



ROADWAYS INDIA LIMITED

Registered & Corporate Office : Plot No. 53-A/8, Rama Road Industrial Area, New Delhi-110015

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CIN : L63090DL1987PLC319212

Date: 18th July, 2024

THROUGH COURIER/E-MAIL

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|---|--|
| Scrip Code : 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 7, Lyons Range Kolkata-700001 |
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Sub: Submission of Corporate Governance Compliance Report for the First Quarter ended 30th June, 2024.

Dear Sir / Madam,

Please find enclosed herewith Compliance Report on Corporate Governance for the quarter ended 30th June, 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**

For Roadways India Limited

Amit Goyal

Managing Director

AMIT GOYAL

MANAGING DIRECTOR

DIN – 0261423

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: 30th June, 2024

| I. Composition of Board of Directors | | | | | | | | |
|---|----------------------|------------------------|---|--|---------|---|--|---|
| Title (Mr./Ms) | Name of the Director | PAN ^S & DIN | Category (Chairperson /Executive/Non-Executive/independent/ 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 |
| <p>\$PAN number of any director would not be displayed on the website of StockExchange</p> <p>&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</p> <p>* 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.</p> | | | | | | | | |
| II. Composition of Committees | | | | | | | | |

For Roadways India Limited

Amit Goyal
Managing Director

| 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) | 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) | Independent | 30/06/2021 | - |
| | Mrs. Sanjana Goyal | Independent | 13/08/2022 | - |
| | Mrs. Anita Goyal | Non- Executive | 30/03/2015 | - |
| 3. Risk Management Committee (if | N.A. | N.A. | - | - |
| 4. Stakeholders Relationship Committee' | Mrs. Anita Goyal (Chairman) | Non- Executive | 30/03/2015 | - |
| | Mrs. Sanjana Goyal | Independent | 13/08/2022 | - |
| | Mr. Amit Goyal | Chairperson/Executive | 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) |
|--|--|--|
| 09/01/2024 13/02/2024 18/03/2024 | 25/04/2024 29/05/2024 06/06/2024 17/06/2024 24/06/2024 | 37 days 33 days 07 days 10 days 06 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* |
|---|---|---|--|
| 29/05/2024 17/06/2024 | YES YES | 13/02/2024 | 105 days 18 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 |
|---------|--|
|---------|--|

For Roadways India Limited

Amit Goyal
Managing Director

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| 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

AMIT GOYAL
MANAGING DIRECTOR
DIN - 0261423

For Roadways India Limited

Amit Goyal
Managing Director

Date: 18.07.2024
Place : New Delhi