

<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	01-04-2023
Date of end of financial year	31-03-2024
Reporting Quarter	Quarterly
Date of Report	30-06-2023
Risk management committee	Applicable
Market Capitalisation as per immediate previous Financial Year	Top 1000 listed entities

## Annexure I

## Annexure I to be submitted by listed entity on quarterly basis

## I. Composition of Board of Directors

Composition of board of directors explanatory																				
Whether the listed entity has a Regular Chairperson		Yes																		
Whether Chairperson is related to MD or CEO		Yes																		
		Disqualification of Directors under section 164 of the Companies Act, 2013																		
ID	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 Directorships 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)	Chairman / Stakeholder Committee member including this entity (Refer Regulation 26(1) of Listing Regulations)
33M	06923630	Executive Director	Chairperson	MD	18-02-1968	No				Active	NA		23-05-2018				1	0	0	0
727R	09575567	Executive Director	Not Applicable		23-04-1974	No				Active	NA		18-04-2022				1	0	1	0
743N	06689335	Executive Director	Not Applicable		29-08-1970	No				Active	NA		27-10-2022				1	0	1	0
051R	10044053	Executive Director	Not Applicable		17-11-1967	No				Active	NA		20-03-2023				1	0	0	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

	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 Cha in Stak Cor h l er inc this entit Reg 26 L Regu
036P	10077767	Non-Executive - Nominee Director	Not Applicable		07-07-1970	No				Active	NA		17-03-2023			1	0	1	0	
18K	05333124	Non-Executive - Independent Director	Not Applicable		28-02-1978	No				Active	NA		09-11-2021	09-11-2021		20	1	1	1	1
001G	06430322	Non-Executive - Independent Director	Not Applicable		15-06-1978	No				Active	NA		09-11-2021	09-11-2021		20	1	1	2	1

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	05333124	Subhash Sharma	Non-Executive - Independent Director	Chairperson	24-12-2021		
2	06430322	Manoharan Nallasamy	Non-Executive - Independent Director	Member	12-07-2022		
3	10077767	Rameshwer Meena	Non-Executive - Nominee Director	Member	17-03-2023		

<b>Nomination and remuneration committee</b>							
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	05333124	Subhash Sharma	Non-Executive - Independent Director	Chairperson	24-12-2021		
2	06430322	Manoharan Nallasamy	Non-Executive - Independent Director	Member	24-12-2021		
3	10077767	Rameshwer Meena	Non-Executive - Nominee Director	Member	17-03-2023		

<b>Stakeholders Relationship Committee</b>							
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	06430322	Manoharan Nallasamy	Non-Executive - Independent Director	Chairperson	24-03-2022		
2	06689335	Vippagunta Rama Manohara Rao	Executive Director	Member	10-11-2022		
3	09575567	Rakesh Ranjan	Executive Director	Member	10-11-2022		

<b>Risk Management Committee</b>							
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	06923630	Sanjai Kumar	Executive Director	Chairperson	22-12-2020		
2	09575567	Rakesh Ranjan	Executive Director	Member	06-10-2022		
3	06689335	Vippagunta Rama Manohara Rao	Executive Director	Member	27-10-2022		
4	10044053	Manoj Tandon	Executive Director	Member	20-03-2023		
5	06430322	Manoharan Nallasamy	Non-Executive - Independent Director	Member	24-12-2021		
6	08137865	Harish Chandra Batra	Chief Risk Officer	Member	22-12-2020		Textual Information(1)

<b>Sr Text Block</b>	
Textual Information(1)	Shri Harish Chandra Batra is Chief Risk Officer and is member of the Risk Management Committee



<b>Corporate Social Responsibility Committee</b>							
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	06430322	Manoharan Nallasamy	Non-Executive - Independent Director	Chairperson	12-07-2022		
2	06689335	Vippagunta Rama Manohara Rao	Executive Director	Member	10-11-2022		
3	09575567	Rakesh Ranjan	Executive Director	Member	10-11-2022		

<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	31-01-2023				Yes	5	5	2
2	22-03-2023		49		Yes	7	6	2
3		17-05-2023	55		Yes	7	7	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 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	31-01-2023				Yes	3	3	2	0
2	Audit Committee	17-05-2023	105			Yes	3	3	2	0
3	Corporate Social Responsibility Committee	31-01-2023				Yes	3	3	1	0
4	Nomination and remuneration committee	22-03-2023	49			Yes	3	3	2	0
5	Risk Management Committee	09-05-2023	47			Yes	5	4	1	1
6	Stakeholders Relationship Committee	22-03-2023				Yes	3	2	1	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	
Disclosure of notes on related party transactions			

<b>Annexure 1</b>		
<b>VI. Affirmations</b>		
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)

<b>Annexure 1</b>		
<b>Sr</b>	<b>Subject</b>	<b>Compliance status</b>
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 30/06/2023, Board of RCIL comprised of 7 Directors (4 Functional Directors including CMD, 1 Government Nominee Director and 2 Independent Directors). RCIL, 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, Independent Directors including Independent Woman Director vests with the President of India acting through Ministry of Railways. RCIL is continuously chasing with its Administrative Ministry i.e. Ministry of Railways for early appointment of requisite number of Independent Directors including Woman Independent Director on the Board of the Company to ensure Compliance with the provisions of Regulation 17 of the SEBI (LODR) Regulations, 2015. It is beyond the control of RCIL 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>



<b>Signatory Details</b>	
Name of signatory	J S MARWAH
Designation of person	Company Secretary
Place	DELHI
Date	20-07-2023

