

ANNEXURE I

Format to be submitted by listed entity on quarterly basis

1. Name of Listed Entity - **Ircon International Limited**
 2. Quarter ending - **31-Dec-2021**

i. Composition Of Board Of Director

| Title (Mr./Ms) | Name of the Director | DIN | PAN | Category (Chairpersons /Executive/Non-Executive/Independent/Nominee) | Sub Category | Initial Date of Appointment | Date of Appointment | Date of Cessation | Tenure | Date of Birth | Whether special resolution passed ? | Date of passing special resolution | No. of Directorship in listed entities including this listed entity | No of Independent Directorship in listed entities including this listed entity | No 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 | Membership in Committees of the Company | Remarks |
|----------------|----------------------|----------|------------|--|--------------|-----------------------------|---------------------|-------------------|--------|---------------|-------------------------------------|------------------------------------|---|--|---|--|---|---------|
| Mr. | Yogesh Kumar Misra | 07654014 | AFFPM0120F | C & ED | CEO-MD | 28-Dec-2018 | 28-Dec-2018 | | 36 | 29-Oct-1965 | NA | | 1 | 0 | 0 | 0 | AC,RC | |
| Mr. | Shyam Lal Gupta | 07598920 | AAHPG3614R | ED | | 01-Nov-2019 | 01-Nov-2019 | | 26 | 02-Dec-1962 | NA | | 1 | 0 | 1 | 0 | SC,RC,NRC | |
| Mr. | Mohit Sinha | 00843548 | AFAPS2049L | ED | | 03-Dec-2021 | 03-Dec-2021 | | 1 | 24-Nov-1963 | NA | | 1 | 0 | 0 | 0 | | |
| Mr. | Rajesh Argal | 09171980 | AATPA9883A | NED,ND | | 13-May-2021 | 13-May-2021 | | 8 | 04-Jul-1962 | NA | | 3 | 0 | 3 | 0 | AC,AC,RC,NRC,NRC | |

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|------|-------------------------------|----------|----------------|------------|--|---------------------|---------------------|--|----|---------------------|----|--|---|---|---|---|-------------------|
| Mr. | Dhananja ya Singh | 08955500 | AJNPS4 771Q | NED ,ND | | 10- Nov- 2020 | 10- Nov- 2020 | | 14 | 26- Jan- 1971 | NA | | 2 | 0 | 2 | 1 | AC,S C,NR C |
| Mr. | Ajay Kumar Chauhan | 09394953 | AAHPC 8659E | ID | | 11- Nov- 2021 | 11- Nov- 2021 | | 1 | 08- Oct- 1960 | NA | | 1 | 1 | 2 | 1 | AC,S C,NR C |
| Mrs. | Ranjana Upadhyay | 07787711 | ACOPU 0074A | ID | | 16- Nov- 2021 | 16- Nov- 2021 | | 1 | 05- Jan- 1970 | NA | | 1 | 1 | 1 | 0 | AC |
| Mr. | Dipendra Kumar Gupta | 09398271 | ABQPG 3006R | ID | | 16- Nov- 2021 | 16- Nov- 2021 | | 1 | 27- Nov- 1972 | NA | | 1 | 1 | 0 | 0 | RMC ,NRC |
| Mr. | Kartik Chandulal Bhadra | 09453387 | ABIPB6 249F | ID | | 31- Dec- 2021 | 31- Dec- 2021 | | 0 | 16- May- 1966 | NA | | 1 | 1 | 0 | 0 | |

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| Company Remarks | As on 31.12.2021, the total strength of BoD is9 comprising3 Functional Directors,2 Government Nominee Directors and4 Independent Directors. The request for appointment of Directors on the Board of the Company has initiated from time to time. |
| Whether Regular chairperson appointed | Yes |
| Whether Chairperson is related to MD or CEO | Yes |

ii. Composition of Committees

a. Audit Committee

| Sr. No. | Name of the Director | Category | Chairperson/Membership | Appointment Date | Cessation Date |
|---------|----------------------|----------|------------------------|------------------|----------------|
| 1 | Rajesh Argal | NED,ND | Chairperson | 11-Jun-2021 | 18-Nov-2021 |
| 2 | Dhananjaya Singh | NED,ND | Member | 11-Jun-2021 | 18-Nov-2021 |
| 3 | Yogesh Kumar Misra | C & ED | Member | 28-Oct-2020 | 18-Nov-2021 |
| 4 | Ajay Kumar Chauhan | ID | Chairperson | 18-Nov-2021 | |
| 5 | Ranjana Upadhyay | ID | Member | 18-Nov-2021 | |

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| 6 | Rajesh Argal | NED,ND | Member | 18-Nov-2021 | |
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| Company Remarks | Subsequent to the appointment of 3 Independent Directors on the Board by the MoR through its order dated 09.11.2021, the Composition of Board Committees is in compliance w.e.f. 18.11.2021. |
| Whether Permanent chairperson appointed | Yes |

b. Stakeholders Relationship Committee

| Sr. No. | Name of the Director | Category | Chairperson/Membership | Appointment Date | Cessation Date |
|---------|----------------------|----------|------------------------|------------------|----------------|
| 1 | Dhananjaya Singh | NED,ND | Chairperson | 26-Mar-2021 | |
| 2 | Shyam Lal Gupta | ED | Member | 28-Oct-2020 | |
| 3 | Ajay Kumar Chauhan | ID | Member | 18-Nov-2021 | |

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| Company Remarks | |
| Whether Permanent chairperson appointed | Yes |

c. Risk Management Committee

| Sr. No. | Name of the Director | Category | Chairperson/Membership | Appointment Date | Cessation Date |
|---------|----------------------|----------|------------------------|------------------|----------------|
| 1 | Yogesh Kumar Misra | C & ED | Member | 28-Dec-2018 | 18-Nov-2021 |
| 2 | Shyam Lal Gupta | ED | Member | 01-Nov-2019 | 18-Nov-2021 |
| 3 | Shyam Lal Gupta | ED | Chairperson | 18-Nov-2021 | |
| 4 | Rajesh Argal | NED,ND | Member | 18-Nov-2021 | |
| 5 | Dipendra Kumar Gupta | ID | Member | 18-Nov-2021 | |

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| Company Remarks | |
| Whether Permanent chairperson appointed | Yes |

d. Nomination and Remuneration Committee

| Sr. No. | Name of the Director | Category | Chairperson/Membership | Appointment Date | Cessation Date |
|---------|----------------------|----------|------------------------|------------------|----------------|
| 1 | Rajesh Argal | NED,ND | Chairperson | 11-Jun-2021 | 18-Nov-2021 |

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|---|----------------------|--------|-------------|-------------|-------------|
| 2 | Dhananjaya Singh | NED,ND | Member | 11-Jun-2021 | |
| 3 | Shyam Lal Gupta | ED | Member | 11-Jun-2021 | 18-Nov-2021 |
| 4 | Ajay Kumar Chauhan | ID | Chairperson | 18-Nov-2021 | |
| 5 | Rajesh Argal | NED,ND | Member | 18-Nov-2021 | |
| 6 | Dipendra Kumar Gupta | ID | Member | 18-Nov-2021 | |

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| Company Remarks | |
| Whether Permanent chairperson appointed | Yes |

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 | Whether requirement of Quorum met | Number of Directors present | Number of Independent Directors present |
|---|---|-----------------------------------|-----------------------------|---|
| 12-Aug-2021 | 12-Nov-2021 | Yes | 4 | 1 |
| 24-Aug-2021 | 17-Dec-2021 | Yes | 8 | 3 |

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| Company Remarks | During the current quarter, the requirement of quorum for Board meeting has been fulfilled as per SEBI (LODR) Regulations. |
| Maximum gap between any two consecutive (in number of days) | 79 |

iv. Meeting of Committees

| Name of the Committee | Date(s) of meeting during of the committee in the previous quarter | Date(s) of meeting of the committee in the relevant quarter | Whether requirement of Quorum met (Yes/No) | Number of Directors present | Number of independent directors present |
|-----------------------|--|---|--|-----------------------------|---|
| Audit Committee | 11-Aug-2021 | | Yes | 2 | 0 |
| Audit Committee | 12-Aug-2021 | | Yes | 2 | 0 |
| Audit Committee | | 12-Nov-2021 | Yes | 2 | 0 |
| Audit Committee | | 17-Dec-2021 | Yes | 3 | 2 |
| Nomination & | | 29-Nov-2021 | Yes | 3 | 2 |

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|-------------------------------------|-------------|-------------|-----|---|---|
| Remuneration Committee | | | | | |
| Nomination & Remuneration Committee | | 17-Dec-2021 | Yes | 3 | 2 |
| Risk Management Committee | 16-Sep-2021 | | Yes | 2 | 0 |

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| Company Remarks | The requirement of quorum of committee meetings as per SEBI (LODR) has been met w.e.f. 18-11-2021. |
| Maximum gap between any two consecutive (in number of days) [Only for Audit Committee] | 91 |

v. **Related Party Transactions**

| Subject | Compliance status (Yes/No/NA) | Remark |
|--|--------------------------------------|---------------|
| Whether prior approval of audit committee obtained | Not Applicable | |
| 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 | |

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| 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 - **No**
 - b. Nomination & remuneration committee - **No**
 - c. Stakeholders relationship committee - **No**

- d. Risk management committee (applicable to the top 100 listed entities) - **No**
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. - **No**
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:

Point No.1

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

Point No.2 (a),(b), (c), (d)

Subsequent to appointment of 3 Independent Directors, the composition of Board Committees is in compliance w.e.f.18.11.2021.

Point No.5

During the current quarter, the meeting of the Audit Committee held on 12.11.2021 was not conducted as per the provisions of the SEBI (LODR), due to non-availability of sufficient number of independent directors. After the appointment of 3 independent directors, the Audit Committee meeting held on 17.12.2021 was in compliance.

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