

Form DIR-2

Consent to act as a director of a company

[Pursuant to section 152(5) and Rule 8 of Companies (Appointment and Qualifications of Directors) Rules, 2014]

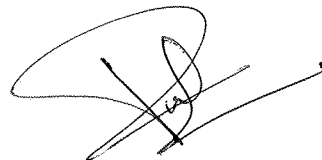
To

The Board of Directors,  
**Optimus Infracom Limited**,  
K-20, Second Floor, Lajpat Nagar-II,  
New Delhi-110024

**Subject: Consent to act as a Director**

I, **Ritu Goyal**, hereby give my consent to act as an Independent Director of **Optimus Infracom Limited**, pursuant to sub section (5) of Section 152 of the Companies Act, 2013 and certify that I am not disqualified to become a director under the Companies Act, 2013.

1. Director Identification Number (DIN) : 05180676
2. Name (in full) : Ritu Goyal
3. Father's Name (in full) : Sh. Anand Kumar Goyal
4. Address : 28/89, 2nd Floor, West Patel Nagar, New Delhi-110008
5. E-mail id : ritu\_7288@yahoo.com
6. Mobile No. : 9582004704
7. Income-tax PAN : AQLPG9537B
8. Occupation : Professional
9. Date of Birth : 06.01.1986
10. Nationality : Indian
11. No. of Companies in which I am already a Director and out of such Companies the names of the companies in which I am a Managing Director, Chief Executive Officer, Whole time Director, Secretary, Chief Financial Officer, Manager : 3 (Three)



S. No.	Name	Designation	Date of Appointment	Percent of Shareholding (%)
1	Optiemus Electronics Limited	Director	29/12/2017	Nil
2	Avanirit Corporate Solutions Private Limited	Director	19/12/2017	Nil
3	Skyweb Infotech Limited	Director	12/08/2019	Nil

12. Particulars of Membership No. and Certificate of practice No. if the applicant is a member of any professional Institute : F7486

#### DECLARATION

I declare that I have not been convicted of any offence in connection with the promotion, formation or management of any company or LLP and have not been found guilty of any fraud or misfeasance or of any breach of duty to any Company under this Act or any previous Company law in the last five years. I further declare that if appointed my total Directorship in all the Companies shall not exceed the prescribed number of Companies in which a person can be appointed as a Director.



Date: 25<sup>th</sup> July, 2021

Place: New Delhi

**Ritu Goyal**  
Additional Independent Director  
DIN: 05180676

#### Attachments:

1. Proof of Identity
2. Proof of Residence

**FORM - DIR – 8**  
**Intimation by Director**

[Pursuant to Section 164(2) and Rule 14(1) of Companies (Appointment and Qualification of Directors) Rules, 2014]

CIN No. of the Company	L64200DL1993PLC054086
Nominal Capital of the Company	1,28,98,00,000
Paid up Capital of the Company	85,81,41,910
Name of the Company	Optimus Infracom Limited
Address of the Registered Office of the Company	K-20, Second Floor, Lajpat Nagar, Part-2, New Delhi -110024

The Board of Directors,  
**Optimus Infracom Limited**

I, Ritu Goyal, D/o Sh. Anand Kumar Goyal , R/o 28/89, 2nd Floor, West Patel Nagar, New Delhi 110008, being Proposed Director of the company, hereby give notice that I am/was a director in the following Companies during the last 3 years:-

S. No.	Name of Company	Date of Appointment	Date of Cessation
1.	Optimus Electronics Limited	29/12/2017	-
2.	Avanirit Corporate Solutions Private Limited	19/12/2017	-
3.	Skyweb Infotech Limited	12/08/2019	-

I further confirm that I have not incurred disqualification under section 164(2) of the Companies Act, 2013 in any of the above companies, in the previous financial year, and that I, at present, stand free from any disqualification from being a director.

Date: July 25, 2021  
Place: New Delhi

Signature :   
Name : Ritu Goyal  
DIN : 05180676

## DECLARATION OF INDEPENDENCE

July 25, 2021

To,  
The Board of Directors,  
Optimus Infracom Limited  
K-20, 2<sup>nd</sup> Floor, Lajpat Nagar-II,  
New Delhi-110 024

**Sub: Declaration of Independence pursuant to Regulation 16 (1) (b) & Regulation 25 (8) of SEBI (Listing Obligations & Disclosure Requirements) Regulation, 2015, Section 149 (6) & (7) of the Companies Act, 2013 and Rule 6 (3) of the Companies (Appointment and Qualifications of Directors) Rules, 2014.**

Dear Sir(s),

I, **Ritu Goyal**, an Independent Director of the company, hereby certify that I am a Non-Executive Director other than Managing Director or a Whole Time Director or a Nominee Director:

- a) I am a person of integrity and possess relevant expertise and experience to be an independent director in the Company;
- b) (i) I am or was not a promoter of the company or its holding, subsidiary or associate Company or member of the promoter group of the Company ;  
(ii) I am not related to promoters or directors in the company, its holding, subsidiary or associate company;
- c) Apart from receiving director' sitting fees/remuneration, I have or had no pecuniary relationship/transactions with the company or its holding, subsidiary or associate company, or their promoters, or directors, during the two immediately preceding financial years or during the current financial year;
- d) None of my relatives -
  - (i) holds any security or interest in the company of face value exceeding fifty lakh rupees or 2% of the paid-up capital of the company, its holding, subsidiary or associate company or such higher sum as may be prescribed, during the two immediately preceding financial years or during the current financial year;
  - (ii) is indebted to the company, its holding, subsidiary or associate company or their promoters, or directors during the two immediately preceding financial years or during the current financial year;
  - (iii) has given a guarantee or provided any security in connection with the indebtedness of any third person to the company, its holding, subsidiary or associate company or their promoters, or directors of such holding company, for an amount exceeding fifty lakhs rupees, at any time during the two immediately preceding financial years or during the current financial year; or
  - (iv) has or had any other pecuniary transaction or relationship with the company, or its subsidiary, or its holding or associate company amounting to 2% or more of its gross turnover or total income or Rs. 50 Lakh or such higher amount as may be prescribed from time to time, singly or in combination with the transactions referred to in sub-clause (i), (ii) or (iii), during the two immediately preceding financial years or during the current financial year;



e) Neither me nor any of my relatives:

- (i) holds or has held the position of a key managerial personnel or is or has been employee of the company or its holding, subsidiary or associate company in any of the three financial years immediately preceding the financial year;
  - (ii) is or has been an employee or proprietor or a partner, in any of the three financial years immediately preceding the financial year of;
    - (A) a firm of auditors or company secretaries in practice or cost auditors of the company or its holding, subsidiary or associate company; or
    - (B) any legal or a consulting firm that has or had any transaction with the company, its holding, subsidiary or associate company amounting to 10% or more of the gross turnover of such firm;
  - (iii) holds together with my relatives 2% or more of the total voting power of the company; or
  - (iv) is a Chief Executive or director, by whatever name called, of any non-profit organization that receives 25% or more of its receipts from the company, any of its promoters, directors or its holding, subsidiary or associate company or that holds 2% or more of the total voting power of the company;
  - (v) is a material supplier, service provider or customer or a lessor or lessee of the listed entity;
- f) I am not a non-independent director of another company on the board of which any non-independent director of the listed entity is an independent director;

Further, I am not aware of any circumstance or situation, which exist or may be reasonably anticipated, that could impair or impact my ability to discharge my duties with an objective independent judgment and without any external influence.

g) Pursuant to Rule 6 (3) of the Companies (Appointment and Qualifications of Directors) Rules, 2014, I hereby affirm that my name has been included in the Independent Directors' Data bank from February 11, 2020 till lifetime.

Thanking You,  
Yours Sincerely,



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**Ritu Goyal**  
Director  
DIN: 05180676  
Address: 28/89, 2<sup>nd</sup> Floor,  
West Patel Nagar, Central Delhi  
New Delhi-110008