

ANNEXURE I

Format to be submitted by listed entity on quarterly basis

1. Name of Listed Entity - **Indian Railway Finance Corporation Limited**
2. Quarter ending - **31-Dec-2023**

i. Composition Of Board Of Director

Title (Mr./Ms)	Name of the Director	DIN	PAN	Category (Chairperson /Executive/Non-Executive/Independent/Nominee)	Sub Category	Initial Date of Appointment	Date of Appointment	Date of Cessation	Tenure	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	No. of Directors in listed entities including this listed entity [in reference to Regulation 17A (1)]	No of Independent Directors in listed entities including this listed entity [in reference to proviso to regulation 17A (1)]	No of memberships in Audit/ Stakeholder Committee(s) including this listed entity	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity	Membership in Committees of the Company
Ms.	SHELLY VERMA	07935630	AAFPV5213K	C & ED	CEO-MD	01-Sep-2020			60	13-Apr-1965	No				Active	NA		1	0	1	0	SC,RC
Mr.	BHASKAR CHORADIA	08975719	AEHPC1421J	NED,N D		27-Nov-2020				24-Sep-1975	No				Active	NA		1	0	1	0	AC
Mr.	BALDEO PURUSHARTHA	07570116	AMEPP3669G	NED,N D		03-Jun-2020				05-Jan-1974	No				Active	NA		1	0	0	0	NRC
Mr.	VALLABH BHAI MANEKLAL PATEL	07713055	ABRPP9807G	ID		10-Nov-2021	10-Nov-2021		25.22	06-Jan-1969	No				Active	NA		1	1	2	1	AC,SC,RC,NRC
Mrs.	SHEELA PANDIT	09403193	DDYPP3015C	ID		22-Nov-2021	22-Nov-2021		25.1	04-May-1985	No				Active	NA		1	1	2	1	AC,SC,RC,NRC

Company Remarks	MoR,GOIvide order No 2018/E(OII/40/19 dated6.05.2023,hascommunicated Premature termination of services of Sh. Amitabh Banerjee from post of CMD wef15.10.2022& entrusted Addl Charge of post of CMD to Ms.Shelly Verma, DF for a period of1year wef15.10.2022oruntil further orders.MoR order dated18.09.2023,has communicated extension of addl.charge of post CMD to DFfor further period of 6mon w.e.f.15.10.23 ortill appointment of a regular incumbent to post or until further orders,whichever is earliest.
Whether Regular chairperson appointed	Yes
Whether Chairperson is related to MD or CEO	Yes

ii. Composition of Committees

a. Audit Committee

Sr. No.	Name of Committee members	Category	Chairperson/Member	Date of Appointment	Date of Cessation
1	VALLABHBHAI MANEKLAL PATEL	ID	Chairperson	24-Nov-2021	
2	SHEELA PANDIT	ID	Member	24-Nov-2021	
3	BHASKAR CHORADIA	NED,ND	Member	18-Oct-2022	

Company Remarks	
Whether Regular chairperson appointed	Yes

b. Stakeholders Relationship Committee

Sr. No.	Name of Committee members	Category	Chairperson/Member	Date of Appointment	Date of Cessation
1	SHEELA PANDIT	ID	Chairperson	24-Nov-2021	
2	VALLABHBHAI MANEKLAL PATEL	ID	Member	18-Oct-2022	
3	SHELLY VERMA	C & ED	Member	01-Sep-2020	

Company Remarks	
Whether Regular chairperson appointed	Yes

c. Risk Management Committee

<i>Sr. No.</i>	<i>Name of Committee members</i>	<i>Category</i>	<i>Chairperson/Member</i>	<i>Date of Appointment</i>	<i>Date of Cessation</i>
1	SHELLY VERMA	C & ED	Chairperson	01-Sep-2020	
2	VALLABHBHAI MANEKLAL PATEL	ID	Member	24-Nov-2021	
3	SHEELA PANDIT	ID	Member	18-Oct-2022	

Company Remarks	
Whether Regular chairperson appointed	Yes

d. Nomination and Remuneration Committee

<i>Sr. No.</i>	<i>Name of Committee members</i>	<i>Category</i>	<i>Chairperson/Member</i>	<i>Date of Appointment</i>	<i>Date of Cessation</i>
1	VALLABHBHAI MANEKLAL PATEL	ID	Chairperson	24-Nov-2021	
2	SHEELA PANDIT	ID	Member	24-Nov-2021	
3	BALDEO PURUSHARTHA	NED,ND	Member	29-Sep-2020	

Company Remarks	
Whether Regular chairperson appointed	Yes

iii. Meeting of Board of Directors

Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	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
11-Aug-2023	Yes	5	5	2
02-Nov-2023	Yes	5	4	2
22-Nov-2023	Yes	5	4	2

Company Remarks	
Maximum gap between any two consecutive (in number of days)	82

iv. Meeting of Committees

Name of the Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	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)	Number of Independent directors attending the meeting	Number of Members attending the Meeting (Other than Board of Directors)
Audit Committee	11-Aug-2023	Yes	3	3	2	0
Audit Committee	02-Nov-2023	Yes	3	3	2	0
Nomination & Remuneration Committee	22-Nov-2023	Yes	3	3	2	0
Risk Management Committee	19-Sep-2023	Yes	3	3	2	0
Risk Management Committee	11-Dec-2023	Yes	3	3	2	0
Stakeholders Relationship Committee	05-Dec-2023	Yes	3	3	2	0

Company Remarks	
Maximum gap between any	82

two consecutive (in number of days) [Only for Audit Committee]	
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v. **Related Party Transactions**

Subject	Compliance status (Yes/No/NA)	Remark
Whether prior approval of audit committee obtained	Not Applicable	
Whether shareholder approval obtained for material RPT	Not Applicable	
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Not Applicable	

Disclosure of notes on related party transactions and Disclosure of notes of material related party transactions	
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VI. **Affirmations**

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**
 - b. Nomination & remuneration committee - **Yes**
 - c. Stakeholders relationship committee - **Yes**
 - d. Risk management committee (applicable to the top 1000 listed entities) - **Yes**
3. 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**
4. 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**
5. a. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. - **Yes**
b. Any comments/observations/advice of Board of Directors may be mentioned here:

Being PSU power to appoint Directors vests with the GOI.Appointment of directors in IRFC is made by President of India&Company has no role to play in it.
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Details of cyber security incidence

1. 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
2. Date of the Event	
3. Brief details of the event	

Name : VIJAY BABULAL SHIRODE
Designation : Company Secretary & Compliance Officer