

XBRL Excel Utility	
1.	<a href="#">Overview</a>
2.	<a href="#">Before you begin</a>
3.	<a href="#">Index</a>
4.	<a href="#">Steps for Filing Integrated Governance Report</a>
5.	<a href="#">Fill up the data in excel utility</a>

### 1. Overview

The excel utility can be used for creating the XBRL/XML file for e-filing of Integrated Governance Report.

### 2. Before you begin

1. The version of Microsoft Excel in your system should be Microsoft Office Excel 2007 and above.
2. The system should have a file compression software to unzip excel utility file.
3. Make sure that you have downloaded the latest Excel Utility from BSE Website to your local system.
4. Make sure that you have downloaded the Chrome Browser to view report generated from Excel utility.
5. Please enable the Macros (if disabled) as per instructions given in manual, so that all the functionalities of Excel Utility works fine. Please first go through Enable Macro - Manual attached with zip file.
6. Kindly use this file in local system instead of OneDrive/shared drive. Because it may give an error "Run-time error '52' : Bad file name or number" While clicking on textblock button if files saved on OneDrive/shared drive.

### 3. Index

1	Details of general information about company	<a href="#">General Info</a>
2	Composition of BOD	<a href="#">Annexure I - Composition of BOD</a>
3	Composition of Committee	<a href="#">Annexure I - Composition of Committee</a>
4	Meeting of BOD	<a href="#">Annexure I - Meeting of BOD</a>
5	Meeting of Committees	<a href="#">Annexure I - Meeting of Committees</a>
6	Affirmation	<a href="#">Annexure I - Affirmation</a>
7	Website	<a href="#">Annexure II - Website</a>
8	Annual Affirmation	<a href="#">Annexure II - Annual Affirmation</a>
9	Annual Affirmation Continue	<a href="#">Annexure II - Annual Affirmation Continue</a>
10	Annexure III Affirmations	<a href="#">Half yearly Affirmations</a>
11	Additional Half yearly Disclosure	<a href="#">Additional Half Yearly Disc</a>
12	Details of Cyber security incidence	<a href="#">Cyber security incidence</a>
13	Signatory Details	<a href="#">Signatory Details</a>
14	Investor Grievance Report	<a href="#">Investor Grievance Report</a>
15	Acquisition of Shares or Voting	<a href="#">Acquisition of Shares or Voting</a>
16	Imposition of Fine or Penalty	<a href="#">Imposition of Fine or Penalty</a>
17	Ongoing Tax/Litigations_Disputes	<a href="#">Ongoing Tax/Litigations_Disputes</a>

### 4. Steps for Filing Integrated Governance Report

- Fill up the data:** Navigate to each field of every section in the sheet to provide applicable data in correct format. (Formats will get reflected while filling data.)  
- Use paste special command to paste data from other sheet.
- Validating Sheets:** Click on the "**Validate**" button to ensure that the sheet has been properly filled and also data has been furnished in proper format. If there are some errors on the sheet, excel utility will prompt you about the same.
- Validate All Sheets:** Click on the "**Home**" button. And then click on "Validate All Sheet" button to ensure that all sheets has been properly filled and validated successfully. If there are some errors on the sheet, excel utility will prompt you about the same and stop validation at the same time. After correction, once again follow the same procedure to validate all sheets.

Excel Utility will not allow you to generate XBRL/XML until you rectify all errors.

- Generate XML :** Excel Utility will not allow you to generate XBRL/XML unless successful validation of all sheet is completed. Now click on "Generate XML" to generate XBRL/XML file.  
- Save the XBRL/XML file in your desired folder in local system.

- Generate Report :** Excel Utility will allow you to generate Report. Now click on "Generate Report" to generate html report.  
- Save the HTML Report file in your desired folder in local system.  
- To view HTML Report open "Chrome Web Browser" .  
- To print report in PDF Format, Click on print button and save as PDF.

- Upload XML file to BSE Listing Center:** For uploading the XBRL/XML file generated through Utility, login to BSE Listing Center and upload generated xml file. On Upload screen provide the required information and browse to select XML file and submit the XML.

### 5. Fill up the data in excel utility

1. Cells with red fonts indicate mandatory fields.
2. If mandatory field is left empty, then Utility will not allow you to proceed further for generating XML.
3. You are not allowed to enter data in the Grey Cells.
4. If fields are not applicable to your company then leave it blank. Do not insert Zero unless it is a mandatory field.
5. Data provided must be in correct format, otherwise Utility will not allow you to proceed further for generating XML.
6. Select data from "Dropdown list" wherever applicable.
7. Adding Notes: Click on "Add Notes" button to add notes.

[Home](#)[Validate](#)**General information about company**

Scrip code	531859	<b>Enter the quarter ended date only</b>
NSE Symbol	NOTLISTED	
MSEI Symbol	NOTLISTED	
ISIN	INE457G01029	
Name of the entity	ORIENTAL RAIL INFRASTRUCTURE LIMITED	
Date of start of financial year	01-04-2025	
Date of end of financial year	31-03-2026	
Reporting Quarter Type	Yearly	
Date of Quarter Ending	31-03-2026	
Type of company	Equity	
Whether Annexure I (Part A) of the SEBI Circular dated December 31, 2024 related to Compliance Report on Corporate Governance is applicable to the entity?	Yes	
Whether Annexure I (Part B) of the SEBI Circular dated December 31, 2024 related to Investor Grievance Redressal Report is Applicable to the entity?	Yes	
Whether Annexure I (Part C) of the SEBI Circular dated December 31, 2024 related to Disclosure of Acquisition of Shares or Voting Rights in Unlisted Companies is Applicable to the entity?	No	<input type="button" value="Add Notes"/>
Whether Annexure I (Part D) of the SEBI Circular dated December 31, 2024 related to Disclosure of Imposition of Fine or Penalty is Applicable to the entity?	No	<input type="button" value="Add Notes"/>
Whether Annexure I (Part E) of the SEBI Circular dated December 31, 2024 related to Disclosure of Updates to Ongoing Tax Litigations or Disputes is Applicable to the entity?	No	<input type="button" value="Add Notes"/>
Whether Annexure I (Part F) of the SEBI Circular dated December 31, 2024 related to Disclosure Of Loans / Guarantees / Comfort Letters / Securities Etc. is Applicable to the entity?	Yes	
Risk management committee	Not Applicable	
Market Capitalisation as per immediate previous Financial Year	Top 2000 listed entities	
Is SCORE ID Available ?	Yes	
SCORE Registration ID	o00060	
Reason For No SCORE ID		
Type of Submission	Original	
Remarks (website dissemination)	<input type="button" value="Add Notes"/>	
Remarks for Exchange (not for Website Dissemination)	<input type="button" value="Add Notes"/>	

&lt;&lt;&lt; Notes mandatory, if Not Applicable

&lt;&lt;&lt; Notes mandatory, if Not Applicable

&lt;&lt;&lt; Notes mandatory, if Not Applicable

[Prev](#)[Next](#)

**Annexure 1**  
Annexure 1 to be submitted by listed entity on quarterly basis.

**I. Composition of Board of Directors**

Disclosure of roles on composition of board of directors registrant

**Add Notes**

Whether the listed entity has a Regular Chairperson

Yes

Whether Chairperson is listed in 8(1)(c) or (1)(d)

Yes

Disqualification of Directors under section 164 of the Companies Act, 2013

Sl. No.	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? (Under Reg. 17(1)(c) 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 the listed entity (Under Regulation 17(1)(c) of Listing Regulations)	No of independent Directorship in listed entities including the listed entity (with reference to Regulation 17(1)(c) & 17(1)(d) of Listing Regulations)	Number of membership in Audit/ Stakeholder Committee (with reference to Regulation 17(1)(c) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee (with reference to Regulation 17(1)(c) of Listing Regulations)	Reason for Cessation	Notes for not providing PAN	Notes for not providing DIN
1	Mr	Sudhakar Prasad, Mithibara	AABN7237P	00171171	Executive Director	Chairperson		03-03-1968	No				Active	NA		20-10-1987				1	0	2	1			
2	Mr	Vishu N. Mithibara	AABN7238K	00171165	Executive Director	Not Applicable		06-11-1964	No				Active	NA		18-06-2011				1	0	0	1			
3	Mr	Sachin N. Mithibara	AJZP9048K	00171324	Executive Director	Not Applicable	MD	24-05-1982	No				Active	NA		20-10-1986				1	0	0	0			
4	Ms	Shweta Shrinani Swami	AJZP1861N	07470861	Non-Executive - Independent Director	Not Applicable		19-02-1981	No				Active	NA		15-10-2021			15-12	1	1	1	1			
5	Mr	Dhanrajaram Srinivasar	AABN0233V	072980A	Director	Not Applicable		17-12-1956	No				Active	NA		16-08-2024			18-12	1	1	1	1			
6	Mr	Uday Abhinavish Sriniv	AABP7552L	080954G	Director	Not Applicable		18-12-1976	No				Active	NA		18-08-2024			18-12	1	1	1	2			
7	Mr	Prakash Sriniv	AJZP5961N	060104K	Independent Director	Not Applicable		14-08-1969	No				Active	NA		16-08-2024			18-08	1	0	0	0			
8	Mr	Harish Sriniv	AJZP5988K	070104K	Non-Executive - Independent Director	Not Applicable		24-07-1977	No				Active	NA		08-06-2025			0-24	1	1	1	1			

**Annexure 1**

**II. Composition of Committees**

Disclosure of notes on composition of committees explanatory

Add Notes

For this quarter kindly note the following points:  
 1. Date of Appointment and Date of Cessation (if applicable) must be mandatorily filled for every Committee.  
 2. Date of Appointment can be any day upto September 30, 2022.  
 3. Date of Cessation must be for the current quarter ends i.e. July 31, 2022 to September 30, 2022

Note: Please enter DIN after entering DIN. Name of Committee members and Category 1 of Directors shall be populated automatically.

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.	0271046	Nilesh Parikh	Non-Executive - Independent Director	Chairperson	09-06-2025		
2.	1072828	Dattarajasad Upadekar	Non-Executive - Independent Director	Member	12-11-2024		
3.	0860540	Lutfi Abdulmalik Pivani	Non-Executive - Independent Director	Member	12-11-2024		
4.	00171171	Saleh Najmuddin Mithborwala	Executive Director	Member	01-01-2018		
5.							
6.							
7.							
8.							
9.							
10.							

Note: Please enter DIN after entering DIN. Name of Committee members and Category 1 of Directors shall be populated automatically.

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.	0271046	Nilesh Parikh	Non-Executive - Independent Director	Chairperson	09-06-2025		
2.	1072828	Dattarajasad Upadekar	Non-Executive - Independent Director	Member	12-11-2024		
3.	0717861	Dhanraj Bhanu Nagale	Non-Executive - Independent Director	Member	14-12-2021		
4.	00171171	Saleh Najmuddin Mithborwala	Executive Director	Member	01-01-2018		
5.							
6.							
7.							
8.							
9.							
10.							

Note: Please enter DIN after entering DIN. Name of Committee members and Category 1 of Directors shall be populated automatically.

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.	0271046	Nilesh Parikh	Non-Executive - Independent Director	Chairperson	09-06-2025		
2.	0860540	Lutfi Abdulmalik Pivani	Non-Executive - Independent Director	Member	12-11-2024		
3.	00171171	Saleh Najmuddin Mithborwala	Executive Director	Member	09-06-2025		
4.							
5.							
6.							
7.							
8.							
9.							
10.							

**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.							
2.							
3.							
4.							
5.							
6.							
7.							
8.							
9.							
10.							

Note: Please enter DIN after entering DIN. Name of Committee members and Category 1 of Directors shall be populated automatically.

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.	00171235	Vijal N. Mithborwala	Executive Director	Chairperson	09-06-2025		
2.	00171226	Karim N. Mithborwala	Executive Director	Member	01-04-2017		
3.	0717861	Dhanraj Bhanu Nagale	Non-Executive - Independent Director	Member	09-06-2025		
4.							
5.							
6.							
7.							
8.							
9.							
10.							

**Other Committee**

Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks
1.	00171226	Karim N. Mithborwala	Executive Committee	Executive Director	Chairperson	
2.	00171171	Saleh Najmuddin Mithborwala	Executive Committee	Executive Director	Member	
3.	00171235	Vijal N. Mithborwala	Executive Committee	Executive Director	Member	
4.	00171235	Vijal N. Mithborwala	Abatement Committee	Executive Director	Chairperson	
5.	00171226	Karim N. Mithborwala	Abatement Committee	Executive Director	Member	
6.	1072828	Dattarajasad Upadekar	Abatement Committee	Non-Executive - Independent Director	Member	
7.						
8.						
9.						
10.						

[Home](#)[Validate](#)**Annexure 1****III. Meeting of Board of Directors**

Disclosure of notes on meeting of board of directors explanatory

[Add Notes](#)

Sr. No.	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)	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*
<a href="#">Add</a> <a href="#">Delete</a>							
1	12-11-2025			Yes	8	6	4
2	04-02-2026	83		Yes	8	7	4
3	12-02-2026	7		Yes	8	7	4
4	27-03-2026	42		Yes	8	7	4

[Prev](#)[Next](#)

\* to be filled in only for the current quarter meetings

[Home](#)[Validate](#)

## Annexure 1

## IV. Meeting of Committees

Disclosure of notes on meeting of committees explanatory						Add Notes				
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)
<a href="#">Add</a> <a href="#">Delete</a>										
1	Audit Committee	12-11-2025				Yes	4	3	3	0
2	Audit Committee	04-02-2026	83			Yes	4	4	3	0
3	Audit Committee	12-02-2026	7			Yes	4	4	3	0
4	Audit Committee	27-03-2026	42			Yes	4	4	3	0
5	Stakeholders Relationship Committee	12-11-2025				Yes	3	2	2	0
6	Stakeholders Relationship Committee	04-02-2026	83			Yes	3	3	2	0
7	Other Committee	09-03-2026	32	Independent directors committee		Yes	4	4	4	0
8	Other Committee	07-10-2025		Executive Committee		Yes	3	3	0	0
9	Other Committee	30-10-2025	22	Executive Committee		Yes	3	3	0	0
10	Other Committee	15-11-2025	15	Executive Committee		Yes	3	3	0	0
11	Other Committee	21-11-2025	5	Executive Committee		Yes	3	3	0	0
12	Other Committee	28-11-2025	6	Executive Committee		Yes	3	3	0	0
13	Other Committee	20-12-2025	21	Executive Committee		Yes	3	3	0	0
14	Other Committee	22-12-2025	1	Executive Committee		Yes	3	3	0	0
15	Other Committee	10-01-2026	18	Executive Committee		Yes	3	3	0	0
16	Other Committee	23-01-2026	12	Executive Committee		Yes	3	3	0	0
17	Other Committee	28-01-2026	4	Executive Committee		Yes	3	3	0	0
18	Other Committee	12-02-2026	14	Executive Committee		Yes	3	3	0	0
19	Other Committee	23-02-2026	10	Executive Committee		Yes	3	3	0	0
20	Other Committee	04-03-2026	8	Executive Committee		Yes	3	3	0	0
21	Other Committee	10-03-2026	5	Executive Committee		Yes	3	3	0	0
22	Other Committee	25-03-2026	14	Executive Committee		Yes	3	3	0	0
23	Other Committee	27-03-2026	1	Executive Committee		Yes	3	3	0	0

[Prev](#)[Next](#)

\* to be filled in only for the current quarter meetings

[Home](#)[Validate](#)**Annexure 1****V. 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	Yes
2	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 <b>a. Audit Committee</b>	Yes
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. <b>b. Nomination &amp; remuneration committee</b>	Yes
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. <b>c. Stakeholders relationship committee</b>	Yes
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. <b>d. Risk management committee (applicable to the top 1000 listed entities)</b>	NA
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	<b>Any comments/observations/advice of Board of Directors may be mentioned here:</b>	<a href="#">Add Notes</a>

[Prev](#)[Next](#)**Annexure 1**

Sr	Subject	Compliance status
1	Name of signatory	Hemali Rachh
2	Designation	Company Secretary and

Home

Validate

**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

Other details of cyber security incidence or breaches or loss of data event

**Add Notes**

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**

## Annexure II

## Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)

## I. Disclosure on website in terms of LODR Regulation

Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
<b>As per regulation 46(2) of the LODR:</b>				
1.1	Details of business	Yes		<a href="https://www.orientalrail.com/company_brief.php">https://www.orientalrail.com/company_brief.php</a>
1.2	Memorandum of Association and Articles of Association	Yes		<a href="https://www.orientalrail.com/seat-berths.php">https://www.orientalrail.com/seat-berths.php</a>
1.3	Brief profile of board of directors including directorship and full-time positions in body corporates	Yes		<a href="https://www.orientalrail.com/management.php">https://www.orientalrail.com/management.php</a>
2	Terms and conditions of appointment of independent directors	Yes		<a href="https://www.orientalrail.com/policies-code-and-compliances-2.php">https://www.orientalrail.com/policies-code-and-compliances-2.php</a>
3	Composition of various committees of board of directors	Yes		<a href="https://www.orientalrail.com/board_commities.php">https://www.orientalrail.com/board_commities.php</a>
4	Code of conduct of board of directors and senior management personnel	Yes		<a href="https://www.orientalrail.com/policies-code-and-compliances-2.php">https://www.orientalrail.com/policies-code-and-compliances-2.php</a>
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		<a href="https://www.orientalrail.com/policies-code-and-compliances.php">https://www.orientalrail.com/policies-code-and-compliances.php</a>
6	Criteria of making payments to non-executive directors	Yes		<a href="https://www.orientalrail.com/policies-code-and-compliances-2.php">https://www.orientalrail.com/policies-code-and-compliances-2.php</a>
7	Policy on dealing with related party transactions	Yes		<a href="https://www.orientalrail.com/policies-code-and-compliances.php">https://www.orientalrail.com/policies-code-and-compliances.php</a>
8	Policy for determining 'material' subsidiaries	Yes		<a href="https://www.orientalrail.com/policies-code-and-compliances-2.php">https://www.orientalrail.com/policies-code-and-compliances-2.php</a>
9	Details of familiarization programmes imparted to independent directors	Yes		<a href="https://www.orientalrail.com/policies-code-and-compliances.php">https://www.orientalrail.com/policies-code-and-compliances.php</a>
10	Email address for grievance redressal and other relevant details	Yes		<a href="https://www.orientalrail.com/investorcontacts.php">https://www.orientalrail.com/investorcontacts.php</a>
11	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		<a href="https://www.orientalrail.com/investorcontacts.php">https://www.orientalrail.com/investorcontacts.php</a>
12	Financial results	Yes		<a href="https://www.orientalrail.com/quarterly-results.php">https://www.orientalrail.com/quarterly-results.php</a>
13	Shareholding pattern	Yes		<a href="https://www.orientalrail.com/shareholding-pattern.php">https://www.orientalrail.com/shareholding-pattern.php</a>
14	Details of agreements entered into with the media companies and/or their associates	NA		
15.1	(I) Schedule of analyst or institutional investor meet (II) Presentations prepared by the listed entity for analysts or institutional investors meet, post earnings or quarterly calls prior to beginning of such events.	Yes		<a href="https://www.orientalrail.com/investor-presentation.php">https://www.orientalrail.com/investor-presentation.php</a>
15.2	Audio recordings, video recordings, if any, and transcripts of post earnings or quarterly calls, by whatever name called, conducted physically or through digital means	NA		
16	New name and the old name of the listed entity	Yes		<a href="https://www.orientalrail.com/index.php">https://www.orientalrail.com/index.php</a>
17	Advertisements as per regulation 47 (1)	Yes		<a href="https://www.orientalrail.com/media-publication.php">https://www.orientalrail.com/media-publication.php</a>
18	Credit rating or revision in credit rating obtained	Yes		chrome-extension://efaidnbmnnnibpcjpcglclefindmkaj/https://www.orientalrail.com/pdf/Intimation%20of%20Credit%20Rating%20Reaffirmation%20by%20CARE%20Rating%20Limited.pdf
19	Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	Yes		<a href="https://orientalrail.com/subsidiary-annual-report.php">https://orientalrail.com/subsidiary-annual-report.php</a>
20	Secretarial Compliance Report	Yes		chrome-extension://efaidnbmnnnibpcjpcglclefindmkaj/https://www.orientalrail.com/uploads/Results/2024/ORIL_AnnualSecretarialComplianceReport_March312025.pdf
21	Materiality Policy as per Regulation 30 (4)	Yes		<a href="https://www.orientalrail.com/policies-code-and-compliances.php">https://www.orientalrail.com/policies-code-and-compliances.php</a>
22	Disclosure of contact details of KMP who are authorized for the purpose of determining materiality as required under regulation 30(5)	Yes		<a href="https://www.orientalrail.com/uploads/Results/2024/ORIL%20_%20Intimation%20under%20reg.%2030(5)%20SEBI%20LODR.pdf">https://www.orientalrail.com/uploads/Results/2024/ORIL%20_%20Intimation%20under%20reg.%2030(5)%20SEBI%20LODR.pdf</a>
23	Disclosures under regulation 30(8)	Yes		<a href="https://www.orientalrail.com/policies-code-and-compliances-2.php">https://www.orientalrail.com/policies-code-and-compliances-2.php</a>
24	Statements of deviation(s) or variations(s) as specified in regulation 32	Yes		<a href="https://www.orientalrail.com/corporate-announcements.php">https://www.orientalrail.com/corporate-announcements.php</a>
25	Dividend Distribution policy as per Regulation 43A(1)	NA		
26.1	Annual return as provided under section 92 of the Companies Act, 2013	Yes		<a href="https://www.orientalrail.com/annual-reports.php">https://www.orientalrail.com/annual-reports.php</a>
26.2	Employee Benefit scheme documents framed in terms of SEBI (SBEB) Regulations, 2021	Yes		<a href="https://www.orientalrail.com/downloads.php">https://www.orientalrail.com/downloads.php</a>
27	Confirmation that the above disclosures are in a separate section as specified in regulation 46(2)	Yes		<a href="https://www.orientalrail.com/">https://www.orientalrail.com/</a>
28	Compliance with regulation 46(3) with respect to accuracy of disclosures on the website and timely updating	Yes		<a href="https://www.orientalrail.com/index.php">https://www.orientalrail.com/index.php</a>
29	Disclosure of notes on website in terms of Listing Regulations explanatory [Text Block]		Add Notes	

Home

Validate

## Annexure II

## II. Annual Affirmations

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b)	Yes	
2	Board composition	17(1), 17(1A) & 17(1C), 17(1D) & 17(1E)	Yes	
3	Meeting of Board of directors	17(2)	Yes	
4	Quorum of Board meeting	17(2A)	Yes	
5	Review of Compliance Reports	17(3)	Yes	
6	Plans for orderly succession for appointments	17(4)	Yes	
7	Code of Conduct	17(5)	Yes	
8	Fees/compensation	17(6)	Yes	
9	Minimum Information	17(7)	Yes	
10	Compliance Certificate	17(8)	Yes	
11	Risk Assessment & Management	17(9)	Yes	
12	Performance Evaluation of Independent Directors	17(10)	Yes	
13	Recommendation of Board	17(11)	Yes	
14	Maximum number of Directorships	17A	Yes	
15	Composition of Audit Committee	18(1)	Yes	
16	Meeting of Audit Committee	18(2)	Yes	
17	Role of Audit Committee and information to be reviewed by the audit committee	18(3)	Yes	
18	Composition of nomination & remuneration committee	19(1) & (2)	Yes	
19	Quorum of Nomination and Remuneration Committee meeting	19(2A)	Yes	
20	Meeting of Nomination and Remuneration Committee	19(3A)	Yes	
21	Role of Nomination and Remuneration Committee	19(4)	Yes	
22	Composition of Stakeholder Relationship Committee	20(1), 20(2) & 20(2A)	Yes	
23	Meeting of Stakeholders Relationship Committee	20(3A)	Yes	
24	Role of Stakeholders Relationship Committee	20(4)	Yes	
25	Composition and role of risk management committee	21(1),(2),(3),(4)	NA	
26	Meeting of Risk Management Committee	21(3A)	NA	
27	Quorum of Risk Management Committee meeting	21(3B)	NA	
28	Gap between the meetings of the Risk Management Committee	21(3C)	NA	
29	Vigil Mechanism	22	Yes	
30	Policy for related party Transaction	23(1), (1A), (5), (6), & (8)	Yes	
31	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes	
32	Approval for material related party transactions	23(4)	Yes	
33	Disclosure of related party transactions on consolidated basis	23(9)	Yes	
34	Composition of Board of Directors of unlisted material Subsidiary	24(1)	Yes	
35	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	Yes	
36	Alternate Director to Independent Director	25(1)	NA	
37	Maximum Tenure	25(2)	NA	
38	Appointment, Re-appointment or removal of an Independent Director through special resolution or the alternate mechanism	25(2A)	NA	
39	Meeting of independent directors	25(3) & (4)	Yes	
40	Familiarization of independent directors	25(7)	Yes	
41	Declaration from Independent Director	25(8) & (9)	Yes	
42	Directors and Officers insurance	25(10)	NA	
43	Confirmation with respect to appointment of Independent Directors who resigned from the listed entity	25(11)	NA	
44	Memberships in Committees	26(1)	Yes	
45	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes	
46	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes	
47	Approval of the Board and shareholders for compensation or profit sharing in connection with dealings in the securities of the listed entity	26(6)	NA	
48	Vacancies in respect Key Managerial Personnel	26A(1) & 26A(2), 26A(3)	Yes	
Any other information to be provided				Add Notes

Prev

Next

## Annexure II

1	Name of signatory	Hemali Rachh
2	Designation	Company Secretary and Compliance Officer

[Home](#)[Validate](#)

### Annexure II

#### III. Affirmations

Sr	Particulars	Compliance status (Yes/No/NA)
1	The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied	Yes
Any other information to be provided		<a href="#">Add Notes</a>

[Prev](#)[Next](#)

### Annexure II

1	Name of signatory	Hemali Rachh
2	Designation	Company Secretary and Compliance Officer

[Home](#)[Validate](#)

Additional Half yearly Disclosure DISCLOSURE OF LOANS / GUARANTEES / COMFORT LETTERS / SECURITIES ETC. (applicable only for half-yearly filings)			
Any Other Information for Disclosure of Loans / Guarantees / Comfort Letters / Securities Etc.			<a href="#">Add Notes</a>
<b>I. Disclosure of Loans/ guarantees/comfort letters /securities etc. Refer note below</b> <span style="float: right;"><b>The Figure should be mentioned in Actual INR only</b></span>			
<b>(A) Any loan or any other form of debt advanced by the listed entity directly or indirectly to</b>			
Entity	Aggregate amount advanced during six months	Balance outstanding at the end of six months	
Promoter or any other entity controlled by them	0.00	0.00	
Promoter Group or any other entity controlled by them	0.00	0.00	
Directors (including relatives) or any other entity controlled by them	0.00	0.00	
KMPs or any other entity controlled by them	0.00	0.00	
<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	0.00
Promoter Group or any other entity controlled by them		0	0.00
Directors (including relatives) or any other entity controlled by them		0	0.00
KMPs or any other entity controlled by them		0	0.00
<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	0.00
Promoter Group or any other entity controlled by them		0	0.00
Directors (including relatives) or any other entity controlled by them		0	0.00
KMPs or any other entity controlled by them		0	0.00
<b>(D) Additional Information</b>			<a href="#">Add Notes</a>
<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	<a href="#">Add Notes</a>	
Name	Saleh N Mithiborwala		
Designation	CFO		
Place	Mumbai		
Date	17-04-2026		

[Prev](#)[Next](#)

Notes:

- These disclosures shall exclude any loan (or other form of debt), guarantee / comfort letter (by whatever name called) or security provided in connection with any loan or any other form of debt;
  - by a government company to/ for the Government or government company
  - by the listed entity to/for its subsidiary [and joint-venture company] whose accounts are consolidated with the listed entity.
  - by a banking company or an insurance company; and
  - by the listed entity to its employees or directors as a part of the service conditions
- If the Listed Entity would like to provide any other information, the same may be indicated as Para D in the above table

[Home](#)[Validate](#)

### Signatory Details

Name of signatory	Hemali Rachh
Designation of person	Company Secretary and Compliance Officer
Place	Mumbai
Date	17-04-2026

[Prev](#)

[Home](#)[Validate](#)

### Investor Grievance Details

No. of investor complaints pending at the beginning of Quarter	0
No. of investor complaints received during the Quarter	0
No. of investor complaints disposed off during the Quarter	0
No. of investor complaints those remaining unresolved at the end of the Quarter	0