

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 (Chairperson /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	AFFP M012 0F	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	AAH PG36 14R	ED		01-Nov-2019	01-Nov-2019		26	02-Dec-1962	NA		1	0	1	0	SC,RC, RC,NRC	
Mr.	Mohit Sinha	00843548	AFAP S2049 L	ED		03-Dec-2021	03-Dec-2021		1	24-Nov-1963	NA		1	0	0	0		
Mr.	Rajesh Argal	09171980	AATP A988 3A	NED, ND		13-May-2021	13-May-2021		8	04-Jul-1962	NA		3	0	3	0	AC,AC, RC,NRC,NRC	
Mr.	Dhananjaya Singh	08955500	AJNP S4771 Q	NED, ND		10-Nov-2020	10-Nov-2020		14	26-Jan-1971	NA		2	0	2	1	AC,SC, NRC	

Mr.	Ajay Kumar Chauhan	09394953	AAH PC86 59E	ID		11-Nov-2021	11-Nov-2021		1	08-Oct-1960	NA		1	1	2	1	AC,SC, NRC	
Mrs.	Ranjana Upadhyay	07787711	ACO PU00 74A	ID		16-Nov-2021	16-Nov-2021		1	05-Jan-1970	NA		1	1	1	0	AC	
Mr.	Dipendra Kumar Gupta	09398271	ABQ PG30 06R	ID		16-Nov-2021	16-Nov-2021		1	27-Nov-1972	NA		1	1	0	0	RMC,N RC	
Mr.	Kartik Chandulal Bhadra	09453387	ABIP B624 9F	ID		31-Dec-2021	31-Dec-2021		0	16-May-1966	NA		1	1	0	0		

Company Remarks	As on 31.12.2021, the total strength of BoD is 9 comprising 3 Functional Directors, 2 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.
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	22-Nov-2021
2	Dhananjaya Singh	NED,ND	Member	11-Jun-2021	22-Nov-2021
3	Yogesh Kumar Misra	C & ED	Member	28-Oct-2020	22-Nov-2021
4	Ajay Kumar Chauhan	ID	Chairperson	22-Nov-2021	
5	Ranjana Upadhyay	ID	Member	22-Nov-2021	
6	Rajesh Argal	NED,ND	Member	22-Nov-2021	

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. 22.11.2021.
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	21-Mar-2020	
3	Ajay Kumar Chauhan	ID	Member	22-Nov-2021	

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	22-Nov-2021
2	Shyam Lal Gupta	ED	Member	01-Nov-2019	22-Nov-2021
3	Shyam Lal Gupta	ED	Chairperson	22-Nov-2021	
4	Rajesh Argal	NED,ND	Member	22-Nov-2021	
5	Dipendra Kumar Gupta	ID	Member	22-Nov-2021	

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	22-Nov-2021
2	Dhananjaya Singh	NED,ND	Member	11-Jun-2021	
3	Shyam Lal Gupta	ED	Member	11-Jun-2021	22-Nov-2021
4	Ajay Kumar Chauhan	ID	Chairperson	22-Nov-2021	
5	Rajesh Argal	NED,ND	Member	22-Nov-2021	
6	Dipendra Kumar Gupta	ID	Member	22-Nov-2021	

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

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 & Remuneration Committee		29-Nov-2021	Yes	3	2
Nomination & Remuneration Committee		17-Dec-2021	Yes	3	2
Risk Management Committee	16-Sep-2021		Yes	2	0

Company Remarks	The requirement of quorum of committee meetings as per SEBI (LODR) has been met w.e.f. 22-11-2021.
Maximum gap between any two consecutive (in number of days) [Only for Audit Committee]	91

v. **Related Party Transactions**

<i>Subject</i>	<i>Compliance status (Yes/No/NA)</i>	<i>Remark</i>
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	

Disclosure of notes on related party transactions and Disclosure of notes of material related party transactions	
---	--

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 3Independent Directors, the composition of Board Committees is in compliance w.e.f.22.11.2021.

Point No.4: 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**