

General information about company

Scrip code	542830
NSE Symbol	IRCTC
MSEI Symbol	NOTLISTED
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	Quarterly
Date of Report	31-12-2024
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	Rabindra Nath Mishra	-	09050821	Executive Director	Not Applicable		31-12-1970
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	Shivendra Shukla	-	10765384	Non-Executive - Nominee Director	Not Applicable		15-09-1973
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

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

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		01-10-2024				1	0	0	0			
3	NA		11-02-2023				1	0	1	0			
4	NA		16-02-2024				1	0	2	0			
5	NA		03-09-2024				1	0	0	0			
6	NA		21-09-2022				1	0	2	1			
7	NA		09-11-2021		08-11-2024	36	0	0	0	0	Tenure Completion		
8	NA		12-11-2021		11-11-2024	36	0	0	0	0	Tenure Completion		

9	NA		09-06-2023	09-06-2023		19	1	1	2	1			
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Text Block

Textual Information(1)

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

Audit Committee Details							
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	08-11-2024	
2	09397676	Namgyal Wangchuk	Non-Executive - Independent Director	Member	12-11-2021	11-11-2024	
3	10198557	Devendra Pal Bharti	Non-Executive - Independent Director	Chairperson	04-07-2023		Textual Information(1)
4	10393348	Rahul Himalian	Executive Director	Member	17-02-2024		
5	09744752	Manoj Kumar Gangeya	Non-Executive - Nominee Director	Member	09-11-2024		

Sr Text Block

Textual Information(1)

Member since 04-07-2023 and Chairman from 09-11-2024

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	11-11-2024	
2	03604125	Vinay Kumar Sharma	Non-Executive - Independent Director	Member	12-11-2021	08-11-2024	
3	10198557	Devendra Pal Bharti	Non-Executive - Independent Director	Chairperson	04-07-2023		Textual Information(1)
4	09744752	Manoj Kumar Gangeya	Non-Executive - Nominee Director	Member	13-08-2024		
5	10765384	Shivendra Shukla	Non-Executive - Nominee Director	Member	12-11-2024		

Sr Text Block

Textual Information(1)

Member since 04-07-2023 and Chairman from 12-11-2024

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	08-11-2024	
2	10045466	Lokiah Ravikumar	Executive Director	Member	22-03-2023		
3	10393348	Rahul Himalian	Executive Director	Member	17-02-2024		
4	09744752	Manoj Kumar Gangeya	Non-Executive - Nominee Director	Chairperson	13-08-2024		Textual Information(1)
5	10198557	Devendra Pal Bharti	Non-Executive - Independent Director	Member	09-11-2024		

Sr Text Block

Textual Information(1)

Member since 13-08-2024 and Chairman from 09-11-2024

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	03604125	Vinay Kumar Sharma	Non-Executive - Independent Director	Member	12-11-2021	08-11-2024	
3	10045466	Lokiah Ravikumar	Executive Director	Member	22-03-2023		
4	09050821	Rabindra Nath Mishra	Executive Director	Member	01-10-2024		
5	10198557	Devendra Pal Bharti	Non-Executive - Independent Director	Member	09-11-2024		

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	09397676	Namgyal Wangchuk	Non-Executive - Independent Director	Member	12-11-2021	11-11-2024	
3	09744752	Manoj Kumar Gangeya	Non-Executive - Nominee Director	Member	13-08-2024		
4	09050821	Rabindra Nath Mishra	Executive Director	Member	01-10-2024		
5	10198557	Devendra Pal Bharti	Non-Executive - Independent Director	Member	12-11-2024		

Other Committee						
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	19-07-2024				Yes	9	9	3
2	29-07-2024		9		Yes	9	9	3
3	13-08-2024		14		Yes	8	8	3
4	30-09-2024		47		Yes	9	9	3
5		04-11-2024	34		Yes	9	8	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	19-07-2024				Yes	4	4	3	0
2	Audit Committee	29-07-2024	9			Yes	4	4	3	0
3	Audit Committee	13-08-2024	14			Yes	4	4	3	0
4	Audit Committee	28-09-2024	45			Yes	4	4	3	0
5	Audit Committee	04-11-2024	36			Yes	4	4	3	0
6	Nomination and remuneration committee	18-07-2024				Yes	4	3	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	28-09-2024	71			Yes	4	4	3	0
8	Nomination and remuneration committee	04-11-2024	36			Yes	4	3	3	0
9	Risk Management Committee	18-07-2024				Yes	4	4	1	0
10	Corporate Social Responsibility Committee	18-07-2024				Yes	4	3	1	0
11	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	Yes	
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	
Disclosure of notes on related party transactions			Textual Information(1)

Text Block

Textual Information(1)

RPT, though exempted, being with other government companies and WOS, however, prior approval of Audit Committee was taken for investment in wholly owned subsidiary.

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	No
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	No
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.

For pt 2 and 3- The Board has only one Independent Director since 12.11.2024. Therefore, the Committees are not in compliance.

Details of Cyber security incidence

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	17-01-2025

