

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	01-04-2022
Date of end of financial year	31-03-2023
Reporting Quarter	Half Yearly
Date of Report	30-09-2022
Risk management committee	Applicable
Market Capitalisation as per immediate previous Financial Year	Top 100 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 related to Promoter		Yes	Disqualification of Directors under section 164 of the Companies Act, 2013																						
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	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status	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 (Refer Regulation 17A(1) of Listing Regulations)	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)	Notes for not providing PAN	Notes for not providing DIN
1	Mrs	Rajni Hasija	ABKPH3049P	08083674	Executive Director	Chairperson		09-05-1963	No				Active	NA		18-05-2018				1	0	2	0		
2	Mr	Ajit Kumar	ADLPK4428L	07247362	Executive Director	Not Applicable		09-06-1964	No				Active	NA		29-05-2020				1	0	0	0		
3	Mr	Debashis Chandra	ACEPC2711J	08641893	Executive Director	Not Applicable		30-08-1962	No				Active	NA		18-01-2022		01-09-2022		0	0	0	0		
4	Mr	Neeraj Sharma	AEAPS2729G	08177824	Non-Executive - Nominee Director	Not Applicable		05-07-1964	No				Active	NA		12-07-2018				1	0	1	0		

I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory

Whether the listed entity has a Regular Chairperson

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	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status	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 (Refer Regulation 17A(1) of Listing Regulations)	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)	Notes for not providing PAN	Notes for not providing DIN
5	Mr	Manoj Kumar Gangeya	AFSPG6159B	09744752	Non-Executive - Nominee Director	Not Applicable		01-03-1977	No				Active	NA		21-09-2022			1	0	0	0			
6	Mr	Vishwanath Shanker	ANJPS9657F	07903588	Non-Executive - Nominee Director	Not Applicable		29-05-1965	No				Active	NA		14-12-2021		29-07-2022	0	0	0	0			
7	Mr	Vinay Kumar Sharma	BAVPS9982D	03604125	Non-Executive - Independent Director	Not Applicable		31-05-1978	No				Active	NA		09-11-2021	09-11-2021		11	1	1	2	2		
8	Mr	Namgyal Wangchuk	AFHPW2256C	09397676	Non-Executive - Independent Director	Not Applicable		04-02-1970	No				Active	NA		12-11-2021	12-11-2021		11	1	1	1	0		

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		
2	09397676	Namgyal Wangchuk	Non-Executive - Independent Director	Member	12-11-2021		
3	08083674	Rajni Hasija	Executive Director	Member	13-10-2020		

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		

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		Textual Information(1)
2	07903588	Vishwanath Shanker	Non-Executive - Nominee Director	Member	08-02-2022	29-07-2022	Textual Information(2)
3	08177824	Neeraj Sharma	Non-Executive - Nominee Director	Member	30-07-2022		Textual Information(3)
4	08083674	Rajni Hasija	Executive Director	Member	26-07-2019		Textual Information(4)

Sr Text Block	
Textual Information(1)	Consequent upon cessation of Shri Vishwanath Shanker (Government Nominee Director) on the Board of the Company with effect from 29th July, 2022 the Stakeholders Relationship Committee was reconstituted with Mr.Vinay Kumar Sharma as Chairperson,Mr. Neeraj Sharma and Smt. Rajni Hasija as Members of the Stakeholders Relationship Committe w.e.f. July 30, 2022.
Textual Information(2)	Shri Vishwanath Shanker (DIN:07903588), Government Nominee Director ceased to be Director on the Board of the Company w.e.f. 29.07.2022.Accordingly, he ceased to be member of Stakeholders Relationship Commitee.
Textual Information(3)	Consequent upon cessation of Shri Vishwanath Shanker (Government Nominee Director) on the Board of the Company with effect from 29th July, 2022 the Stakeholders Relationship Committee was reconstituted with Mr.Vinay Kumar Sharma as Chairperson,Mr. Neeraj Sharma and Smt. Rajni Hasija as Members of the Stakeholders Relationship Committe w.e.f. July 30, 2022.
Textual Information(4)	Consequent upon cessation of Shri Vishwanath Shanker (Government Nominee Director) on the Board of the Company with effect from 29th July, 2022 the Stakeholders Relationship Committee was reconstituted with Mr.Vinay Kumar Sharma as Chairperson,Mr. Neeraj Sharma and Smt. Rajni Hasija as Members of the Stakeholders Relationship Committe w.e.f. July 30, 2022.

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	08083674	Rajni Hasija	Executive Director	Chairperson	01-02-2021		Textual Information(1)
2	07247362	Ajit Kumar	Executive Director	Member	29-03-2021		Textual Information(2)
3	08641893	Debashis Chandra	Executive Director	Member	08-02-2022	01-09-2022	Textual Information(3)
4	07903588	Vishwanath Shanker	Non-Executive - Nominee Director	Member	08-02-2022	29-07-2022	Textual Information(4)
5	03604125	Vinay Kumar Sharma	Non-Executive - Independent Director	Member	12-11-2021		Textual Information(5)

Sr Text Block	
Textual Information(1)	The constitution of Risk Management Committee of the Company, subsequent to superannuation of Shri. Debashis Chandra (Director -Catering Services) and cessation of Shri. Vishwanath Shanker(Government Nominee Director) would remain in order, Therefore, CSR Committee may continue with the present composition as follows: with Smt. Rajni Hasija as Chairperson,Shri. Ajit Kumar,and Shri. Vinay Kumar Sharma as Members of the Risk Management Committee.
Textual Information(2)	The constitution of Risk Management Committee of the Company, subsequent to superannuation of Shri. Debashis Chandra (Director -Catering Services) and cessation of Shri. Vishwanath Shanker(Government Nominee Director) would remain in order, Therefore, CSR Committee may continue with the present composition as follows: with Smt. Rajni Hasija as Chairperson,Shri. Ajit Kumar,and Shri. Vinay Kumar Sharma as Members of the Risk Management Committee.
Textual Information(3)	Shri Debashis Chandra ceased to be Director (Catering Services) on the Board of the Company w.e.f. 01.09.2022 on account of his superannuation.Accordingly, he ceased to be member of Risk Mangement Commitee w.e.f 01.09.2022
Textual Information(4)	Shri Vishwanath Shanker,(DIN:07903588), Government Nominee Diretor ceased to be Director on the Board of the Company w.e.f. 29.07.2022.Accordingly, he ceased to be member of Risk Management Commitee.
Textual Information(5)	The constitution of Risk Management Committee of the Company, subsequent to superannuation of Shri. Debashis Chandra (Director -Catering Services) and cessation of Shri. Vishwanath Shanker(Government Nominee Director) would remain in order, Therefore, CSR Committee may continue with the present composition as follows: with Smt. Rajni Hasija as Chairperson,Shri. Ajit Kumar,and Shri. Vinay Kumar Sharma as Members of the Risk Management Committee.

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	08083674	Rajni Hasija	Executive Director	Chairperson	01-02-2021		Textual Information(1)
2	07247362	Ajit Kumar	Executive Director	Member	13-10-2020		Textual Information(2)
3	08641893	Debashis Chandra	Executive Director	Member	08-02-2022	01-09-2022	Textual Information(3)
4	08177824	Neeraj Sharma	Non-Executive - Nominee Director	Member	13-11-2019		Textual Information(4)
5	09397676	Namgyal Wangchuk	Non-Executive - Independent Director	Member	12-11-2021		Textual Information(5)

Sr Text Block	
Textual Information(1)	The constitution of CSR Committee of the Company, subsequent to superannuation of Mr. Debashis Chandra, would remain in order, Therefore, CSR Committee may continue with the present composition as follows: with Smt. Rajni Hasija as Chairperson, Mr. Ajit Kumar, Mr. Neeraj Sharma and Mr. Namgyal Wangchuk as Members of the CSR Committee w.e.f. 01.09.2022.
Textual Information(2)	The constitution of CSR Committee of the Company, subsequent to superannuation of Mr. Debashis Chandra, would remain in order, Therefore, CSR Committee may continue with the present composition as follows: with Smt. Rajni Hasija as Chairperson, Mr. Ajit Kumar, Mr. Neeraj Sharma and Mr. Namgyal Wangchuk as Members of the CSR Committee w.e.f. 01.09.2022.
Textual Information(3)	Shri Debashis Chandra on account of his superannuation ceased to be Director (Catering Services) on the Board of the Company w.e.f. 01.09.2022 .Accordingly, he ceased to be member of CSR & SD Committee w.e.f 01.09.2022.
Textual Information(4)	The constitution of CSR Committee of the Company, subsequent to superannuation of Mr. Debashis Chandra, would remain in order, Therefore, CSR Committee may continue with the present composition as follows: with Smt. Rajni Hasija as Chairperson, Mr. Ajit Kumar, Mr. Neeraj Sharma and Mr. Namgyal Wangchuk as Members of the CSR Committee w.e.f. 01.09.2022.
Textual Information(5)	The constitution of CSR Committee of the Company, subsequent to superannuation of Mr. Debashis Chandra, would remain in order, Therefore, CSR Committee may continue with the present composition as follows: with Smt. Rajni Hasija as Chairperson, Mr. Ajit Kumar, Mr. Neeraj Sharma and Mr. Namgyal Wangchuk as Members of the CSR Committee w.e.f. 01.09.2022.

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								
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	30-05-2022				Yes	7	7	2
2	21-06-2022		21		Yes	7	6	2
3		13-07-2022	21		Yes	7	6	2
4		10-08-2022	27		Yes	6	6	2
5		26-09-2022	46		Yes	6	6	2

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 as on date of the meeting	Number of Directors (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	30-05-2022				Yes	3	3	2	0
2	Audit Committee	20-06-2022	20			Yes	3	3	2	0
3	Audit Committee	10-08-2022	50			Yes	3	3	2	0
4	Nomination and remuneration committee	20-06-2022				Yes	3	3	2	0
5	Nomination and remuneration committee	13-07-2022	22			Yes	3	3	2	0
6	Nomination and remuneration committee	26-09-2022	74			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 as on date of the meeting	Number of Directors (All directors including Independent director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
7	Corporate Social Responsibility Committee	20-06-2022				Yes	5	5	1	0
8	Corporate Social Responsibility Committee	10-08-2022	50			Yes	5	5	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	Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes	
Any other information to be provided				

Annexure III

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

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

Signatory Details

Name of signatory	Suman Kalra
Designation of person	Company Secretary and Compliance Officer
Place	New Delhi
Date	19-10-2022