AGM”) through VC / OAVM, without the physical presence of the Members at a common venue. In compliance with the provisions of the Companies Act, 2013 (“Act”), and MCA Circulars, the AGM of the Company is being held through VC / OAVM. The deemed venue for the AGM shall be the Registered Office of the Company.
- (2) Pursuant to the 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 are not annexed to this Notice.
- (3) The Explanatory Statement pursuant to Section 102 of the Companies Act, 2013, which sets out details relating to Special Business of the meeting, is annexed hereto.
- (4) Corporate Member intending to send their authorized representatives are requested to send scanned copy (PDF/JPG Format) of a duly certified copy of the Board Resolution/ Authorization etc. authorizing their representative/(s) to attend and vote at the Annual General Meeting through VC / OAVM on its behalf.
- (5) Members attending the AGM through VC / OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Act.
- (6) 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.
- (7) Members seeking any information with regard to the accounts or any matter to be placed at the AGM, are requested to write to the Company on or before September 24, 2020 through email on [info@orixindia.com](mailto:info@orixindia.com). The same will be replied by the Company suitably.
- (8) In compliance with the aforesaid MCA Circulars, the Electronic copy of the Annual Report 2019-2020 is being sent to the members whose email IDs are registered with the Company/Depositories for communication purposes. Members may note that the Notice and Annual Report 2019-20 will also be available on the Company’s website [www.orixindia.com](http://www.orixindia.com)
- (9) The Register of Directors and Key Managerial Personnel and their shareholding, maintained under Section 170 of the Act, and the Register of Contracts or Arrangements in which the directors are interested, maintained under Section 189 of the Act, will be available electronically for inspection by the members during the AGM. All documents

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referred to in the Notice will also be available for electronic inspection without any fee by the members from the date of circulation of this Notice up to the date of this AGM. Members seeking to inspect such documents can send an email to [info@orixindia.com](mailto:info@orixindia.com) .

- (10) Since the AGM will be held through VC / OAVM, the Route Map is not annexed in this Notice.
- (11) Instructions for joining the AGM are as follows:
  - (a) Members will be able to attend the AGM through VC / OAVM or view the live webcast of AGM at [https://teams.microsoft.com/l/meetup-join/19%3ameeting\\_YWYxOTY1MTYtNjQxZC00NjFkLTk2YTEtNWNmMTc1YjVmYWVm%40thread.v2/0?context=%7b%22Tid%22%3a%22f45010b2-1259-4e62-a339-3527fdafa9f%22%2c%22Oid%22%3a%22b25ef944-7882-468f-ac79-34cfb59985f6%22%7d](https://teams.microsoft.com/l/meetup-join/19%3ameeting_YWYxOTY1MTYtNjQxZC00NjFkLTk2YTEtNWNmMTc1YjVmYWVm%40thread.v2/0?context=%7b%22Tid%22%3a%22f45010b2-1259-4e62-a339-3527fdafa9f%22%2c%22Oid%22%3a%22b25ef944-7882-468f-ac79-34cfb59985f6%22%7d)
  - (b) Members are requested to follow the procedure given below:
    - (i) Launch internet browser (Chrome/Firefox/Safari) and paste the link as mentioned above in the URL.
    - (ii) Enter your name and click on Join Button
    - (iii) Click on Camera Icon (to start your camera) and Microphone icon (to unmute yourself).
  - (c) Facility of joining the AGM through VC / OAVM shall open 15 minutes before the time scheduled for the AGM and shall be kept open throughout the proceedings of the AGM.
  - (d) Members who need assistance before or during the AGM, can contact Mr. Rajan Desai, IT Team on [info@orixindia.com](mailto:info@orixindia.com) or call at 98202 82706.

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### **EXPLANATORY STATEMENT IN RESPECT OF THE SPECIAL BUSINESS PURSAUNT TO SECTION 102 OF THE COMPANIES ACT, 2013**

#### Item No.2:

In accordance with provisions of Section 152 of the Companies Act, 2013, Ms. Meeta Sanghvi (DIN: 08065804), Director of the Company who retires by rotation, and being eligible, offers herself for re-appointment, to enable compliance by the Company with the provisions of Section 152 of the Companies Act, 2013. The brief profile of Ms. Meeta Sanghvi pursuant to applicable provisions of Secretarial Standards-2 as issued by the Institute of Company Secretaries of India is provided below:

<b>Name of the Director and DIN*</b>	<b>Ms. Meeta Sanghvi (DIN: 08065804)</b>
<b>Date of Birth</b>	23/04/1983
<b>Nationality</b>	Indian
<b>Date of Appointment on the Board</b>	21/02/2018
<b>Shares held in the Company as on date</b>	Nil
<b>Qualification/s</b>	B.Com, CS and LL.B.
<b>Experience and Expertise in specific functional area</b>	A Company Secretary and L.L.B by qualification, with more than 12 years of experience in Legal and compliances of Companies Act, RBI, SEBI and various other laws.
<b>Terms and Condition of re-appointment along with Remuneration sought to be paid and last drawn remuneration</b>	In terms of Section 152(6) of the Companies Act, 2013, Ms. Meeta Sanghvi, who was appointed as a Director at the 23 <sup>rd</sup> Annual General Meeting held on August 31, 2018, is liable to retire by rotation.
<b>Directorships held in other companies</b>	Nil
<b>Member/ Chairman of the Committees of Board/ other Companies</b>	Nil
<b>Number of Meetings of the Board attended during the Financial Year 2019-2020</b>	6
<b>Relationship with other Director, Manager &amp; KMP</b>	Nil

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### Item No. 3:

- (1) On recommendation of the Nomination and Remuneration Committee of the Company, the Board of Directors at its meeting held on July 31, 2020 appointed Mr. Yoshiaki Matsuoka as an Additional, Non-Executive, Director of the Company and that he holds the office as such upto the date of this Annual General Meeting in terms of Section 161 of the Companies Act, 2013('the Act') read with the Articles of Association of the Company.
- (2) Pursuant to Section 160 of the Act, the Company has received notice from a member, signifying his intention to propose Mr. Yoshiaki Matsuoka as candidate for the office of Director of the Company, liable to retire by rotation.
- (3) The Company has received from Mr. Matsuoka (i) consent in writing to act as Director in Form DIR 2 pursuant to Rule 8 of the Companies (Appointment and Qualification of Directors) Rules, 2014 ("the Rules"), (ii) intimation in Form DIR 8 in terms of the Rules, to the effect that he is not disqualified under sub-section (2) of Section 164 of the Act; and (iii) Form MBP - 1: his notice of interest in other legal entities along with the 'list of relatives', as per Section 184 of the Act..
- (4) Brief profile of Mr. Yoshiaki Matsuoka is as under :

<b>Name of the Director and DIN</b>	<b>Mr. Yoshiaki Matsuoka (DIN: 08141800)</b>
<b>Date of Birth</b>	10/08/1968
<b>Nationality</b>	Japanese
<b>Date of Appointment on the Board</b>	31/07/2020
<b>Shares held in the Company as on date</b>	Nil
<b>Qualification/s</b>	Graduated with Bachelor's Degree in Physics, The Kwansei Gakuin University.
<b>Experience and Expertise in specific functional area</b>	Mr. Matsuoka has over 30 years of experience in the field of Financial Services. Following is his work experience:  (a) Operating Officer, Head of Global Business Group, Group Strategy Business Unit in ORIX Corporation since January 2020. (b) Chief Executive Officer and chairman in ORIX Corporation Europe N.V. since June 2019. (c) Chief Executive Officer in ORIX

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	<p>Corporation Europe N.V. from April 2018 to June 2019.</p> <p>(d) Executive Vice President, Global Business Development and Investment Group Investment and Operation HQ in ORIX Corporation from January 2016 to December 2019.</p> <p>(e) Managing Director, Global Business Development and Investment Group, Investment and Operation HQ in ORIX Corporation from January 2012 to December 2015.</p> <p>(f) Senior Vice President, New Business Development Team, Global Business and Alternative Investment HQ in ORIX Corporation from March 2007 to December 2011.</p> <p>(g) Senior Vice President, Global Finance in ORIX USA Corporation from March 2004 to February 2007.</p> <p>(h) Sales Manager, Computer and Communication Department in ORIX Corporation from April 1996 to February 2004.</p> <p>(i) Sales Associate, Osaka Sales Department in ORIX Corporation from April 1991 to March 1996.</p>
<p><b>Terms and Condition of re-appointment along with Remuneration sought to be paid and last drawn remuneration</b></p>	<p>As per the resolution at Item No. 3 of the Notice convening this Meeting read with explanatory statement thereto, Mr. Yoshiaki Matsuoka is proposed to be appointed as Director of the Company.</p>
<p><b>Directorships held in other companies</b></p>	<p>(a) ORIX Leasing Malaysia Berhad          (b) ORIX Australia Corporation Limited          (c) ORIX Leasing Pakistan Limited          (d) OCE Nederland B.V.          (e) ORIX Corporation UK Limited          (f) Transtrend B.V.          (g) Harbor Capital Advisors, Inc.          (h) Canara Robeco Asset Management Company Limited          (i) OCE US Holding, Inc.          (j) United Orient Capital Pte. Ltd.          (k) DI Investment Partners Limited          (l) ORIX Leasing &amp; Financial Services India Limited</p>



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<b>Member/ Chairman of the Committees of Board/ other Companies</b>	<table border="0"> <tr> <td style="text-align: center;"><b>Canara</b></td> <td style="text-align: center;"><b>Robeco</b></td> <td style="text-align: center;"><b>Asset</b></td> </tr> <tr> <td colspan="3"><b><u>Management Company Limited:</u></b></td> </tr> <tr> <td colspan="3">(a) Audit Committee</td> </tr> <tr> <td colspan="3">(b) Nomination &amp; Remuneration Committee and</td> </tr> <tr> <td colspan="3">(c) Corporate Social Responsibility Committee</td> </tr> <tr> <td colspan="3"><b><u>ORIX Leasing Pakistan Ltd:</u></b></td> </tr> <tr> <td colspan="3">(a) Human Resource,</td> </tr> <tr> <td colspan="3">(b) Nomination and Remuneration Committee</td> </tr> </table>	<b>Canara</b>	<b>Robeco</b>	<b>Asset</b>	<b><u>Management Company Limited:</u></b>			(a) Audit Committee			(b) Nomination & Remuneration Committee and			(c) Corporate Social Responsibility Committee			<b><u>ORIX Leasing Pakistan Ltd:</u></b>			(a) Human Resource,			(b) Nomination and Remuneration Committee		
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(a) Human Resource,																									
(b) Nomination and Remuneration Committee																									
<b>Number of Meetings of the Board attended during the Financial Year 2019-2020</b>	Not Applicable																								
<b>Relationship with other Director, Manager &amp; KMP</b>	Nil																								

- (5) None of the Directors and KMPs of the Company including their relatives, except Mr. Yoshiaki Matsuoka, has any interest in the proposed resolution(s).
- (6) The Board of Directors recommends the resolution as set forth in Item no. 3 for the approval of the members.

### Item No. 4 and 5:

- (1) Mr. Nagesh Dubey (DIN 06967617) and Mr. Abhay Kakkar (DIN 06659327) were *inter-alia* appointed as Independent Directors (“IDs”) of your Company for tenure of 5 consecutive years with effect from March 9, 2015 at the 20th Annual General Meeting held on August 26, 2015. Accordingly, their tenure expired on March 09, 2020.
- (2) The Board of Directors at their meeting held on February 26, 2020, based on the performance evaluation of IDs, the recommendation of the Nomination & Remuneration Committee and after taking into account all contributions of the said directors during their tenure, re-appointed the IDs as Additional Directors (Independent) till this Annual General Meeting of the Company and further recommended the Members for their re-appointment as IDs for a second term of 5 years commencing from March 9, 2020 and ending on March 8, 2025 by passing of Item Nos. 4 and 5 as Special Resolutions.
- (3) Mr. Nagesh Dubey and Mr. Abhay Kakkar are not disqualified from being appointed as Directors in terms of Section 164 of the Act and have consented to act as Independent Directors of the Company. The Company has also received from them the declarations to the effect that they meet the criteria of independence as prescribed under Section 149 of the Companies Act, 2013. Based on their eligibility, they have offered themselves to be re-appointed.

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- (4) In the opinion of the Board, Mr. Nagesh Dubey and Mr. Abhay Kakkar fulfils the conditions specified in the Companies Act, 2013 for such re-appointment and are independent of the Management.
- (5) Copies of the draft letters of appointment of the IDs setting out the terms and conditions of re-appointment are available for electronic inspection without any fee by the members.
- (6) The Board of Directors believes that continuing association of these Independent Directors would be of immense benefit to the Company considering their expertise and experience. Accordingly, the Board of Directors recommends the passing of all the resolutions set forth under Item Nos. 4 and 5 of the accompanying Notice for approval of the Members of the Company as Special Resolutions.
- (7) Except Mr. Nagesh Dubey and Mr. Abhay Kakkar, none of the Directors, Key Managerial Personnel of the Company or their relatives are, in any way, concerned or interested, financially or otherwise, in the Special Resolutions proposed in Item Nos. 4 and 5 respectively.
- (8) Brief Profile of Mr. Nagesh Dubey is as under :

<b>Name of the Director and DIN</b>	<b>Mr. Nagesh Dubey (DIN 06967617)</b>
<b>Date of Birth</b>	07/05/1967
<b>Nationality</b>	Indian
<b>Date of Appointment on the Board</b>	09/03/2015
<b>Shares held in the Company as on date</b>	Nil
<b>Qualification/s</b>	B.Com, Chartered Accountant
<b>Experience and Expertise in specific functional area</b>	Mr. Dubey has more than 23 years of experience in taxation, accounting and auditing and other Compliances Services viz Profession Tax, Shops and Establishment, Provident Fund, ESIC and Labour Law matters. He has expertise in the area of tax planning (Direct and Indirect), preparation and filing of tax returns, consultancy on Service Tax.
<b>Terms and Condition of re-appointment along with Remuneration sought to be paid and last drawn remuneration</b>	As per the resolution at Item No. 4 of the Notice convening this Meeting read with explanatory statement thereto, Mr. Nagesh Dubey is proposed to be re-appointed as an Independent Director of the Company.

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<b>Directorships held in other companies</b>	<ul style="list-style-type: none"> <li>(a) ORIX Leasing &amp; Financial Services India Limited.</li> <li>(b) Srotas Maritime Private Limited.</li> <li>(c) Kaze Energy Limited.</li> <li>(d) Etesian Urja Limited.</li> </ul>
<b>Member/ Chairman of the Committees of Board/ other Companies</b>	<p>Mr. Dubey is the Member/Chairman of the following Committees of Board:</p> <p><b><u>ORIX Auto Infrastructure Services Limited:</u></b></p> <ul style="list-style-type: none"> <li>(a) Audit Committee- Chairman.</li> <li>(b) Nomination &amp; Remuneration Committee – Member.</li> </ul> <p><b><u>ORIX Leasing &amp; Financial Services India Limited</u></b></p> <ul style="list-style-type: none"> <li>(a) Audit Committee – Chairman.</li> <li>(b) Nomination &amp; Remuneration. Committee – Member.</li> <li>(c) Allocation and Allotment Committee – Member.</li> </ul> <p><b><u>Etesian Urja Limited</u></b></p> <ul style="list-style-type: none"> <li>(a) Audit Committee – Member.</li> <li>(b) Nomination &amp; Remuneration Committee – Chairman.</li> <li>(c) Corporate Social Responsibility Committee – Member.</li> </ul> <p><b><u>Kaze Energy Limited</u></b></p> <ul style="list-style-type: none"> <li>(a) Audit Committee – Member.</li> <li>(b) Nomination &amp; Remuneration Committee – Chairman.</li> <li>(c) Corporate Social Responsibility Committee – Member.</li> </ul>
<b>Number of Meetings of the Board attended during the Financial Year 2019-2020</b>	<p>4</p>
<b>Relationship with other Director, Manager &amp; KMP</b>	<p>Nil</p>

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(9) Brief Profile of Mr. Abhay Kakkar is as under :

<b>Name of the Director and DIN</b>	<b>Mr. Abhay Kakkar (DIN 06659327)</b>
<b>Date of Birth</b>	03/08/1973
<b>Nationality</b>	Indian
<b>Date of Appointment on the Board</b>	09/03/2015
<b>Shares held in the Company as on date</b>	Nil
<b>Qualification/s</b>	Bachelor of Arts, LLB and Postgraduate Diploma in Business Management Marketing.
<b>Experience and Expertise in specific functional area</b>	Mr. Kakkar has more than 22 years' of experience in banking and financial services sector. Experience in Branch Banking, Sales, RM, Recovery Operations, Collection Operations and Credit Admin.
<b>Terms and Condition of re-appointment along with Remuneration sought to be paid and last drawn remuneration</b>	As per the resolution at Item No. 5 of the Notice convening this Meeting read with explanatory statement thereto, Mr. Abhay Kakkar is proposed to be re-appointed as an Independent Director of the Company.
<b>Directorships held in other companies</b>	(a) ORIX Leasing & Financial Services India Limited. (b) Celestial Legal Solutions Pvt. Ltd. (c) Kaze Energy Limited. (d) Etesian Urja Limited. (e) Celestial Expert Solutions LLP.
<b>Member/ Chairman of the Committees of Board/ other Companies</b>	Mr. Kakkar is the Member/Chairman of the following Committees of Board:  <b><u>ORIX Auto Infrastructure Services Limited:</u></b>  (a) Audit Committee – Member. (b) Nomination & Remuneration Committee – Member. (c) Corporate Social Responsibility Committee – Member.

**ORIX Auto Infrastructure Services Limited**

Regd. Office : Plot No. 94, Marol Co-operative Industrial Estate, Andheri -Kurla Road, Andheri (E), Mumbai - 400 059  
 Tel: +91 22 6707 0100 • Fax: +91 22 2852 8549 • Email: info@orixindia.com • www.orixindia.com • CIN:U63032MH1995PLC086014

	<p><b><u>ORIX Leasing &amp; Financial Services India Limited</u></b></p> <p>(a) Audit Committee – Member.          (b) Nomination &amp; Remuneration Committee – Member.          (c) Corporate Social Responsibility Committee – Member.          (d) Allocation and Allotment Committee – Member.          (e) IT Strategy Committee – Chairman.          (f) IT Steering Committee – Chairman.</p> <p><b><u>Etesian Urja Limited</u></b></p> <p>(a) Audit Committee – Member.          (b) Nomination &amp; Remuneration Committee – Member.</p> <p><b><u>Kaze Energy Limited</u></b></p> <p>(a) Audit Committee – Member.          (b) Nomination &amp; Remuneration Committee – Member.</p>
<p><b>Number of Meetings of the Board attended during the Financial Year 2019-2020</b></p>	<p>4</p>
<p><b>Relationship with other Director, Manager &amp; KMP</b></p>	<p>Nil</p>

By Order of the Board of Directors  
 For **ORIX Auto Infrastructure Services Limited**



**Jay Gandhi**  
 Company Secretary

Regd. Office:  
 Plot No. 94, Marol Co-operative Industrial Estate  
 Andheri-Kurla Road, Andheri (East)  
 Mumbai - 400 059

Date : **August 26, 2020**  
 Place : **Mumbai**