

<b>General information about company</b>	
Scrip code	543265
NSE Symbol	RAILTEL
MSEI Symbol	NOTLISTED
ISIN	INE0DD101019
Name of the entity	RAILTEL CORPORATION OF INDIA LIMITED
Date of start of financial year	01-04-2021
Date of end of financial year	31-03-2022
Reporting Quarter	Half Yearly
Date of Report	30-09-2021
Risk management committee	Not 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 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	Mr	Puneet Chawla	AAGPC5303E	08303340	Executive Director	Chairperson	MD	14-08-1963	NA		14-12-2018	14-12-2018		41	1	0	0	0		
2	Mr	Ashutosh Vasant	AAZPV4102D	07783222	Executive Director	Not Applicable		22-02-1969	NA		03-04-2017	03-04-2017		60	1	0	0	0		
3	Mr	Sanjai Kumar	AJFPK0833M	06923630	Executive Director	Not Applicable		18-02-1968	NA		23-05-2018	23-05-2018		60	1	0	1	0		
4	Mr	Anand Kumar Singh	AKXPS4113R	07018776	Executive Director	Not Applicable		14-09-1962	NA		04-09-2019	04-09-2019		36	1	0	1	0		

<b>I. Composition of Board of Directors</b>																				
<b>Disclosure of notes on composition of board of directors explanatory</b>																				
<b>Whether the listed entity has a Regular Chairperson</b>																				
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 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	Umesh Balonda	ADHPB1859N	08444478	Non-Executive - Non Independent Director	Not Applicable		11-04-1973	NA		06-05-2019	06-05-2019			1	0	1	0		
6	Mr	Vinay Srivastava	AFIPS1696D	08638850	Non-Executive - Non Independent Director	Not Applicable		19-05-1971	NA		30-12-2019	30-12-2019			4	0	1	0		
7	Mr	Chinnasamy Ganesan	AAIPG7729G	07615862	Non-Executive - Independent Director	Not Applicable		25-05-1963	NA		16-07-2019	16-07-2019		36	1	1	0	2		
8	Mrs	Rashmi Jain	AADPJ6827B	08187234	Non-Executive - Independent Director	Not Applicable		13-05-1957	NA		25-07-2018	25-07-2018	20-07-2021	36	1	1	0	2		

<b>Text Block</b>	
Textual Information(1)	<p>Pursuant to order issued by the Ministry of Railways, Government of India, Shri Ashutosh Vasant, Director (Project, Operation and Maintenance) has been divested of the charge/duties of the post of Director till further orders. Accordingly, Shri Ashutosh Vasant had not been attending the meeting by virtue of debility interposed by MoR letter no. 2012/E(O)II/40/31 dated 24/09/2020 and no agenda papers were shared with him. Further, the Railway Board, Government of India has assigned the additional charge/duties of the post Director (Project, Operation and Maintenance) to Shri Sanjai Kumar, Director (Network, Planning and Marketing) till further order.</p> <p>Further, Smt. Rashmi Jain (Woman Independent Director) ceased to be Director on the Board of the Company w.e.f. 20/07/2021 due to completion of her tenure.</p>

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	07615862	Chinnasamy Ganesan	Non-Executive - Independent Director	Member	23-07-2019		Textual Information(1)
2	08638850	Vinay Srivastava	Non-Executive - Non Independent Director	Member	09-01-2020		
3	08444478	Umesh Balonda	Non-Executive - Non Independent Director	Member	20-07-2021		
4	08187234	Rashmi Jain	Non-Executive - Independent Director	Chairperson	24-05-2019	20-07-2021	Textual Information(2)
5	07615862	Chinnasamy Ganesan	Non-Executive - Independent Director	Chairperson	20-07-2021		

<b>Sr Text Block</b>	
Textual Information(1)	He has been appointed as Chairperson of the Audit Committee w.e.f. 20/07/2021
Textual Information(2)	Smt. Rashmi Jain (Woman Independent Director) ceased to be Director on the Board of the Company w.e.f. 20/07/2021 due to completion of her tenure. Accordingly, the Board of the Company has re-constituted the Audit Committee w.e.f. 20-07-2021 and appointed Shri Chinnsamy Ganesan as Chairperson who was earlier member of the Audit Committee vice Smt. Rashmi Jain.

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	07615862	Chinnasamy Ganesan	Non-Executive - Independent Director	Chairperson	20-07-2020		
2	08444478	Umesh Balonda	Non-Executive - Non Independent Director	Member	26-09-2019		
3	08638850	Vinay Srivastava	Non-Executive - Non Independent Director	Member	20-07-2021		
4	08187234	Rashmi Jain	Non-Executive - Independent Director	Member	18-08-2021	20-07-2021	Textual Information(1)

<b>Sr Text Block</b>	
Textual Information(1)	Smt. Rashmi Jain (Woman Independent Director) ceased to be Director on the Board of the Company w.e.f. 20/07/2021 due to completion of her tenure. Accordingly, the Board of the Company has re-constituted the Nomination & Remuneration Committee w.e.f. 20-07-2021 and inducted Shri Vinay Srivastava as member of the Nomination & Remuneration Committee vice Smt. Rashmi Jain.



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	07615862	Chinnasamy Ganesan	Non-Executive - Independent Director	Chairperson	20-07-2021		
2	06923630	Sanjai Kumar	Executive Director	Member	07-08-2020		
3	07018776	Anand Kumar Singh	Executive Director	Member	07-08-2020		
4	08187234	Rashmi Jain	Non-Executive - Independent Director	Chairperson	07-08-2020	20-07-2021	Textual Information(1)

<b>Sr Text Block</b>	
Textual Information(1)	Smt. Rashmi Jain (Woman Independent Director) ceased to be Director on the Board of the Company w.e.f. 20/07/2021 due to completion of her tenure. Accordingly, the Board of the Company has re-constituted the Stakeholders Relationship Committee w.e.f. 20-07-2021 and appointed Shri Chinnsamy Ganesan as Chairperson vice Smt. Rashmi Jain.

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	08303340	Puneet Chawla	Executive Director	Chairperson	22-12-2020		
2	07018776	Anand Kumar Singh	Executive Director	Member	22-12-2020		
3	06923630	Sanjai Kumar	Executive Director	Member	22-12-2020		
4	07615862	Chinnasamy Ganesan	Non-Executive - Independent Director	Member	17-06-2021		

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	07615862	Chinnasamy Ganesan	Non-Executive - Independent Director	Chairperson	07-08-2020		
2	06923630	Sanjai Kumar	Executive Director	Member	18-08-2018		
3	07018776	Anand Kumar Singh	Executive Director	Member	26-09-2019		

<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)	Number of Directors present* (other than Independent Director)	No. of Independent Directors attending the meeting*
1	17-06-2021				Yes	5	1
2	25-06-2021		7		Yes	4	2
3		16-07-2021	20		Yes	5	2
4		12-08-2021	26		Yes	5	1
5		21-09-2021	39		Yes	4	1

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)	Number of Directors present* (other than Independent Director)	No. of Independent Directors attending the meeting*
1	Audit Committee	25-06-2021				Yes	1	2
2	Audit Committee	12-08-2021	47			Yes	2	1
3	Audit Committee	21-09-2021	39			Yes	1	1
4	Nomination and remuneration committee	25-06-2021				Yes	1	2
5	Nomination and remuneration committee	07-07-2021	11			Yes	1	2
6	Risk Management Committee	04-06-2021				Yes	3	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	



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 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
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	J S Marwah
2	Designation	Company Secretary and Compliance Officer

<b>Text Block</b>	
Textual Information(1)	<p>Regarding item at Sr. No. 1, as on 30/09/2021, Board of RailTel comprised of 7 Directors (4 Functional Directors including CMD, 2 Government Nominee Directors and 1 Independent Director). RailTel, is a Govt. Company in terms of Section 2 (45) of the Companies Act, 2013 and in terms of Article 67 of the Articles of Association, the power to appoint Executive Directors, Non-Executive Nominee Directors and Independent Directors vests with the President of India acting through Ministry of Railways. RailTel is continuously chasing with its administrative Ministry i.e. Ministry of Railways for early appointment of requisite number of Independent Directors on the Board of the Company to ensure Compliance with the provisions of Regulation 17 of the SEBI (LODR) Regulations. It is beyond the control of RailTel to appoint on its own the Independent Directors to its Board as the power to appoint Directors on the Board can only be exercised by the President of India.</p> <p>Regarding item at Sr. No. 2 &amp; 3, it may be mentioned that before 20/07/2021 the composition of the Audit Committee and Nomination &amp; Remuneration Committee was in compliance with the provisions of SEBI (LODR) Regulations, 2015. Subsequent to cessation of Smt. Rashmi Jain (Woman Independent Director) on the Board of the Company w.e.f. 20/07/2021 due to completion of her tenure, the Company has re-constituted the Audit Committee and Nomination &amp; Remuneration Committee w.e.f. 20/07/2021 by inducting Govt. Nominee (Non-Executive Directors) in the composition of respective Committees as there is only one Independent Director on the Board of the Company. The Company will re-constitute these Committees on appointment of requisite number of Independent Directors on the Board of the Company.</p>

<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	Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes	
Any other information to be provided				

<b>Annexure III</b>		
1	Name of signatory	J S Marwah
2	Designation	Company Secretary and Compliance Officer

<b>Additional Half yearly Disclosure</b>			
Applicability of disclosure	Applicable		
Reason for Non Applicability	Textual Information(1)		
<b>I. Disclosure of Loans/ guarantees/comfort letters /securities etc.refer note below</b>			
(A)Any loan or any other form of debt advanced by the listed entity directly or indirectly to			
Entity	Aggregate amount advanced during six months	Balance outstanding at the end of six months	
Promoter or any other entity controlled by them	0	0	
Promoter Group or any other entity controlled by them	0	0	
Directors (including relatives) or any other entity controlled by them	0	0	
KMPs or any other entity controlled by them	0	0	
<b>(B) Any guarantee / comfort letter (by whatever name called) provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed By</b>			
Entity	Type (guarantee, comfort letter etc.)	Aggregate amount of issuance during six months	Balance outstanding at the end of six months(taking into account any invocation)
Promoter or any other entity controlled by them	0	0	0
Promoter Group or any other entity controlled by them	0	0	0
Directors (including relatives) or any other entity controlled by them	0	0	0
KMPs or any other entity controlled by them	0	0	0
<b>(C) Any security provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by</b>			
Entity	Type of security (cash, shares etc.)	Aggregate value of security provided during six months	Balance outstanding at the end of six months
Promoter or any other entity controlled by them	0	0	0
Promoter Group or any other entity controlled by them	0	0	0
Directors (including relatives) or any other entity controlled by them	0	0	0
KMPs or any other entity controlled by them	0	0	0
(D) Additional Information			Textual Information(2)
<b>II. Affirmations</b>			
Affirmations	Compliance Status	Company Remarks	
All loans (or other form of debt), guarantees, comfort letters (by whatever name called) or securities in connection with any loan(s) (or other form of debt) given directly or indirectly by the listed entity to promoter(s), promoter group, director(s) (including their relatives), key managerial personnel (including their relatives) or any entity controlled by them are in the economic interest of the company.	Yes	Textual Information(3)	
Name	Anand Kumar Singh		
Designation	CFO		
Place	New Delhi		
Date	18-10-2021		

<b>Signatory Details</b>	
Name of signatory	J S Marwah
Designation of person	Company Secretary and Compliance Officer
Place	New Delhi
Date	20-10-2021

