

	XBRL Excel Utility
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4.	Steps for Filing Corporate Governance Report
5.	Fill up the data in excel utility

1. Overview

The excel utility can be used for creating the XBRL/XML file for efiling of Corporate Governance Report

XBRL filling consists of two processes. Firstly generation of XBRL/XML file and upload of generated XBRL/XML file to BSE Listing Center Website (www.listing.bseindia.com).

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.

	3. Index	
1	Details of general information about company	General Info
2	Composition of BOD	Annexure I - Composition of BOD
3	Composition of Committee	Annexure I - Composition of Committee
4	Meeting of BOD	Annexure I - Meeting of BOD

5	Meeting of Committees	Annexure I - Meeting of Committees
6	Related Party Transaction	Annexure I - Related Party Transaction
7	Affirmation	Annexure I - Affirmation
8	Website	Annexure II - Website
9	Annual Affirmation	Annexure II - Annual Affirmation
10	Annual Affirmation Continue	Annexure II -Annual Affirmation Continue
11	Annexure III	Annexure III
12	Annexure III Affirmations	Half yearly Affirmations
13	Additional Half yearly Disclosure	Additional Half Yearly Disc
14	Details of Cyber security incidence	Cyber security incidence
15	Signatory Details	Signatory Details

5. Steps for Filing Corporate Governance Report

- I. 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.
- **II. 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.
- **III. 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.

- **IV. 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.

- V. 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.
- VI. 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.

6. 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

Validate

General information abo	ut company
Scrip code	531859
NSE Symbol	
MSEI Symbol	
ISIN	INE457G01029
Name of the entity	Oriental Rail Infrastructure Limited
Date of start of financial year	01-04-2023
Date of end of financial year	31-03-2024
Reporting Quarter	Yearly
Date of Report	31-03-2024
Risk management committee	Not Applicable
Market Capitalisation as per immediate previous Financial Year	Top 2000 listed entities

Enter the quarter ended date only

Prev

											Annexure I												
										Annexure I to be submit	itted by listed entity on qua	arterly basis											
										I. Composit	ition of Board of Directors												
		Disclosure of notes on compasi	ion of board of directors explanato	Add Notes																			
		Whether the I	sted entity has a Regular Chairperso	as Yes																			
_		Whether Chaipman is nished in Mill or CID Yes Disputification of Dispu																					
Se (Mr/ Mc)	/ Name of the Director	PAN CIN	Category 1 of directors	Category 2 of directors	Category 2 of directors	Date of Birth	Whether the director is disqualfied?	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 library destricts in library destricts including this library (large section 174 of library law). The control of library law is not library law in proviso to resultation 174/131	Number of memberships in Audit/ Stakeholder		Reason for Cessation	Notes for not providing PAN	Notes for not providing DIN
Add	Delete	'	'		•	•	-							•				1.00	•		•		
Mr.	Saleh Naimuddin Mithibonwala	00171171	Executive Director	Chairperson		03-03-1968	No.				Artin	l _m		29-10-1997		1	- 1						
Mr	Vall N. Mithiborwala	00171255	Executive Director	Not Applicable		06-11-1964	T.,							18-08-2017									
							No.				Action	100						-					
Mr	Karlm N. Mithiborwala	00171326	Executive Director Non-Executive - Independent	Not Applicable	MD	24-10-1962	-No		$\overline{}$		Active	NA.		29-10-1999	_		-		1	+	-		
Mr	Mustufa Saifuddin Pardawala	02814971	Director Non-Executive - Independent	Not Applicable		03-08-1964	No		-		Active	NA.		01-01-2015	01-01-2020		110.30						
Mr	Suresh Mane	07247232	Disartor	Not Applicable		01.08.1053	No				Artisa	NA.		13.06.3015	13.06.3030		105.18			, ,			
Mrs	Sheetal Shavin Nagda	62129841	Non-Executive - Independent Director	Not Applicable		23-02-1983	No.				Artin	NA.		14-12-2021	16-12-2021		27 17	,			J		
		1000000																					Next

Annexure 1 For this quarter kindly note the following points: 1. Date of Appointment and Date of Cessation (if applicable) must be mandatorily filled for every Committees 2. Date of Appointment can be any day upto September 30, 2022

Disclosure of notes on composition of committees explanatory

Add Notes

3. Date of Cessation must be

Date of Appointment can be any day upto September 30, 2022.
 Date of Cessation must be for the current quarter only, i.e. July 1,2022

to September 30.2022

Note: Please enter DIN. After entering DIN, Name of Committee members and Category 1 of Directors shall be prefilled automatically

Aud	it Committee Details										
			Whether th	e 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	02814971	Mustufa Saifuddin Pardawala	Non-Executive - Independent Director	Chairperson	01-01-2015						
2	07247232	Suresh Mane	Non-Executive - Independent Director	Member	13-06-2015						
3	00171171	Saleh Najmuddin Mithiborwala	Executive Director	Member	01-01-2018						
4	07179841	Sheetal Bhavin Nagda	Non-Executive - Independent Director	Member	14-12-2021						
5											
6											
7											
8											
9											
10											

Note: Please enter DIN. After entering DIN, Name of Committee members and Category 1 of Directors shall be prefilled automatically

Non	nination and remunerat	ination and remuneration committee											
			Whether the Nomination and remun	neration 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	02814971	Mustufa Saifuddin Pardawala	Non-Executive - Independent Director	Chairperson	01-01-2015								
2	07247232	Suresh Mane	Non-Executive - Independent Director	Member	13-06-2015								
3	00171171	Saleh Najmuddin Mithiborwala	Executive Director	Member	01-01-2018								
4	07179841	Sheetal Bhavin Nagda	Non-Executive - Independent Director	Member	14-12-2021								
5													
6													
7													
8													
9													
10													

Note: Please enter DIN. After entering DIN, Name of Committee members and Category 1 of Directors shall be prefilled automatically

Stal	keholders Relationship Committee										
			Whether the Stakeholders Relati	ionship 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	02814971	Mustufa Saifuddin Pardawala	Non-Executive - Independent Director	Chairperson	01-01-2015						
2	07247232	Suresh Mane	Non-Executive - Independent Director	Member	13-06-2015						
3	00171326	Karim N. Mithiborwala	Executive Director	Member	01-01-2018						

4	07179841	Sheetal Bhavin Nagda	Non-Executive - Independent Director	Member	14-12-2021	
5						
6						
7						
8						
9						
10						

Risk N	sk Management Committee										
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 prefilled automatically

Cor	porate Social Responsib	porate Social Responsibility Committee										
			Whether the Corporate Social Respon	nsibility 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	00171171	Saleh Najmuddin Mithiborwala	Executive Director	Chairperson	01-04-2017							
2	00171326	Karim N. Mithiborwala	Executive Director	Member	01-04-2017							
3	02814971	Mustufa Saifuddin Pardawala	Non-Executive - Independent Director	Member	01-04-2017							
4												
5												
6												
7												
8												
9												
10												

Oth	ther Committee									
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks				
1	00171326	Karim N. Mithiborwala	Executive Committee	Executive Director	Chairperson					

2	00171171	Saleh Najmuddin Mithiborwala	Executive Committee	Executive Director	Member	
3	00171255	Vali N. Mithiborwala	Executive Committee	Executive Director	Member	
4	00171255	Vali N. Mithiborwala	Allotment Committee	Executive Director	Chairperson	
5	00171326	Karim N. Mithiborwala	Allotment Committee	Executive Director	Member	
6	02814971	Mustufa Saifuddin Pardawala	Allotment Committee	Non-Executive - Independent Director	Member	
7						
8						
9						
10						

	Annexure 1						
III	. Meeting of Board of Directors						
	Disclosure of notes on meeting of board of direct	ctors explanatory	Add Not	tes			
Sr	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*
	Add Delete						
1	03-11-2023			Yes	6	6	3
2	21-12-2023	47		Yes	6	5	3
3	12-02-2024	52		Yes	6	6	3
4	22-02-2024	9		Yes	6	6	3
5	22-03-2024	28		Yes	6	6	3
	Prev						Next

 $[\]ensuremath{^*}$ to be filled in only for the current quarter meetings

	Annexure 1									
	IV. Meeting of Committees					ing of Committees				
	Disclosure of notes on meeting of committees explanator					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	Reson 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)
	Add Delete									
1	Audit Committee	03-11-2023				Yes	4	4	3	0
2	Audit Committee	21-12-2023	47			Yes	4	3	3	0
3	Audit Committee	12-02-2024	52			Yes	4	4	3	0
4	Audit Committee Stakenoiders keiationsnip	22-03-2024	38			Yes	4	4	3	0
5	Committee Stakenoiders Relationship	03-11-2023				Yes	4	4	3	0
6	Committee	12-02-2024	100			Yes	4	4	3	0
7	Other Committee	10-10-2023		Executive Committee		Yes	3	3	С	0
8	Other Committee	16-11-2023	36	Executive Committee		Yes	3	3	С	0
9	Other Committee	18-11-2023	1	Executive Committee		Yes	3	3	С	0
10	Other Committee	01-12-2023	12	Executive Committee		Yes	3	3	С	0
11	Other Committee	11-12-2023	9	Executive Committee		Yes	3	3	С	0
12	Other Committee	19-12-2023	7	Executive Committee		Yes	3	2	C	0
13	Other Committee	27-12-2023	7	Executive Committee		Yes	3	3	С	0
14	Other Committee	16-01-2024	19	Executive Committee		Yes	3	3	С	0
15	Other Committee	01-02-2024	15	Executive Committee		Yes	3	3	С	0
16	Other Committee	27-02-2024	25	Executive Committee		Yes	3	3	С	0
17	Other Committee	05-03-2024	6	Executive Committee		Yes	3	3	C	0
18	Other Committee	18-03-2024	12	Executive Committee		Yes	3	3	c	0
19	Other Committee	26-03-2024	7	Executive Committee		Yes	3	3	c	0
20	Other Committee	30-03-2024	3	Executive Committee		Yes	3	3	C	0
21	Other Committee	30-03-2024		Allotment Committee		Yes	3	3	1	. 0
22	Other Committee	22-03-2024		Independent Directors Committ	ee	Yes	3	3	3	0

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^{*} to be filled in only for the current quarter meetings

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 c	locuments No
during the quarter	
Other details of cyber security incidence or breaches or loss of d	ata event Add Notes
Number of cyber security incidence or breaches or loss of data e	vent
occurred during the quarter	
Sr. Date of the event	Brief details of the event

Validate

	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	Yes	
2	Whether shareholder approval obtained for material RPT	Yes	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	
	Disclosure of notes on related	Add Notes	
	Disclosure of notes of material transaction	Add Notes	

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Validate

	Annexure 1							
١	/I. 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 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)	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	Any comments/observations/advice of Board of Directors may be mentioned here:	Add Notes						

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Sr	Subject	Compliance status
1	Name of signatory	Hardik Chandra
2	Designation	Company Secretary and Compliance Officer

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 Listing Regulations

Sr Item Compliance status (Yes/No/Na) Fistatus is "No" details of non-compliance may be given here. Web address	
Terms and conditions of appointment of independent directors Terms and conditions of appointment of independent directors Yes Terms and conditions of appointment of independent directors Yes Composition of various committees of board of directors Yes Code of conduct of board of directors and senior management personnel Yes Code of conduct of board of directors and senior management personnel Yes Details of establishment of vigil mechanism/ Whistle Blower policy Terteria of making payments to non-executive directors Policy on dealing with related party transactions Yes Policy on dealing with related party transactions Policy for determining "material" subsidiaries Yes Details of familiarization programmes imparted to independent directors Pes Policy for determining "material" subsidiaries Yes Details of familiarization programmes imparted to independent directors Yes Details of familiarization programmes imparted to independent directors Yes Details of familiarization programmes imparted to independent directors Yes Details of familiarization programmes imparted to independent directors Yes Details of familiarization programmes imparted to independent directors Yes Details of familiarization programmes imparted to independent directors Yes Details of familiarization programmes imparted to independent directors Yes Details of familiarization programmes imparted to independent directors Yes Details of familiarization of the designated officials of the listed entity who are responsible for assisting Yes Details of familiarization of the designated officials of the listed entity who are responsible for assisting Yes Details of familiarization of the designated officials of the listed entity who are responsible for assisting Yes Details of familiarization of the designated officials of the listed entity who are responsible for assisting Yes	
Yes ft%20detter%20oftx20Appointme pendent%200ftx20Appointme pendent%20Director%20Appointme pendent%20Appointme pende	
A Code of conduct of board of directors and senior management personnel Yes Policy for determining 'material' subsidiaries Yes Policy for determining 'material' subsidiaries Yes Policy for determining material' subsidiaries Yes Policy for familiarization programmes imparted to independent directors Yes Policy for grievance redressal and other relevant details Yes Policy for grievance redressal and other relevant details Yes Policy for grievance redressal and other relevant details Yes Policy for determining of the designated officials of the listed entity who are responsible for assisting Yes Policy for determining of the designated officials of the listed entity who are responsible for assisting Yes Policy for determining of the designated officials of the listed entity who are responsible for assisting Yes Policy for determining of the designated officials of the listed entity who are responsible for assisting Yes Policy for determining of the designated officials of the listed entity who are responsible for assisting Yes Policy for determining of the designated officials of the listed entity who are responsible for assisting Yes Policy for determining of the designated officials of the listed entity who are responsible for assisting Yes Policy for determining of the designated officials of the listed entity who are responsible for assisting Yes Policy for determining of the designated officials of the listed entity who are responsible for assisting Yes Policy for determining of the designated officials of the listed entity who are responsible for assisting Yes Policy for determining of the designated officials of the listed entity who are responsible for assisting Yes Policy for determining of the listed entity who are responsible for assisting Yes Policy for determining of the listed entity who are responsible for assisting Yes Policy for determining of the listed entity who are responsible for assisting Yes Policy f	nt%20of%20Inde
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Folicy on dealing with related party transactions Policy on dealing with related party transactions Policy for determining 'material' subsidiaries Policy for determining 'material' subsidiaries Pelails of familiarization programmes imparted to independent directors Pes betails of familiarization programmes imparted to independent directors Pes betails of grievance redressal and other relevant details Pes contact information of the designated officials of the listed entity who are responsible for assisting Yes https://www.orientalrail.com/cor cy%20for%20determining%20Ma ries.pdf https://www.orientalrail.com/cor miliarisation%20Programmes%20 entix%20Directors2023.pdf https://www.orientalrail.com/inv programmes imparted to independent directors Yes https://www.orientalrail.com/cor miliarisation%20Programmes%20 entix%20Directors2023.pdf https://www.orientalrail.com/inv programmes imparted to independent directors Yes https://www.orientalrail.com/inv programmes imparted to independent directors where the designated officials of the listed entity who are responsible for assisting yes https://www.orientalrail.com/inv	ard%20of%20Dire
Policy on dealing with related party transactions Yes Policy on dealing with related party transactions Yes Policy for determining 'material' subsidiaries Policy for determining 'material' subsidiaries Yes Policy for determining 'material' subsidiaries Yes Policy for determining 'material' subsidiaries Yes Petails of familiarization programmes imparted to independent directors Yes Petails of familiarization programmes imparted to independent directors Yes Petails of familiarization programmes imparted to independent directors Yes Petails of familiarization programmes imparted to independent directors Yes Policy for determining 'material' subsidiaries Yes Petails of familiarization programmes imparted to independent directors Yes Petails of familiarization programmes imparted to independent directors Yes Petails of familiarization programmes imparted to independent directors Yes Petails of familiarization programmes imparted to independent directors Yes Policy for determining 'material' subsidiaries Https://www.orientalrail.com/cor ### Antique of the designated officials of the listed entity who are responsible for assisting Yes Policy for determining 'material' subsidiaries Yes ### Antique of the designated officials of the listed entity who are responsible for assisting Yes ### Antique of the designated officials of the listed entity who are responsible for assisting Yes	
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8 Yes Cy%20for%20determining%20Ma ries.pdf Details of familiarization programmes imparted to independent directors Yes Https://www.orientalrail.com/cor miliarisation%20Programmes%20 ent%20Directors2023.pdf 10 Email address for grievance redressal and other relevant details Yes https://www.orientalrail.com/inv p 11 Contact information of the designated officials of the listed entity who are responsible for assisting Yes cy%20for%20determining%20Ma ries.pdf https://www.orientalrail.com/cor miliarisation%20Programmes%20 ent%20Directors2023.pdf https://www.orientalrail.com/inv p https://www.orientalrail.com/inv	
9 Yes miliarisation%20Programmes%20 ent%20Directors2023.pdf 10 Email address for grievance redressal and other relevant details Yes https://www.orientalrail.com/inv p 11 Contact information of the designated officials of the listed entity who are responsible for assisting Yes https://www.orientalrail.com/inv	
10 Yes p 11 Contact information of the designated officials of the listed entity who are responsible for assisting Yes https://www.orientalrail.com/inv	
γ γ γρς	estorcontacts.ph
	estorcontacts.ph
Financial results Yes https://www.orientalrail.com/quaresults.php	irterly-
Shareholding pattern Yes https://www.orientalrail.com/shapattern.php	reholding-
14 Details of agreements entered into with the media companies and/or their associates NA	
Schedule of analyst or institutional investor meet and presentations made by the listed entity to analysts or institutional investors simultaneously with submission to stock exchange Yes https://www.orientalrail.com/inv	estor-
15.2 Audio or video recordings and transcripts of post earnings/quarterly calls	
16 New name and the old name of the listed entity Yes https://www.orientalrail.com/ind	
Advertisements as per regulation 47 (1) Yes https://www.orientalrail.com/me publication.php	dia-
18 Credit rating or revision in credit rating obtained NA	

19	Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	Yes		https://www.orientalrail.com/subsidiary-annual- report.php
20	Secretarial Compliance Report	Yes		https://www.orientalrail.com/corporate-
				announcements_2.php
21	Materiality Policy as per Regulation 30 (4)	Yes		https://www.orientalrail.com/policies-code-and-
		1.05		compliances.php
22	Disclosure of contact details of KMP who are authorized for the purpose of determining materiality	Yes		https://www.orientalrail.com/corporate-
	as required under regulation 30(5)	103		announcements_2.php
23	Disclosures under regulation 30(8)	Yes		https://www.orientalrail.com/corporate-
23		res		announcements_2.php
24	Statements of deviation(s) or variations(s) as specified in regulation 32	NA		
25	Dividend Distribution policy as per Regulation 43A(1)	NA		
26	Annual return as provided under section 92 of the Companies Act, 2013	Yes		https://www.orientalrail.com/annual-reports.php
27	Confirmation that the above disclosures are in a separate section as specified in regulation 46(2)	Yes		https://www.orientalrail.com/index.php
28	Compliance with regulation 46(3) with respect to accuracy of disclosures on the website and timely updating	Yes		https://www.orientalrail.com/index.php
29	Disclosure of notes on website in terms of Listing Regulations explanatory [Text Block]		Add Notes	

		Annexure II		
	II. Annual Affirmations	7		
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) & 25(6)	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	
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1 45	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes	
46	Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes	
47	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes	
	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	
49	Vacancies in respect Key Managerial Personnel			
	Any other information to be provided	Add Notes		

Annexure II				
1	Name of signatory	Hardik Chandra		
2	Designation	Company Secretary and Compliance Officer		

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	Annexure II					
Ш	III. Affirmations					
Sr	Particulars	Compliance status (Yes/No/NA)				
	The Listed Entity has approved Material Subsidiary Policy and the					
1	Corporate Governance requirements with respect to subsidiary of Listed	Yes				
	Entity have been complied					
	Any other information to be provided	Add Notes				

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Annexure II				
1	Name of signatory	Hardik Chandra		
		Company Secretary and Compliance		
	Designation	Officer		

	Additional Half ye	arly Disclosure					
Applicability of disclosure	Applicable						
Reason for Non Applicability	Add Notes						
I. Disclosure of Loans/ guarantees/comfort letters /s	securities etc.refer note below	The Figure should be mentioned in Actual INR only					
(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	0.00	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) Any guarantee / comfort letter (by whatever name ca	alled) provided by the listed entity directly or indirectly	y, in connection with any loan(s) or any other form of	·				
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	Guarantee	0.00	2534800000.00				
Promoter Group or any other entity controlled by them	0	0.00	0.00				
Directors (including relatives) or any other entity							
controlled by them	0	0.00	0.00				
KMPs or any other entity controlled by them	0	0.00	0.00				
(C) Any security provided by the listed entity directly or i	ndirectly, in connection with any loan(s) or any other	,					
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	0.00				
Promoter Group or any other entity controlled by them	0	0.00	0.00				
Directors (including relatives) or any other entity		0.00	2.20				
controlled by them KMPs or any other entity controlled by them	0	0.00	0.00				
(D) Additional Information	U	0.00	Add Notes				
II. Affirmations			"meneral parcenario de parcenario de acesario de acesario de acesario de acesario de acesario de acesario de a				
Affirmat	ions	Compliance Status	Company Remarks				
All loans (or other form of debt), guarantees, comfort lette	ers (by whatever name called) or securities in	Ves					
connection with any loan(s) (or other form of debt) given of	directly or indirectly by the listed entity to	Yes	Add Notes				
Name	Mr. Saleh N. Mithiborwala						
Designation	CFO						
Place	Mumbai						
Date	17-04-2024						

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Signatory Details		
Name of signatory	Hardik Chandra	
Designation of person	Company Secretary and Compliance Officer	
Place	Mumbai	
Date	17-04-2024	

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