



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

06th April 2024

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
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Sub: Submission of Corporate Governance Compliance Report for the Quarter and Financial Year ended 31st March, 2024

Dear Sir / Madam,

Please find enclosed herewith Compliance Report on Corporate Governance for the quarter and year ended 31st March, 2024, 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)

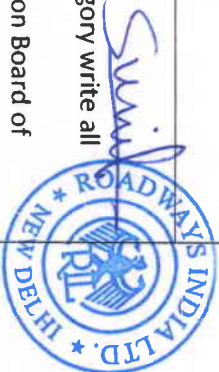
1. Name of Listed Entity: Roadways India Limited
2. Quarter ending: 31st March, 2024

I. Composition of Board of Directors								
Titl e (Mr./r./Ms)	Name of the Director	PAN ⁵ & DIN	Category (Chairperson /Executive/Non-Executive/in dependent/ Nominee)&	Date of Appointment in the current term /cessation	Tenure*	No of Directorship in listed entities including this listed entity (Refer Regulation 25(1)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)
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 StockExchange

&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 Mrs. Anita Goyal	Independent Independent Non- Executive	30/06/2021 13/08/2022 30/03/2015	- - -
2. Nomination & Remuneration Committee	Mr. Kapish Agarwal (Chairman) Mrs. Sanjana Goyal Mrs. Anita Goyal	Independent Independent Non- Executive	30/06/2021 13/08/2022 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)
11/11/2023 16/12/2023 22/12/2023	09/01/2024 13/02/2024 18/03/2024	17 days 34 days 33 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*
13/02/2024	YES	11/11/2023	93 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.



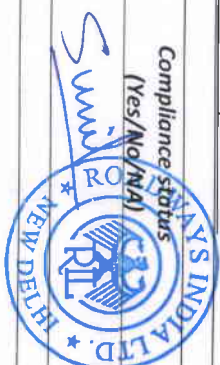
For Roadways India Limited


Sunil Kumar
Company Secretary & Compliance Officer

Date: 06.04.2024
Place : New Delhi

Corporate Governance of M/s. Roadways India Limited for the financial year ended 31st March, 2024

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	
As per regulation 46(2) of the LODR			
a) Details of business	Yes	www.roadwaysindia.com	
b) Terms and conditions of appointment of independent directors	Yes	www.roadwaysindia.com	
c) Composition of various committees of board of directors	Yes	www.roadwaysindia.com	
d) Code of conduct of board of directors and senior management personnel	Yes	www.roadwaysindia.com	
e) Details of establishment of vigil mechanism/ Whistle Blower policy	Yes	www.roadwaysindia.com	
f) Criteria of making payments to non-executive directors	Yes	www.roadwaysindia.com	
g) Policy on dealing with related party transactions	Yes	www.roadwaysindia.com	
h) Policy for determining 'material' subsidiaries	Yes	www.roadwaysindia.com	
i) Details of familiarization programmes imparted to independent directors	Yes	www.roadwaysindia.com	
j) Email address for grievance redressal and other relevant details	Yes	www.roadwaysindia.com	
k) Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes	www.roadwaysindia.com	
l) Financial results	Yes	www.roadwaysindia.com	
m) Shareholding pattern	Yes	www.roadwaysindia.com	
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	www.roadwaysindia.com	
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.	-	
As per other regulations of the LODR:			
a) Whether company has provided information under separate section on its website as per Regulation 46(2)	Yes	www.roadwaysindia.com	
b) Materiality Policy as per Regulation 30	Yes	www.roadwaysindia.com	
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.		www.roadwaysindia.com	
II Annual Affirmations			
Particulars	Regulation Number	Compliance status (Yes/No/NA)	
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 31st March, 2024

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: 06th April, 2024

Place: New Delhi

General information about company	
Scrip code	000000
NSE Symbol	
MSEI Symbol	ROADWAYS
ISIN	INE518C01019
Name of the entity	ROADWAYS INDIA LIMITED
Date of start of financial year	01-04-2023
Date of end of financial year	31-03-2024
Reporting Quarter	Yearly
Date of Report	31-03-2024
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 is related to MD or CEO							Yes	
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
1	Mr	Amit Goyal	AKAPG8969Q	02614232	Executive Director	Chairperson		08-02-1988
2	Mr	Kapish Agarwal	AKYPA6895K	09221360	Non-Executive - Independent Director	Not Applicable		13-03-1988
3	Mrs	Anita Goyal	ADVPG8550D	00271295	Non-Executive - Non Independent Director	Not Applicable		01-06-1965
4	Mrs	Sanjana Goyal	AAHPG2452M	00969896	Non-Executive - Independent Director	Not Applicable		07-03-1967

I. Composition of Board of Directors					
Disqualification of Directors under section 164 of the Companies Act, 2013					
Sr	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status
1	No				Active
2	No				Active
3	No				Active
4	No				Active

I. Composition of Board of Directors												
Sr	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	Tenure 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 [with reference to proviso to regulation 17A(1) & 17A(2)]	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	NA		05-09-2014	05-09-2019			1	0	1	0		
2	NA		30-06-2021			33	1	1	1	1		
3	NA		30-03-2015				1	0	2	1		
4	NA		13-08-2022			19	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	Sanjana 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	Amit Goyal	Executive Director	Member	01-04-2014		
3	00969896	Sanjana Goyal	Non-Executive - Independent Director	Member	13-08-2022		

Risk Management Committee							
Whether the Risk Management 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

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 Director)	No. of Independent Directors attending the meeting*
1	11-11-2023				Yes	4	4	2
2	16-12-2023		34		Yes	4	4	2
3	22-12-2023		5		Yes	4	4	2
4		09-01-2024	17		Yes	4	4	2
5		13-02-2024	34		Yes	4	4	2
6		18-03-2024	33		Yes	4	4	2

Annexure 1										
IV. Meeting of Committees										
Disclosure of notes on meeting of committees explanatory										
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 in the Committee as on date of the meeting	Number of Directors Present (All Directors including Independent Director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
1	Audit Committee	11-11-2023				Yes	3	3	2	0
2	Audit Committee	13-02-2024	93			Yes	3	3	2	0
3	Nomination and remuneration committee	11-11-2023				Yes	3	3	2	0
4	Nomination and remuneration committee	09-01-2024	58			Yes	3	3	2	0
5	Nomination and remuneration committee	13-02-2024	34			Yes	3	3	2	0
6	Nomination and	18-03-2024	33			Yes	3	3	2	0

	remuneration committee									
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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 in the Committee as on date of the meeting	Number of Directors Present (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	11-11-2023				Yes	3	3	2	0
8	Stakeholders Relationship Committee	13-02-2024	93			Yes	3	3	2	0

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	NA		
9	Details of familiarization programmes imparted to independent directors	Yes		www.roadwaysindia.com
10	Email address for grievance redressal and other relevant details	Yes		www.roadwaysindia.com
11	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	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		

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
15.1	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		
15.2	Audio or video recordings and transcripts of post earnings/quarterly calls	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	Secretarial Compliance Report	NA		
21	Materiality Policy as per Regulation 30 (4)	Yes		www.roadwaysindia.com
22	Disclosure of contact details of KMP who are authorized for the purpose of determining materiality as required under regulation 30(5)	Yes		www.roadwaysindia.com
23	Disclosures under regulation 30(8)	Yes		www.roadwaysindia.com
24	Statements of deviation(s) or variations(s) as specified in regulation 32	Yes		www.roadwaysindia.com
25	Dividend Distribution policy as per Regulation 43A(1)	NA		
26	Annual return as provided under section 92 of the Companies Act, 2013	Yes		www.roadwaysindia.com

27	Confirmation that the above disclosures are in a separate section as specified in regulation 46(2)	Yes		www.roadwaysindia.com
28	Compliance with regulation 46(3) with respect to accuracy of disclosures on the website and timely updating	Yes		www.roadwaysindia.com

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.
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(1C), 17(1D) & 17(1E)	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	Role of Audit Committee and information to be reviewed by the audit committee	18(3)	Yes	
18	Composition of nomination & remuneration committee	19(1) & (2)	Yes	
19	Quorum of Nomination and Remuneration Committee meeting	19(2A)	Yes	
20	Meeting of Nomination and Remuneration Committee	19(3A)	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	Role of Nomination and Remuneration Committee	19(4)	Yes	
22	Composition of Stakeholder Relationship Committee	20(1), 20(2) & 20(2A)	Yes	
23	Meeting of Stakeholders Relationship Committee	20(3A)	Yes	
24	Role of Stakeholders Relationship Committee	20(4)	Yes	
25	Composition and role of risk management committee	21(1),(2),(3),(4)	NA	
26	Meeting of Risk Management Committee	21(3A)	NA	
27	Quorum of Risk Management Committee meeting	21(3B)	NA	
28	Gap between the meetings of the Risk Management Committee	21(3C)	NA	
29	Vigil Mechanism	22	Yes	
30	Policy for related party Transaction	23(1), (1A), (5), (6), & (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.
31	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes	
32	Approval for material related party transactions	23(4)	NA	
33	Disclosure of related party transactions on consolidated basis	23(9)	NA	
34	Composition of Board of Directors of unlisted material Subsidiary	24(1)	NA	
35	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4), (5) & (6)	NA	
36	Alternate Director to Independent Director	25(1)	Yes	
37	Maximum Tenure	25(2)	Yes	
38	Appointment, Re-appointment or removal of an Independent Director through special resolution or the alternate mechanism	25(2A)	NA	
39	Meeting of independent directors	25(3) & (4)	Yes	
40	Familiarization of independent directors	25(7)	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.
41	Declaration from Independent Director	25(8) & (9)	Yes	
42	Directors and Officers insurance	25(10)	NA	
43	Confirmation with respect to appointment of Independent Directors who resigned from the listed entity	25(11)	NA	
44	Memberships in Committees	26(1)	Yes	
45	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes	
46	Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes	
47	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes	
48	Approval of the Board and shareholders for compensation or profit sharing in connection with dealings in the securities of the listed entity	26(6)	Yes	
49	Vacancies in respect Key Managerial Personnel	26A(1) & 26A(2)	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)	

Text Block	
Textual Information(1)	This is not applicable as any loan or any other form of debt or guarantee or security is not advanced or provided by the listed entity directly or indirectly to promoter or promoter group or director or KMPs

Details of Cyber security incidence	
Whether as per Regulation 27(2)(ba) of SEBI (LODR) Regulations, 2015 there has been cyber security incidents or breaches or loss of data or documents during the quarter	No

Signatory Details	
Name of signatory	SUNIL KUMAR
Designation of person	Company Secretary and Compliance Officer
Place	NEW DELHI
Date	06-04-2024

