

<b>General information about company</b>	
Scrip code	541956
NSE Symbol	IRCON
MSEI Symbol	NOTLISTED
ISIN	INE962Y01021
Name of the entity	IRCON INTERNATIONAL LIMITED
Date of start of financial year	01-04-2024
Date of end of financial year	31-03-2025
Reporting Quarter	Half Yearly
Date of Report	30-09-2024
Risk management committee	Applicable
Market Capitalisation as per immediate previous Financial Year	Top 500 listed entities

<b>Annexure I</b>								
<b>Annexure I to be submitted by listed entity on quarterly basis</b>								
<b>I. Composition of Board of Directors</b>								
Disclosure of notes on composition of board of directors explanatory							Textual Information(1)	
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	Hari Mohan Gupta		08453476	Executive Director	Chairperson	CEO-MD	
2	Mrs	Ragini Advani		09575213	Executive Director	Not Applicable		
3	Mr	Parag Verma		05272169	Executive Director	Not Applicable		
4	Mr	Anand Kumar Singh		07918656	Executive Director	Not Applicable		
5	Mr	Brijesh Kumar Gupta		10092756	Non-Executive - Nominee Director	Not Applicable		
6	Mr	Dhananjaya Singh		08955500	Non-Executive - Nominee Director	Not Applicable		
7	Mr	Ajay Kumar Chauhan		09394953	Non-Executive - Independent Director	Not Applicable		
8	Mrs	Ranjana Upadhyay		07787711	Non-Executive - Independent Director	Not Applicable		
9	Mr	Dipendra Kumar Gupta		09398271	Non-Executive - Independent Director	Not Applicable		
10	Mr	Kartik Chandulal Bhadra		09453387	Non-Executive - Independent Director	Not Applicable		

11	Mr	Ashish Bansal		10328174	Executive Director	Not Applicable	CEO-MD	
----	----	---------------	--	----------	--------------------	----------------	--------	--

<b>I. Composition of Board of Directors</b>					
<b>Disqualification of Directors under section 164 of the Companies Act, 2013</b>					
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
5	No				Active
6	No				Active
7	No				Active
8	No				Active
9	No				Active
10	No				Active
11	No				Inactive

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)	Reason for Cessation	Notes for not providing PAN	Notes for not providing DIN
1	NA		01-07-2024				1	0	0	0			
2	NA		19-04-2022				1	0	1	0			
3	NA		21-09-2022				1	0	1	1			
4	NA		07-07-2023				1	0	0	0			
5	NA		29-03-2023				1	0	0	0			
6	NA		10-11-2020				2	0	4	1			
7	NA		11-11-2021	11-11-2021		34.2	1	1	1	1			
8	NA		16-11-2021	16-11-2021		34.15	1	1	1	0			
9	NA		16-11-2021	16-11-2021		34.15	1	1	0	0			

10	NA		31-12-2021	31-12-2021		33.01	1	1	1	0			
11	NA		29-04-2024		01-07-2024		0	0	0	0	Others		

<b>Text Block</b>	
Textual Information(1)	As on 30.09.2024, the total strength of BoD is 10 directors comprising 4 Functional Directors, 2 Government Nominee Director and 4 Independent Directors. The request for appointment of Directors on the Board of the Company has been initiated from time to time.

<b>Audit Committee Details</b>							
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	09394953	Ajay Kumar Chauhan	Non-Executive - Independent Director	Chairperson	18-11-2021		
2	07787711	Ranjana Upadhyay	Non-Executive - Independent Director	Member	18-11-2021		
3	08955500	Dhananjaya Singh	Non-Executive - Nominee Director	Member	01-08-2022		



<b>Nomination and remuneration committee</b>							
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	09394953	Ajay Kumar Chauhan	Non-Executive - Independent Director	Chairperson	18-11-2021		
2	09398271	Dipendra Kumar Gupta	Non-Executive - Independent Director	Member	18-11-2021		
3	08955500	Dhananjaya Singh	Non-Executive - Nominee Director	Member	01-08-2022		

<b>Stakeholders Relationship Committee</b>							
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	08955500	Dhananjaya Singh	Non-Executive - Nominee Director	Chairperson	26-03-2021		
2	09575213	Ragini Advani	Executive Director	Member	27-05-2022		
3	09453387	Kartik Chandulal Bhadra	Non-Executive - Independent Director	Member	27-05-2022		

<b>Risk Management Committee</b>							
Whether the Risk Management 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	05272169	Parag Verma	Executive Director	Chairperson	11-11-2022		
2	09575213	Ragini Advani	Executive Director	Member	27-05-2022		
3	09453387	Kartik Chandulal Bhadra	Non-Executive - Independent Director	Member	27-05-2022		
4	07918656	Anand Kumar Singh	Executive Director	Member	07-07-2023		

<b>Corporate Social Responsibility Committee</b>							
Whether the Corporate Social Responsibility 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	07787711	Ranjana Upadhyay	Non-Executive - Independent Director	Chairperson	18-11-2021		
2	08955500	Dhananjaya Singh	Non-Executive - Nominee Director	Member	01-08-2022		
3	05272169	Parag Verma	Executive Director	Member	01-01-2023		

<b>Other Committee</b>						
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				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*
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)					
1	19-04-2024				Yes	9	9	4
2	21-05-2024		31		Yes	10	8	4
3		18-07-2024	57		Yes	10	7	4
4		08-08-2024	20		Yes	10	10	4
5		20-09-2024	42		Yes	10	9	4

<b>Annexure 1</b>										
<b>IV. Meeting of Committees</b>										
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	21-05-2024				Yes	3	2	2	0
2	Audit Committee	18-07-2024	57			Yes	3	2	2	0
3	Audit Committee	08-08-2024	20			Yes	3	2	2	0
4	Nomination and remuneration committee	06-05-2024				Yes	3	3	2	0
5	Nomination and remuneration committee	20-05-2024	13			Yes	3	2	2	0
6	Nomination and remuneration committee	18-07-2024	58			Yes	3	3	2	0

### 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	Nomination and remuneration committee	08-08-2024	20			Yes	3	2	2	0
8	Risk Management Committee	02-05-2024				Yes	4	4	1	0
9	Corporate Social Responsibility Committee	07-06-2024	35			Yes	3	2	1	0
10	Corporate Social Responsibility Committee	06-08-2024	59			Yes	3	3	1	0



<b>Annexure 1</b>			
<b>V. Related Party Transactions</b>			
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	NA	
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	
Disclosure of notes on related party transactions			Textual Information(1)

<b>Text Block</b>	
Textual Information(1)	RPT though exempted being with other government companies/WOS, however, approval of Audit Committee is taken.

<b>Annexure 1</b>		
<b>VI. Affirmations</b>		
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	No
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)	Yes
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
9	Any comments/observations/advice of Board of Directors may be mentioned here:	Textual Information(1)

<b>Annexure 1</b>		
Sr	Subject	Compliance status
1	Name of signatory	Ankit Jain
2	Designation	Compliance Officer

<b>Text Block</b>	
Textual Information(1)	The power to appoint directors vests with the Administrative Ministry i.e. Ministry of Railways. The Company has no role to play in it.

<b>Annexure III</b>				
<b>III. Affirmations</b>				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	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	
2	Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes	
3	Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	Yes	
4	Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting	20(3)	Yes	
5	Disclosure of the Secretarial Audit Report of the listed entity and the material subsidiaries in the Annual Report	24A(1)	Yes	
6	Submission of Annual Secretarial Compliance Report	24A(2)	Yes	
7	Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes	
6				

<b>Annexure III</b>		
1	Name of signatory	Ankit Jain
2	Designation	Compliance Officer

<b>Additional Half yearly Disclosure</b>		
Applicability of disclosure	Not Applicable	
Reason for Non Applicability	Textual Information(1)	



<b>Text Block</b>	
Textual Information(1)	Ircon has not provided any loan guarantees comfort letter advance to promoters, Directors of IRCON. However Interest-bearing Loan, Non interest bearing loan is provided to Subsidiaries, JVs of IRCON.

<b>Details of Cyber security incidence</b>		
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
Number of cyber security incidence or breaches or loss of data event occurred during the quarter		
Sr.	Date of the event	Brief details of the event

<b>Signatory Details</b>	
Name of signatory	Ankit Jain
Designation of person	Compliance Officer
Place	New Delhi
Date	16-10-2024