

ANNEXURE I

Format to be submitted by listed entity on quarterly basis

1. Name of Listed Entity - **Ircon International Limited**
 2. Quarter ending - **30-Sep-2023**

i. Composition Of Board Of Director

Title (Mr./Ms)	Name of the Director	DIN	PAN	Category (Chairperson /Executive/ Non-Executive/ Independent/ Nominee)	Sub Category	Initial Date of Appointment	Date of Appointment	Date of cessation	Tenure	Date of Birth	Whether the director is disqualified?	Shareholding	Directorship	Current status	Whether special resolution passed? [Refer Reg. 17 (1A) of Listing Regulations]	Whether at Directorship as including this entity [in reference to Regulation 17A (1)]	No. of Directorship in listed entities including this listed entity	No. of Independent Directors in listed entities including this listed entity	No. of members in Audit / Stakeholder Committee held in listed entities including this listed entity	No. of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity	Membership in Committees of the Company	Remarks
Mr.	Brijesh Kumar Gupta	10092756	ADUPG2143D	C&ED	CEO -MD	29-Mar-2023	29-Apr-2023			03-Dec-1964	No			Active	NA		1	0	0	0		

Mrs .	Ragini Advani	09575213	ACBPJ2346P	ED		19-Apr-2022				15-Feb-1975	No			Active	NA		1	0	1	0	SC,RC
Mr.	Parag Verma	05272169	ACZPV9689H	ED		21-Sep-2022				01-May-1965	No			Active	NA		1	0	1	1	RMC
Mr.	Sandee p Jain	09435375	ACEPJ9448F	ED		12-Jan-2023		07-Jul-2023		21-Aug-1968	No			Inactive	NA		1	0	1	0	RMC
Mr.	Anand Kumar Singh	07918656	ADNPS2680Q	ED		07-Jul-2023				01-Jan-1966	No			Active	NA		1	0	0	0	RMC
Mr.	Dhanan jaya Singh	08955500	AJNPS4771Q	NE D,N D		10-Nov-2020				26-Jan-1971	No			Active	NA		2	0	4	1	AC,SC ,NRC
Mr.	Ajay Kumar Chauhan	09394953	AAHPC8659E	ID		11-Nov-2021	11-Nov-2021		22.21	08-Oct-1960	No			Active	NA		1	1	1	1	AC,NRC
Mrs .	Ranjana Upadhyay	07787711	ACOPU0074A	ID		16-Nov-2021	16-Nov-2021		22.16	05-Jan-1970	No			Active	NA		1	1	1	0	AC
Mr.	Dipendra Kumar Gupta	09398271	ABQPG3006R	ID		16-Nov-2021	16-Nov-2021		22.16	27-Nov-1972	No			Active	NA		1	1	0	0	NRC
Mr.	Kartik Chandulal Bhadra	09453387	ABIPB6249F	ID		31-Dec-2021	31-Dec-2021		21.01	16-May-1966	No			Active	NA		1	1	1	0	SC,RC

Company Remarks	As on 30.09.2023, the total strength of BoD is 9 comprising 4 Functional Directors, 1 Government Nominee Directors and 4 Independent Directors. The request for appointment of Directors on the Board of the Company has initiated from time to time. Pursuant to the order of MoR dated 29.04.2023, Shri Brijesh Kumar Gupta, Additional Member (CE), Railway Board, take a additional charge of CMD, IRCON w.e.f. 29.04.2023.
Whether Regular chairperson appointed	Yes
Whether Chairperson is related to MD or CEO	Yes

ii. Composition of Committees

a. Audit Committee

<i>Sr. No.</i>	<i>Name of Committee members</i>	<i>Category</i>	<i>Chairperson/Member</i>	<i>Date of Appointment</i>	<i>Date of Cessation</i>
1	Ajay Kumar Chauhan	ID	Chairperson	18-Nov-2021	
2	Ranjana Upadhyay	ID	Member	18-Nov-2021	
3	Dhananjaya Singh	NED,ND	Member	01-Aug-2022	

Company Remarks	
Whether Regular chairperson appointed	Yes

b. Stakeholders Relationship Committee

<i>Sr. No.</i>	<i>Name of Committee members</i>	<i>Category</i>	<i>Chairperson/Member</i>	<i>Date of Appointment</i>	<i>Date of Cessation</i>
1	Dhananjaya Singh	NED,ND	Chairperson	26-Mar-2021	
2	Ragini Advani	ED	Member	27-May-2022	
3	Kartik Chandulal Bhadra	ID	Member	27-May-2022	

Company Remarks	
Whether Regular chairperson appointed	Yes

c. Risk Management Committee

<i>Sr. No.</i>	<i>Name of Committee members</i>	<i>Category</i>	<i>Chairperson/Member</i>	<i>Date of Appointment</i>	<i>Date of Cessation</i>
1	Parag Verma	ED	Chairperson	11-Nov-2022	
2	Ragini Advani	ED	Member	27-May-2022	
3	Kartik Chandulal Bhadra	ID	Member	27-May-2022	
4	Anand Kumar Singh	ED	Member	07-Jul-2023	
5	Sandeep Jain	ED	Member	12-Jan-2023	07-Jul-2023

Company Remarks	
Whether Regular chairperson appointed	Yes

d. Nomination and Remuneration Committee

<i>Sr. No.</i>	<i>Name of Committee members</i>	<i>Category</i>	<i>Chairperson/Member</i>	<i>Date of Appointment</i>	<i>Date of Cessation</i>
1	Ajay Kumar Chauhan	ID	Chairperson	18-Nov-2021	
2	Dipendra Kumar Gupta	ID	Member	18-Nov-2021	
3	Dhananjaya Singh	NED,ND	Member	01-Aug-2022	

Company Remarks	
Whether Regular chairperson appointed	Yes

iii. Meeting of Board of Directors

Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	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
06-Apr-2023	Yes	10	9	4
11-May-2023	Yes	9	9	4
24-May-2023	Yes	9	7	4
20-Jul-2023	Yes	9	9	4
08-Aug-2023	Yes	9	8	4

Company Remarks	
Maximum gap between any two consecutive (in number of days)	56

iv. **Meeting of Committees**

Name of the Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	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)	Number of Independent directors attending the meeting	Number of Members attending the Meeting (Other than Board of Directors)
Audit Committee	06-Apr-2023	Yes	3	3	2	0
Audit Committee	04-May-2023	Yes	3	2	2	0
Audit Committee	23-May-2023	Yes	3	2	2	0
Audit Committee	24-May-2023	Yes	3	2	2	0
Audit Committee	20-Jul-2023	Yes	3	3	2	0
Audit Committee	08-Aug-2023	Yes	3	3	2	0
Nomination & Remuneration Committee	05-Apr-2023	Yes	3	2	2	0
Nomination & Remuneration Committee	04-May-2023	Yes	3	3	2	0
Nomination &	23-May-2023	Yes	3	3	2	0

Remuneration Committee						
Nomination & Remuneration Committee	28-Aug-2023	Yes	3	2	2	0
Nomination & Remuneration Committee	29-Aug-2023	Yes	3	3	2	0
Risk Management Committee	11-May-2023	Yes	4	4	1	0

Company Remarks	
Maximum gap between any two consecutive (in number of days) [Only for Audit Committee]	56

v. **Related Party Transactions**

Subject	Compliance status (Yes/No/NA)	Remark
Whether prior approval of audit committee obtained	Yes	
Whether shareholder approval obtained for material RPT	Not Applicable	
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	

Disclosure of notes on related party transactions and Disclosure of notes of material related party transactions	
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VI. Affirmations

1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. - **No**
2. The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015
 - a. Audit Committee - **Yes**
 - b. Nomination & remuneration committee - **Yes**
 - c. Stakeholders relationship committee - **Yes**
 - d. Risk management committee (applicable to the top 1000 listed entities) - **Yes**
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. - **Yes**
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.- **Yes**
5.
 - a. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. - **Yes**
 - b. Any comments/observations/advice of Board of Directors may be mentioned here:

The power to appoint directors vests with the Administrative Ministry i.e. Ministry of Railways. The Company has no role to play in it.

Name : Ritu Arora
Designation : Company Secretary & Compliance Officer

ANNEXURE III**Affirmations**

Broad Heading	Regulation Number	Compliance Status	Company Remark
Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website	46(2)	Yes	
Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes	
Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	Yes	
Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting	20(3)	Yes	
Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes	

Note

Name : **Ritu Arora**
Designation : **Company Secretary & Compliance Officer**

ANNEXURE IV

%symbol%	%company Name%	%quarter Ended%
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(A) Any loan or any other form of debt advanced by the listed entity directly or indirectly to

Aggregate amount advanced during six months				Balance outstanding at the end of six months			
<i>Promoter or any other entity controlled by them</i>	<i>Promoter Group or any other entity controlled by them</i>	<i>Directors (including relatives) or any other entity controlled by them</i>	<i>KMPs or any other entity controlled by them</i>	<i>Promoter or any other entity controlled by them</i>	<i>Promoter Group or any other entity controlled by them</i>	<i>Directors (including relatives) or any other entity controlled by them</i>	<i>KMPs or any other entity controlled by them</i>

(B) Any guarantee/ comfort letter (by whatever name called) provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by:

Entity	Type (guarantee, comfort letter etc.)	Aggregate amount of issuance during six months	Balance outstanding at the end of six months (taking into account any invocation)
<i>Promoter or any other entity controlled by them</i>			
<i>Promoter Group or any other entity controlled by them</i>			
<i>Directors (including relatives) or</i>			

<i>any other entity controlled by them</i>			
<i>KMPs or any other entity controlled by them</i>			

(C) Any security provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by:

Entity	Type of Security (cash, shares etc.)	Aggregate value of security provided during six months	Balance outstanding at the end of six months
<i>Promoter or any other entity controlled by them</i>			
<i>Promoter Group or any other entity controlled by them</i>			
<i>Directors (including relatives) or any other entity controlled by them</i>			
<i>KMPs or any other entity controlled by them</i>			

(D) If the Listed Entity would like to provide any other information the same may be indicated here

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Affirmations

All loans (or other form of debt), guarantees, comfort letters (by whatever name called) or securities in connection with any loan(s) (or other form of debt) given directly or indirectly by the listed entity to promoter(s), promoter group, director(s) (including their relatives), key managerial personnel (including their relatives) or any entity controlled by them are in the economic interest of the company

Company Remarks in case of non-compliant status

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Name:
Designation:
Place:
Date:

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