

**General information about company**

Scrip code	542830
NSE Symbol	IRCTC
MSEI Symbol	NA
ISIN	INE335Y01020
Name of the entity	Indian Railway Catering and Tourism Corporation 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

**Annexure I****Annexure I to be submitted by listed entity on quarterly basis****I. Composition of Board of Directors**

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	Sanjay Kumar Jain	-	09629741	Executive Director	Chairperson	MD	20-12-1966
2	Mr	Ajit Kumar	-	07247362	Executive Director	Not Applicable		06-09-1964
3	Mr	Lokiah Ravikumar	-	10045466	Executive Director	Not Applicable		06-07-1965
4	Mr	Rahul Himalian	-	10393348	Executive Director	Not Applicable		06-01-1973
5	Mr	Neeraj Sharma	-	08177824	Non-Executive - Nominee Director	Not Applicable		05-07-1964
6	Mr	Manoj Kumar Gangeya	-	09744752	Non-Executive - Nominee Director	Not Applicable		01-03-1977
7	Mr	Vinay Kumar Sharma	-	03604125	Non-Executive - Independent Director	Not Applicable		31-05-1978
8	Mr	Namgyal Wangchuk	-	09397676	Non-Executive - Independent Director	Not Applicable		04-02-1970
9	Mr	Devendra Pal Bharti	-	10198557	Non-Executive - Independent Director	Not Applicable		01-07-1977
10	Mr	Shivendra Shukla	-	10765384	Non-Executive - Nominee Director	Not Applicable		15-09-1973

**I. Composition of Board of Directors****Disqualification of Directors under section 164 of the Companies Act, 2013**

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

**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		10-01-2024				1	0	0	0			
2	NA		29-05-2020		30-09-2024		1	0	0	0	Others		
3	NA		11-02-2023				1	0	1	0			
4	NA		16-02-2024				1	0	2	0			
5	NA		12-07-2018		31-07-2024		0	0	0	0	Others		
6	NA		21-09-2022				1	0	1	0			
7	NA		09-11-2021	09-11-2021		35	1	1	2	2			
8	NA		12-11-2021	12-11-2021		35	1	1	1	0			
9	NA		09-06-2023	09-06-2023		16	1	1	1	0			
10	NA		03-09-2024				1	0	0	0			

**Text Block**

Textual Information(1)

Tenure if filled only for ID's as per SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2019/78 dated 16-07-2019.

<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	03604125	Vinay Kumar Sharma	Non-Executive - Independent Director	Chairperson	12-11-2021		
2	09397676	Namgyal Wangchuk	Non-Executive - Independent Director	Member	12-11-2021		
3	10198557	Devendra Pal Bharti	Non-Executive - Independent Director	Member	04-07-2023		
4	10393348	Rahul Himalian	Executive Director	Member	17-02-2024		

Nomination and remuneration committee							
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	09397676	Namgyal Wangchuk	Non-Executive - Independent Director	Chairperson	12-11-2021		
2	03604125	Vinay Kumar Sharma	Non-Executive - Independent Director	Member	12-11-2021		
3	08177824	Neeraj Sharma	Non-Executive - Nominee Director	Member	31-01-2020	31-07-2024	
4	10198557	Devendra Pal Bharti	Non-Executive - Independent Director	Member	04-07-2023		
5	09744752	Manoj Kumar Gangeya	Non-Executive - Nominee Director	Member	13-08-2024		

Stakeholders Relationship Committee							
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	03604125	Vinay Kumar Sharma	Non-Executive - Independent Director	Chairperson	12-11-2021		
2	08177824	Neeraj Sharma	Non-Executive - Nominee Director	Member	30-07-2022	31-07-2024	
3	10045466	Lokiah Ravikumar	Executive Director	Member	22-03-2023		
4	10393348	Rahul Himalian	Executive Director	Member	17-02-2024		
5	09744752	Manoj Kumar Gangeya	Non-Executive - Nominee Director	Member	13-08-2024		



Risk Management Committee							
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	09629741	Sanjay Kumar Jain	Executive Director	Chairperson	10-01-2024		
2	07247362	Ajit Kumar	Executive Director	Member	29-03-2021	30-09-2024	
3	03604125	Vinay Kumar Sharma	Non-Executive - Independent Director	Member	12-11-2021		
4	10045466	Lokiah Ravikumar	Executive Director	Member	22-03-2023		

Corporate Social Responsibility Committee							
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	09629741	Sanjay Kumar Jain	Executive Director	Chairperson	10-01-2024		
2	07247362	Ajit Kumar	Executive Director	Member	13-10-2020	30-09-2024	
3	08177824	Neeraj Sharma	Non-Executive - Nominee Director	Member	13-11-2019	31-07-2024	
4	09397676	Namgyal Wangchuk	Non-Executive - Independent Director	Member	12-11-2021		
5	09744752	Manoj Kumar Gangeya	Non-Executive - Nominee Director	Member	13-08-2024		

<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								
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)	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*
1	23-04-2024				Yes	9	9	3
2	28-05-2024		34		Yes	9	7	3
3		19-07-2024	51		Yes	9	9	3
4		29-07-2024	9		Yes	9	9	3
5		13-08-2024	14		Yes	8	8	3
6		30-09-2024	47		Yes	9	9	3

**Annexure 1**

**IV. Meeting of Committees**

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	13-05-2024				Yes	4	4	3	0
2	Audit Committee	28-05-2024	14			Yes	4	4	3	0
3	Audit Committee	19-07-2024	51			Yes	4	4	3	0
4	Audit Committee	29-07-2024	9			Yes	4	4	3	0
5	Audit Committee	13-08-2024	14			Yes	4	4	3	0
6	Audit Committee	28-09-2024	45			Yes	4	4	3	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	23-04-2024				Yes	4	4	3	0
8	Nomination and remuneration committee	14-05-2024	20			Yes	4	4	3	0
9	Nomination and remuneration committee	27-05-2024	12			Yes	4	3	3	0
10	Nomination and remuneration committee	18-07-2024	51			Yes	4	3	3	0
11	Nomination and remuneration committee	28-09-2024	71			Yes	4	4	3	0
12	Risk Management Committee	18-07-2024				Yes	4	4	1	0
13	Corporate Social Responsibility Committee	27-05-2024				Yes	4	3	1	0
14	Corporate Social Responsibility Committee	18-07-2024	51			Yes	4	3	1	0
15	Corporate Social Responsibility Committee	28-09-2024	71			Yes	4	4	1	0

**Annexure 1**

**V. Related Party Transactions**

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	NA	

## Annexure 1

### VI. Affirmations

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)



**Annexure 1**

Sr	Subject	Compliance status
1	Name of signatory	Suman Kalra
2	Designation	Company Secretary and Compliance Officer

**Text Block**

Textual Information(1)

The Board of the Company does not have optimum combination of functional, nominee and Independent Directors as the Companys Board didnt have 50% of Board Members as independent directors including one woman independent director. The Company has proactively taken up the issue with the Ministry of Railways, Government of India, i.e., the appointing authority, from time to time, for appointment of the requisite number of independent directors, including appointment of Independent Woman Director on the Board.

**Annexure III**

**III. Affirmations**

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				

**Annexure III**

1	Name of signatory	Suman Kalra
2	Designation	Company Secretary and Compliance Officer

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

**Text Block**

Textual Information(1)

During the period of half year ended on 30-09-2024, the company has not provided any loan/guarantee/comfort letter/security etc. directly or indirectly to its Promoters, Promoters Group, Director, KMP or any other entity controlled by them.

<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

**Signatory Details**

Name of signatory	Suman Kalra
Designation of person	Company Secretary and Compliance Officer
Place	New Delhi
Date	17-10-2024



