



# ROADWAYS INDIA LIMITED

Registered & Corporate Office : Plot No. 53-A/8, Rama Road Industrial Area, New Delhi-110015  
☎ +011-47192065 / 47192066 / 47192067

✉ corporate@roadwaysindia.com 🌐 www.roadwaysindia.com

CIN : L63090DL1987PLC319212

07<sup>th</sup> April 2023

THROUGH COURIER/E-MAIL

Scrip Symbol: Roadways

**Metropolitan Stock Exchange of India Limited**  
205(A), 2nd floor, Piramal Agastya Corporate  
Park, Kamani Junction, LBS Road, Kurla (West),  
Mumbai – 400070

Scrip Code : 28160

**The Calcutta Stock Exchange Limited**  
7, Lyons Range  
Kolkata-700001

**Sub: Submission of Corporate Governance Compliance Report for the Quarter and Financial Year ended 31<sup>st</sup> March, 2023**

Dear Sir / Madam,

Please find enclosed herewith Compliance Report on Corporate Governance for the quarter and year ended 31<sup>st</sup> March, 2023, prepared pursuant to Regulation 27(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Hope you shall find the same in order.

Thanking you.

Yours faithfully,

For Roadways India Limited

  


Sunil Kumar  
Company Secretary & Compliance Officer  
Encl: a/a

**Report on Corporate Governance (Under Regulation 27(2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)**

1. Name of Listed Entity: Roadways India Limited
2. Quarter ending: 31<sup>st</sup> March, 2023

I. Composition of Board of Directors								
Title	Name of the Director	PAN <sup>s</sup> & DIN	Category	Date of Appointment in the current term /cessation	Tenure*	No of Directorship in listed entities including this listed entity	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity
(Mr./Ms)			(Chairperson /Executive/Non-Executive/independent/ Nominee) &			(Refer Regulation 25(1) of Listing Regulations)	(Refer Regulation 26(1) of Listing Regulations)	(Refer Regulation 26(1) of Listing Regulations)
Mr.	Amit Goyal	AKAPG8969Q02614232	Chairperson- /Executive	05/09/2014	-	1	1	0
Mrs.	Sanjana Goyal	AAHPG2452M00969896	Independent Director	13/08/2022	5	1	2	0
Mr.	Kapish Agarwal	AKYPA6895K09221360	Independent Director	30/06/2021	5	1	1	1
Mrs.	Anita Goyal	ADVPG8550D00271295	Non- Executive Director	30/03/2015	-	1	2	1

\$PAN number of any director would not be displayed on the website of Stock Exchange

& Category of directors means executive/non-executive/independent/Nominee. if a director fits into more than one category, write all categories separating them with hyphen

\* to be filled only for Independent Director. Tenure would mean total period from which Independent director is serving on Board of directors of the listed entity in continuity without any cooling off period.



## II. Composition of Committees

Name of Committee	Name of Committee members	Category (Chairperson/Executive/ Non- Executive/Independent/)	Date of Appointment	Date of Resignation
1. Audit Committee	Mr. Kapish Agarwal ( Chairman) Mrs. Sanjana Goyal	Independent	30/06/2021	-
	Mrs. Sanjana Goyal	Independent	13/08/2022	-
	Mrs. Anita Goyal	Non- Executive	30/03/2015	-
2. Nomination & Remuneration Committee	Mr. Kapish Agarwal ( Chairman) Mrs. Sanjana Goyal	Independent	30/06/2021	-
	Mrs. Sanjana Goyal	Independent	13/08/2022	-
	Mrs. Anita Goyal	Non- Executive	30/03/2015	-
3. Risk Management Committee (if any)	N.A.	N.A.	-	-
4. Stakeholders Relationship Committee'	Mrs. Anita Goyal ( Chairman) Mrs. Sanjana Goyal Mr. Amit Goyal	Non- Executive Independent Chairperson/Executive	30/03/2015 13/08/2022 01/04/2014	- - -

&Category of directors means executive/non-executive/independent/Nominee. if a director fits into more than one category write all categories separating them with hyphen

## III. Meeting of Board of Directors

Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter	Maximum gap between any two consecutive (in number of days)
14/11/2022 29/11/2022	14/02/2023 28/02/2023	76 days 13 days

## IV. Meeting of Committees

Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days*
14/02/2023	YES	14/11/2022	91 days



\* This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional

V. Related Party Transactions	
Subject	Compliance status (Yes/No/NA)refer note below
Whether prior approval of audit committee obtained	Yes
Whether shareholder approval obtained for material RPT	NA
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes

**Note**

- 1 In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/N.A. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated.
- 2 If status is "No" details of non-compliance may be given here.

**VI. Affirmations**

1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations,2015.
2. The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations,2015
  - a. Audit Committee
  - b. Nomination & remuneration committee
  - c. Stakeholders relationship committee
  - d. Risk management committee (applicable to the top 100 listed entities)
3. The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations,2015.
4. The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations,2015.
5. This report and/or the report submitted in the previous quarter has been placed before Board of Directors.



For Roadways India Limited



Sunil Kumar  
Company Secretary & Compliance Officer

Place : New Delhi

Date: 07.04.2023

Corporate Governance of M/s. Roadways India Limited for the financial year ended 31<sup>st</sup> March, 2023

I. Disclosure on website in terms of Listing Regulations		
Item	Compliance status (Yes/No/NA)	If Yes provide link to website If No/ NA provide reasons
<b>As per regulation 46(2) of the LODR</b>		
a) Details of business	Yes	<a href="http://www.roadwaysindia.com">www.roadwaysindia.com</a>
b) Terms and conditions of appointment of independent directors	Yes	<a href="http://www.roadwaysindia.com">www.roadwaysindia.com</a>
c) Composition of various committees of board of directors	Yes	<a href="http://www.roadwaysindia.com">www.roadwaysindia.com</a>
d) Code of conduct of board of directors and senior management personnel	Yes	<a href="http://www.roadwaysindia.com">www.roadwaysindia.com</a>
e) Details of establishment of vigil mechanism/ Whistle Blower policy	Yes	<a href="http://www.roadwaysindia.com">www.roadwaysindia.com</a>
f) Criteria of making payments to non-executive directors	Yes	<a href="http://www.roadwaysindia.com">www.roadwaysindia.com</a>
g) Policy on dealing with related party transactions	Yes	<a href="http://www.roadwaysindia.com">www.roadwaysindia.com</a>
h) Policy for determining 'material' subsidiaries	Yes	<a href="http://www.roadwaysindia.com">www.roadwaysindia.com</a>
i) Details of familiarization programmes imparted to independent directors	Yes	<a href="http://www.roadwaysindia.com">www.roadwaysindia.com</a>
j) Email address for grievance redressal and other relevant details	Yes	<a href="http://www.roadwaysindia.com">www.roadwaysindia.com</a>
k) Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes	<a href="http://www.roadwaysindia.com">www.roadwaysindia.com</a>
l) Financial results	Yes	<a href="http://www.roadwaysindia.com">www.roadwaysindia.com</a>
m) Shareholding pattern	Yes	<a href="http://www.roadwaysindia.com">www.roadwaysindia.com</a>
n) Details of agreements entered into with the media companies and/or their associates	N.A.	-
o) Schedule of analyst or institutional investor meet and presentations made by the listed entity to analysts or institutional investors simultaneously with submission to stock exchange	N.A.	-
p) New name and the old name of the listed entity	N.A.	-
q) Advertisements as per regulation 47 (1)	Yes	<a href="http://www.roadwaysindia.com">www.roadwaysindia.com</a>
r) Credit rating or revision in credit rating obtained by the entity for all its outstanding instruments	N.A.	-
s) Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	N.A.	-
<b>As per other regulations of the LODR:</b>		
a) Whether company has provided information under separate section on its website as per Regulation 46(2)	Yes	<a href="http://www.roadwaysindia.com">www.roadwaysindia.com</a>
b) Materiality Policy as per Regulation 30	Yes	<a href="http://www.roadwaysindia.com">www.roadwaysindia.com</a>
c) Dividend Distribution policy as per Regulation 43A (as applicable)	N.A.	-
It is certified that these contents on the website of the listed entity are correct.	Yes	<a href="http://www.roadwaysindia.com">www.roadwaysindia.com</a>
<b>II Annual Affirmations</b>		
<b>Particulars</b>	<b>Regulation Number</b>	<b>Compliance status (Yes/No/NA)</b>
Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b) & 25(6)	Yes
Board composition	17(1), 17(1A) & 17(1B)	Yes
Meeting of Board of directors	17(2)	Yes



Quorum of board meeting	17(2A)	Yes
Review of Compliance Reports	17(3)	Yes
Plans for orderly succession for appointments	17(4)	Yes
Code of Conduct	17(5)	Yes
Fees/compensation	17(6)	Yes
Minimum Information	17(7)	Yes
Compliance Certificate	17(8)	Yes
Risk Assessment & Management	17(9)	Yes
Performance Evaluation of Independent Directors	17(10)	Yes
Recommendation of board	17(11)	Yes
Maximum number of directorship	17A	Yes
Composition of Audit Committee	18(1)	Yes
Meeting of Audit Committee	18(2)	Yes
Composition of nomination & remuneration committee	19(1)& (2)	Yes
Quorum of Nomination and Remuneration Committee meeting	19(2A)	Yes
Meeting of Nomination & Remuneration Committee	19(3A)	Yes
Composition of Stakeholder Relationship Committee	20(1),(2)& (2A)	Yes
Meeting of Stakeholder Relationship Committee	20(3A)	Yes
Composition and role of risk management committee	21(1),(2),(3),(4)	N.A.
Meeting of Risk Management Committee	21(3A)	N.A.
Vigil Mechanism	22	Yes
Policy for related party Transaction	23(1),(1A),(5),(6),(7) & (8)	Yes
Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes
Approval for material related party transactions	23(4)	N.A.
Disclosure of related party transactions on consolidated basis	23(9)	N.A.
Composition of Board of Directors of unlisted material Subsidiary	24(1)	N.A.
Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	N.A.
Annual Secretarial Compliance Report	24(A)	Yes
Alternate Director to Independent Director& Tenure	25(1) & (2)	Yes
Meeting of independent directors	25(3) & (4)	Yes
Familiarization of independent directors	25(7)	Yes
Declaration from Independent Director	25(8) & (9)	Yes
Directors and Officers insurance	25(10)	N.A.
Memberships in Committees	26(1)	Yes
Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes
Disclosure of Shareholding by Non- Executive Directors	26(4)	Yes
Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes



Note: The Company does not have any Subsidiary and Material Subsidiary as on 31<sup>st</sup> March, 2023

**III Affirmations:**

The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied.  
N.A.

For Roadways India Limited

  


Sunil Kumar  
Company Secretary & Compliance Officer

Date: 07<sup>th</sup> April, 2023  
Place: New Delhi

General information about company	
Scrp code	000000
NSE Symbol	
MSEI Symbol	ROADWAYS
ISIN	INE519C01019
Name of the entity	ROADWAYS INDIA LIMITED
Date of start of financial year	01-04-2022
Date of end of financial year	31-03-2023
Reporting Quarter	Yearly
Date of Report	31-03-2023
Risk management committee	Not Applicable
Market Capitalisation as per immediate previous Financial Year	Any other

Annexure I																									
Annexure I to be submitted by listed entity on quarterly basis																									
I. Composition of Board of Directors																									
Disclosure of notes on composition of board of directors explanatory																									
Whether the listed entity has a Regular Chairperson							Yes																		
Whether Chairperson related to Promoter							Yes																		
Disqualification of Directors under section 164 of the Companies Act, 2013																									
Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status	Whether special resolution passed? (Refer Reg. 17(1A) of Listing Regulations)	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Term of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(3) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)	Notes for not providing PAN	Notes for not providing DIN
1	Mr	Amit Goyal	AKAP0899Q	02614233	Executive Director	Chairperson		08-02-1988	No				Active	NA		05-09-2014	05-09-2019			1	0	1	0		
2	Mr	Kapil Ashwari	AKYPA6895K	09221360	Non-Executive - Independent Director	Not Applicable		13-03-1988	No				Active	NA		30-06-2021			21	1	1	1	1		
3	Mrs	Anita Goyal	ADVPR8550D	00071293	Non-Executive - Non Independent Director	Not Applicable		01-06-1965	No				Active	NA		30-03-2015				1	0	2	1		
4	Mrs	Sanjana Goyal	AAEPG2452M	00949896	Non-Executive - Independent Director	Not Applicable		07-03-1967	No				Active	NA		13-08-2022			7	1	1	2	0		

Audit Committee Details							
Whether the Audit Committee has a Regular Chairperson				Yes			
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	09221360	Kapish Agarwal	Non-Executive - Independent Director	Chairperson	30-06-2021		
2	00271295	Anita Goyal	Non-Executive - Non Independent Director	Member	30-03-2015		
3	00969896	Sanjana Goyal	Non-Executive - Independent Director	Member	13-08-2022		

Nomination and remuneration committee							
Whether the Nomination and remuneration committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	09221360	Kapish Agarwal	Non-Executive - Independent Director	Chairperson	30-06-2021		
2	00271295	Anita Goyal	Non-Executive - Non Independent Director	Member	30-03-2015		
3	00969896	Suzjans Goyal	Non-Executive - Independent Director	Member	13-08-2022		

Stakeholders Relationship Committee							
Whether the Stakeholders Relationship Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00271295	Anita Goyal	Non-Executive - Non Independent Director	Chairperson	30-03-2015		
2	02614232	Armit Goyal	Executive Director	Member	01-04-2014		
3	00969896	Sanjima Choyal	Non-Executive - Independent Director	Member	13-08-2022		

Risk Management Committee							
Whether the Risk Management Committee has a Regular Chairperson							
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks

Corporate Social Responsibility Committee							
Whether the Corporate Social Responsibility Committee has a Regular Chairperson					No		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks

Other Committee						
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks

Annexure 1								
Annexure 1								
III. Meeting of Board of Directors								
Disclosure of notes on meeting of board of directors explanatory								
Sr	Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting (if any) in the current quarter	Maximum gap between any two consecutive (in number of days)	Notes for not providing Date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors as on date of the meeting	Number of Directors present* (All directors including Independent Directors)	No. of Independent Directors attending the meeting*
1	14-11-2022				Yes	4	4	2
2	29-11-2022		14		Yes	4	4	2
3		14-02-2023	76		Yes	4	4	2
4		28-02-2023	13		Yes	4	4	2

Annexure 1										
IV. Meeting of Committees										
Sr	Name of Committee	Disclosure of notes on meeting of committees explanatory					Total Number of Directors as on date of the meeting	Number of Directors (All directors including Independent director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
		Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (Yes/No)				
1	Audit Committee	14-11-2022				Yes	3	3	2	2
2	Audit Committee	14-02-2023	91			Yes	3	3	2	2
3	Nomination and remuneration committee	14-11-2022				Yes	4	4	2	2
4	Nomination and remuneration committee	14-02-2023	91			Yes	4	4	2	2
5	Nomination and remuneration committee	28-02-2023	13			Yes	4	4	2	2
6	Stakeholders Relationship Committee	14-11-2022				Yes	3	3	1	1

Annexure 1										
IV. Meeting of Committees										
Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors as on date of the meeting	Number of Directors (All directors including Independent director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
7	Stakeholders Relationship Committee	14-02-2023	91			Yes	3	3	1	1

Annexure 1			
V. Related Party Transactions			
Sr	Subject	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Whether prior approval of audit committee obtained	Yes	
2	Whether shareholder approval obtained for material RPT	NA	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	

Annexure 1		
VI. Affirmations		
Sr	Subject	Compliance status (Yes/No)
1	The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
2	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee	Yes
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015, b. Nomination & remuneration committee	Yes
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015, c. Stakeholders relationship committee	Yes
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015, d. Risk management committee (applicable to the top 1000 listed entities)	NA
6	The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
7	The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes

Annexure 1		
Sr	Subject	Compliance status
1	Name of signatory	SUNIL KUMAR
2	Designation	Company Secretary and Compliance Officer

Annexure II				
Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)				
I. Disclosure on website in terms of Listing Regulations				
Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
1	Details of business	Yes		www.roadwaysindia.com
2	Terms and conditions of appointment of independent directors	Yes		www.roadwaysindia.com
3	Composition of various committees of board of directors	Yes		www.roadwaysindia.com
4	Code of conduct of board of directors and senior management personnel	Yes		www.roadwaysindia.com
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		www.roadwaysindia.com
6	Criteria of making payments to non-executive directors	Yes		www.roadwaysindia.com
7	Policy on dealing with related party transactions	Yes		www.roadwaysindia.com
8	Policy for determining 'material' subsidiaries	Yes		www.roadwaysindia.com
9	Details of familiarization programmes imparted to independent directors	Yes		www.roadwaysindia.com

Annexure II				
Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)				
L. Disclosure on website in terms of Listing Regulations				
Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
10	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		www.roadwaysindia.com
11	email address for grievance redressal and other relevant details	Yes		www.roadwaysindia.com
12	Financial results	Yes		www.roadwaysindia.com
13	Shareholding pattern	Yes		www.roadwaysindia.com
14	Details of agreements entered into with the media companies and/or their associates	NA		
15	Schedule of analyst or institutional investor meet and presentations made by the listed entity to analysts or institutional investors simultaneously with submission to stock exchange	NA		
16	New name and the old name of the listed entity	NA		
17	Advertisements as per regulation 47 (1)	Yes		www.roadwaysindia.com
18	Credit rating or revision in credit rating obtained	NA		
19	Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	NA		
20	Whether company has provided information under separate section on its website as per Regulation 46(2)	Yes		www.roadwaysindia.com
21	Materiality Policy as per Regulation 30	Yes		www.roadwaysindia.com
22	Dividend Distribution policy as per Regulation 43A (as applicable)	NA		
23	It is certified that these contents on the website of the listed entity are correct	Yes		www.roadwaysindia.com

Annexure II				
II. Annual Affirmations				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/N/A)	If status is "No" details of non-compliance may be given here.
1	Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b) & 25(6)	Yes	
2	Board composition	17(1), 17(1A) & 17(1B)	Yes	
3	Meeting of Board of directors	17(2)	Yes	
4	Quorum of Board meeting	17(2A)	Yes	
5	Review of Compliance Reports	17(3)	Yes	
6	Plans for orderly succession for appointments	17(4)	Yes	
7	Code of Conduct	17(5)	Yes	
8	Fees/compensation	17(6)	Yes	
9	Minimum Information	17(7)	Yes	
10	Compliance Certificate	17(8)	Yes	

Annexure II				
II. Annual Affirmations				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
11	Risk Assessment & Management	17(9)	Yes	
12	Performance Evaluation of Independent Directors	17(10)	Yes	
13	Recommendation of Board	17(11)	Yes	
14	Maximum number of Directorships	17A	Yes	
15	Composition of Audit Committee	18(1)	Yes	
16	Meeting of Audit Committee	18(2)	Yes	
17	Composition of nomination & remuneration committee	19(1) & (2)	Yes	
18	Quorum of Nomination and Remuneration Committee meeting	19(2A)	Yes	
19	Meeting of Nomination and Remuneration Committee	19(3A)	Yes	
20	Composition of Stakeholder Relationship Committee	20(1), 20(2) & 20(2A)	Yes	

Annexure II				
II. Annual Affirmations				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
21	Meeting of Stakeholders Relationship Committee	20(3A)	Yes	
22	Composition and role of risk management committee	21(1),(2),(3),(4)	NA	
23	Meeting of Risk Management Committee	21(3A)	NA	
24	Vigil Mechanism	22	Yes	
25	Policy for related party Transaction	23(1),(1A),(5),(6),(7) & (8)	Yes	
26	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes	
27	Approval for material related party transactions	23(4)	NA	
28	Disclosure of related party transactions on consolidated basis	23(9)	NA	
29	Composition of Board of Directors of unlisted material Subsidiary	24(1)	NA	
30	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	NA	

Annexure II				
II. Annual Affirmations				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
31	Annual Secretarial Compliance Report	24(A)	Yes	
32	Alternate Director to Independent Director	25(1)	Yes	
33	Maximum Tenure	25(2)	Yes	
34	Meeting of independent directors	25(3) & (4)	Yes	
35	Familiarization of independent directors	25(7)	Yes	
36	Declaration from Independent Director	25(8) & (9)	Yes	
37	D & O Insurance for Independent Directors	25(10)	NA	
38	Memberships in Committees	26(1)	Yes	
39	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes	
40	Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes	
41	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes	
	Any other information to be provided - Add Notes			

Annexure II		
1	Name of signatory	SUNIL KUMAR
2	Designation	Company Secretary and Compliance Officer

Annexure II		
III. Affirmations		
Sr	Particulars	Compliance status (Yes/No/NA)
1	The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied	NA
	Any other information to be provided	

Annexure II		
1	Name of signatory	SUNIL KUMAR
2	Designation	Company Secretary and Compliance Officer

Additional Half yearly Disclosure		
Applicability of disclosure	Not Applicable	
Reason for Non Applicability	Textual Information(1)	

Signatory Details	
Name of signatory	SUNIL KUMAR
Designation of person	Company Secretary and Compliance Officer
Place	NEW DELHI
Date	07-04-2023

