

**General information about company**

Scrip code	542830
NSE Symbol	IRCTC
MSEI Symbol	NA
ISIN	INE335Y01012
Name of the entity	Indian Railway Catering and Tourism Corporation Limited
Date of start of financial year	01-04-2020
Date of end of financial year	31-03-2021
Reporting Quarter	Half Yearly
Date of Report	30-09-2020
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	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 positions held in listed entities including listed entity (Refer Regulation 26(1) of Listing Regulations)
1	Mr	Mahendra Pratap Mall	ADGPM5659N	02316235	Executive Director	Chairperson	MD	02-01-1961	NA		18-09-2017	18-09-2017		0	1	0	0	0
2	Mrs	Rajni Hasija	ABKPH3049P	08083674	Executive Director	Not Applicable		09-05-1963	NA		18-05-2018	18-05-2018		0	1	0	1	0
3	Mr	Ajit Kumar	ADLPK4428L	07247362	Executive Director	Not Applicable		06-09-1964	NA		29-05-2020	29-05-2020		0	1	0	0	0
4	Mr	Neeraj Sharma	AEAPS2729G	08177824	Non-Executive - Nominee Director	Not Applicable		05-07-1964	NA		12-07-2018	12-07-2018		0	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 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 Chairperson in Audit Stakeholder Committee held in listed entity (Refer Regulation 26(1) of Listing Regulations)
5	Mr	Vinay Srivastava	AFIPS1696D	08638850	Non-Executive - Nominee Director	Not Applicable		19-05-1971	NA		20-03-2020	20-03-2020		0	3	0	1	0
6	Mr	Prof Sachin Chaturvedi	ADEPC6681J	07960871	Non-Executive - Independent Director	Not Applicable		26-10-1967	NA		10-10-2017	10-10-2017		36	1	1	1	1
7	Mr	Comal Ramachandran Sundaramurti	AZEPS2979R	07965899	Non-Executive - Independent Director	Not Applicable		02-06-1952	NA		13-10-2017	13-10-2017		36	1	1	0	1
8	Ms	Sarita Deshpande	AFFPD4786D	08098222	Non-Executive - Independent Director	Not Applicable		09-03-1959	NA		29-03-2018	29-03-2018		36	1	1	2	0

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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	07965899	Comal Ramachandran Sundaramurti	Non-Executive - Independent Director	Chairperson	31-01-2020		
2	07960871	Prof Sachin Chaturvedi	Non-Executive - Independent Director	Member	31-01-2020		
3	08098222	Sarita Deshpande	Non-Executive - Independent Director	Member	31-01-2020		
4	08177824	Neeraj Sharma	Non-Executive - Nominee Director	Member	31-01-2020		

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	07965899	Comal Ramachandran Sundaramurti	Non-Executive - Independent Director	Chairperson	31-01-2020		
2	07960871	Prof Sachin Chaturvedi	Non-Executive - Independent Director	Member	31-01-2020		
3	08098222	Sarita Deshpande	Non-Executive - Independent Director	Member	31-01-2020		
4	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	07960871	Prof Sachin Chaturvedi	Non-Executive - Independent Director	Chairperson	31-01-2020		
2	08098222	Sarita Deshpande	Non-Executive - Independent Director	Member	31-01-2020		
3	08083674	Rajni Hasija	Executive Director	Member	26-07-2019		

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	02316235	Mahendra Pratap Mall	Executive Director	Chairperson	12-10-2015		
2	08083674	Rajni Hasija	Executive Director	Member	24-07-2018		
3	08177824	Neeraj Sharma	Non-Executive - Nominee Director	Member	24-07-2018		
4	07960871	Prof Sachin Chaturvedi	Non-Executive - Independent Director	Member	27-10-2017		
5	08098222	Sarita Deshpande	Non-Executive - Independent Director	Member	26-07-2019		



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	02316235	Mahendra Pratap Mall	Executive Director	Chairperson	01-08-2017		
2	08177824	Neeraj Sharma	Non-Executive - Nominee Director	Member	13-11-2019		
3	07960871	Prof Sachin Chaturvedi	Non-Executive - Independent Director	Member	27-10-2017		
4	08098222	Sarita Deshpande	Non-Executive - Independent Director	Member	27-04-2018		

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							Textual Information(1)
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)	Number of Directors present*	No. of Independent Directors attending the meeting*
1		10-07-2020			Yes	8	3
2		18-08-2020	38		Yes	8	3
3		11-09-2020	23		Yes	8	3

**Text Block**

Textual Information(1)

In view of the spurt of the novel Covid-19, the Government of India declared the complete lockdown throughout the country from 24th March, 2020. Keeping in view of the same, SEBI initially, vide its Circular No SEBI/HO/CFD/CMD1/CIR/P/2020/38 dated 19/03/2020, provided relaxation of time gap between two Board/Audit Committee Meetings held or proposed to be held between the period 01/12/2019 to 30/06/2020 which was further extended by SEBI to 31/07/2020 as communicated vide its Circular No SEBI/HO/CFD/CMD1/CIR/P/2020/110. In view of the prevailing situations of Covid-19 company could not hold any Meeting in the previous Quarter (April-June,2020).

**Annexure 1**

**IV. Meeting of Committees**

Disclosure of notes on meeting of committees explanatory							Textual Information(1)	
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)	Number of Directors present*	No. of Independent Directors attending the meeting*
1	Audit Committee	10-07-2020				Yes	4	3
2	Audit Committee	18-08-2020	38			Yes	4	3
3	Audit Committee	11-09-2020	23			Yes	4	3
4	Nomination and remuneration committee	09-07-2020				Yes	4	3
5	Risk Management Committee	09-07-2020				Yes	5	2
6	Corporate Social Responsibility Committee	09-07-2020				Yes	4	2

**Text Block**

Textual Information(1)

In view of the spurt of the novel Covid-19, the Government of India declared the complete lockdown throughout the country from 24th March, 2020. Keeping in view of the same, SEBI initially, vide its Circular No SEBI/HO/CFD/CMD1/CIR/P/2020/38 dated 19/03/2020, provided relaxation of time gap between two Board/Audit Committee Meetings held or proposed to be held between the period 01/12/2019 to 30/06/2020 which was further extended by SEBI to 31/07/2020 as communicated vide its Circular No SEBI/HO/CFD/CMD1/CIR/P/2020/110. In view of the prevailing situations of Covid-19 company could not hold any Meeting in the previous Quarter (April-June,2020).

**Annexure 1**

**V. Related Party Transactions**

Sr	Subject	Compliance status (Yes/No/NA)	If status is <input checked="" type="checkbox"/> 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 500 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



**Annexure 1**

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

**Annexure III****III. Affirmations**

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is <b>No</b> 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)	NA	
3	Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	NA	
4	Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting	20(3)	NA	
5	Whether <b>Corporate Governance Report</b> disclosed in Annual Report	34(3) read with para C of Schedule V	Yes	
Any other information to be provided			Textual Information(1)	

**Text Block**

Textual Information(1)

Due to non availability of CAG comments (which are part of the Annual Report for the Govt Company and are duly adopted by shareholders) on financial statement for FY 2019-20 on time, the Company could not hold its AGM for FY 2019-20 by 30.09.2020. In light of these facts, the Company applied to ROC, Delhi and Haryana for extension of time to hold AGM for FY 2019-20 on 07.09.2020. However, MCA vide its order No. ROC/Delhi/AGM Ext./2020/11538 dated 08.09.2020 granted extension for all companies to hold AGM up to 31.12.2020. In addition to the blanket extension granted by MCA dated 08.09.2020, the Company also got approval to hold its AGM in extended timeline of 31.12.2020 from ROC , Delhi and Haryana on its application. Subsequent to receipt of CAG comments on 21.09.2020, the Company decided to hold its AGM for FY 2019-20 on 27.10.2020. All the above facts have been informed to the concerned stock exchanges from time to time.

**Annexure III**

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

**Signatory Details**

Name of signatory	Mrs Suman Kalra
Designation of person	Company Secretary and Compliance Officer
Place	New Delhi
Date	13-10-2020

