

General information about company

Scrip code	543257
NSE Symbol	IRFC
MSEI Symbol	NA
ISIN	INE053F01010
Name of the entity	INDIAN RAILWAY FINANCE CORPORATION LIMITED
Date of start of financial year	01-04-2024
Date of end of financial year	31-03-2025
Reporting Quarter	Quarterly
Date of Report	31-12-2024
Risk management committee	Applicable
Market Capitalisation as per immediate previous Financial Year	Top 100 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
1	Mr	Manoj Kumar Dubey	AFZPD2666M	07518387	Executive Director	Chairperson	CEO-MD	01-05-1970
2	Mrs	Usha Venugopal	AAKPV7301F	10725298	Executive Director	Not Applicable	CEO-MD	15-11-1965
3	Ms	Shelly Verma	AAFPV5213K	07935630	Executive Director	Not Applicable		13-04-1965
4	Mr	Abhishek Kumar	ALMPK2522L	10644411	Non-Executive - Nominee Director	Not Applicable		01-04-1977
5	Mrs	BALDEO PURUSARTHA	AMEPP3669G	07570116	Non-Executive - Nominee Director	Not Applicable		05-01-1974
6	Mr	VALABHIBHAI MANEKLAL PATEL	ABRPP9807G	07713055	Non-Executive - Independent Director	Not Applicable		06-01-1969
7	Mrs	Sheela Pandit	DDYPP3015C	09403193	Non-Executive - Independent Director	Not Applicable		04-05-1985

I. Composition of Board of Directors

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

Sr	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status
1	No				Active
2	No				Active
3	No				Active
4	No				Active
5	No				Active
6	No				Active
7	No				Active

I. Composition of Board of Directors

Sr	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 [with reference to proviso to regulation 17A(1) & 17A(2)]	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)	Reason for Cessation	Notes for not providing PAN	Notes for not providing DIN
1	NA		10-10-2024				1	0	1	0			
2	NA		01-08-2024		10-10-2024		1	0	0	0	Others		
3	NA		01-09-2020				1	0	1	1			
4	NA		29-05-2024				1	0	2	1			
5	NA		03-06-2020				1	0	2	0			
6	NA		10-11-2021		09-11-2024	36	1	0	0	0	Tenure Completion		
7	NA		22-11-2021		09-11-2024	36	1	0	0	0	Tenure Completion		

Text Block

Textual Information(1)

Shri Manoj Kumar Dubey, IRAS, assumed the charge of the post of CMD/IRFC and CEO on the Board of the IRFC in the afternoon of 10.10.2024 as per the MoR, Govt. of India order no 2022/E(O)II/40/20 dated 09.10.2024 and Smt. Usha Venugopal, IRAS has relinquished the additional charge of the post of CMD/IRFC in the afternoon of 10.10.2024.

Annexure 1	
II. Composition of Committees	
Disclosure of notes on composition of committees explanatory	Textual Information(1)

Annexure 1 Text Block

Textual Information(1)

Shri Patel and Smt Pandit Independent Directors completed their tenure and cesased w.e.f. 9th November, 2024

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	10644411	Abhishek Kumar	Non-Executive - Nominee Director	Chairperson	29-05-2024		Textual Information(1)
2	07518387	Manoj Kumar Dubey	Executive Director	Member	27-11-2024		
3	07570116	BALDEO PURUSARTHA	Non-Executive - Nominee Director	Member	27-11-2024		
4	07713055	VALABHBHAI MANEKLAL PATEL	Non-Executive - Independent Director	Chairperson	24-11-2021	09-11-2024	
5	09403193	Sheela Pandit	Non-Executive - Independent Director	Member	24-11-2021	09-11-2024	

Sr Text Block

Textual Information(1)

He appointed as Chairperson w.e.f. 27-11-2024.

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	07570116	BALDEO PURUSARTHA	Non-Executive - Nominee Director	Chairperson	29-09-2020		Textual Information(1)
2	07518387	Manoj Kumar Dubey	Executive Director	Member	27-11-2024		
3	10644411	Abhishek Kumar	Non-Executive - Nominee Director	Member	27-11-2024		
4	07713055	VALABHBHAI MANEKLAL PATEL	Non-Executive - Independent Director	Chairperson	24-11-2021	09-11-2024	
5	09403193	Sheela Pandit	Non-Executive - Independent Director	Member	24-11-2021	09-11-2024	

Sr Text Block

Textual Information(1)

He appointed as Chairperson w.e.f. 27-11-2024.

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	07935630	Shelly Verma	Executive Director	Chairperson	01-09-2020		Textual Information(1)
2	10644411	Abhishek Kumar	Non-Executive - Nominee Director	Member	27-11-2024		
3	07570116	BALDEO PURUSARTHA	Non-Executive - Nominee Director	Member	27-11-2024		
4	07713055	VALABHBHAI MANEKLAL PATEL	Non-Executive - Independent Director	Member	18-10-2022	09-11-2024	
5	09403193	Sheela Pandit	Non-Executive - Independent Director	Chairperson	24-11-2021	09-11-2024	

Sr Text Block

Textual Information(1)

She appointed as Chairperson w.e.f. 27-11-2024.

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	07518387	Manoj Kumar Dubey	Executive Director	Chairperson	10-10-2024		
2	07935630	Shelly Verma	Executive Director	Member	01-09-2020		
3	07570116	BALDEO PURUSARTHA	Non-Executive - Nominee Director	Member	27-11-2024		
4	10725298	Usha Venugopal	Executive Director	Chairperson	01-08-2024	10-10-2024	Textual Information(1)
5	07713055	VALABHBHAI MANEKLAL PATEL	Non-Executive - Independent Director	Member	24-11-2021	09-11-2024	
6	09403193	Sheela Pandit	Non-Executive - Independent Director	Member	18-10-2022	09-11-2024	

Sr Text Block

Textual Information(1)

She has relinquished the additional charge of the post of CMD/IRFC in the afternoon of 10.10.2024.

Corporate Social Responsibility Committee							
Whether the Corporate Social Responsibility Committee has a Regular Chairperson							
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	07518387	Manoj Kumar Dubey	Executive Director	Chairperson	27-11-2024		
2	07935630	Shelly Verma	Executive Director	Member	01-09-2020		
3	10644411	Abhishek Kumar	Non-Executive - Nominee Director	Member	27-11-2024		
4	07713055	VALABHBHAI MANEKLAL PATEL	Non-Executive - Independent Director	Chairperson	24-11-2021	09-11-2024	
5	09403193	Sheela Pandit	Non-Executive - Independent Director	Member	21-03-2023	09-11-2024	

Other Committee						
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	29-07-2024				Yes	6	5	2
2	01-08-2024		2		Yes	5	3	2
3	12-08-2024		10		Yes	6	5	2
4		08-10-2024	56		Yes	6	6	2
5		09-10-2024	0		Yes	6	6	2
6		04-11-2024	25		Yes	6	5	2
7		30-12-2024	55		Yes	4	4	0

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	12-08-2024				Yes	3	3	2	0
2	Audit Committee	04-11-2024	83			Yes	3	3	2	0
3	Nomination and remuneration committee	01-08-2024				Yes	3	2	2	0
4	Nomination and remuneration committee	09-10-2024	68			Yes	3	3	2	0
5	Nomination and remuneration committee	30-12-2024	81			Yes	3	3	0	0
6	Stakeholders Relationship Committee	29-07-2024				Yes	3	3	2	0

Annexure 1

IV. Meeting of Committees

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)
7	Stakeholders Relationship Committee	04-11-2024	97			Yes	3	3	2	0
8	Risk Management Committee	30-09-2024				Yes	4	4	2	0
9	Risk Management Committee	30-12-2024	90			Yes	3	3	0	0

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	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	NA	

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	No
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)	No
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)

Annexure 1

Sr	Subject	Compliance status
1	Name of signatory	VIJAY BABULAL SHIRODE
2	Designation	Company Secretary and Compliance Officer

Text Block

Textual Information(1)

Being PSU power to appoint Directors vests with the GOI through MoR & Company has no role to play in it.

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
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

Signatory Details

Name of signatory	VIJAY BABULAL SHIRODE
Designation of person	Company Secretary and Compliance Officer
Place	New Delhi
Date	17-01-2025

