General information	tion 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	01-04-2023
Date of end of financial year	31-03-2024
Reporting Quarter	Yearly
Date of Report	31-03-2024
Risk management committee	Applicable
Market Capitalisation as per immediate previous Financial Year	Top 100 listed entities

				Annex	ure I							
	Annexure I to be submitted by listed entity on quarterly basis											
	I. Composition of Board of Directors											
			tors explanatory	Textual Infor	mation(1)							
			ılar Chairperson	Yes								
		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	Ms	Uma Ranade	ADDPR0003L	10565537	Executive Director	Chairperson	CEO-MD	16-07-1964				
2	Ms	SHELLY VERMA	AAFPV5213K	07935630	Executive Director	Not Applicable		13-04-1965				
3	Mr	BHASKAR CHORADIA	AEHPC1421J	08975719	Non-Executive - Nominee Director	Not Applicable		24-09-1975				
4	Mr	BALDEO PURUSHARTHA	AMEPP3669G	07570116	Non-Executive - Nominee Director	Not Applicable		05-01-1974				
5     Mr     VALLABHBHAI MANEKLAL PATEL     ABRPP9807G     07713055     Non-Executive - Independent Director     Not Applicable     06-01						06-01-1969						
6	Mrs	SHEELA PANDIT	DDYPP3015C	09403193	Non-Executive - Independent Director	Not Applicable		04-05-1985				

		I. Composition of	Board of Directors		
	Disqua	lification of Directors under s	ection 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

					I. Con	nposition	n 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		27-03-2024				1	0	0	0			
2	NA		01-09-2020				1	0	1	0			
3	NA		27-11-2020				1	0	1	0			
4	NA		03-06-2020				1	0	0	0			
5	NA		10-11-2021	10-11-2021		28.22	1	1	2	1			
6	NA		22-11-2021	22-11-2021		28.1	1	1	2	1			

	Text Block								
Textual Information(1)	MoR,GoI vide order No2018/E(O)II/40/19 dated 26.03.2024 has approved the following:I.Premature termination of the addnl charge arrangement for post of CMD/IRFC made in favour of Ms Shelly Verma, DF/IRFC;II.Entrustment of addnl charge of the post of CMD, IRFC to Ms Uma Ranade, IRAS, AM(Budget),Railway Board wef date of assumption of charge of the post till date of her superannuation i.e.31.07.2024,or till regularly selected incumbent joins the post,or until further orders,whichever is earliest.								

Au	dit Committ	ee Details					
		Whether th	ne Audit Committee has a R	egular 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	07713055	VALLABHBHAI MANEKLAL PATEL	Non-Executive - Independent Director	Chairperson	24-11-2021		
2	09403193	SHEELA PANDIT	Non-Executive - Independent Director	Member	24-11-2021		
3	08975719	BHASKAR CHORADIA	Non-Executive - Nominee Director	Member	18-10-2022		

No	mination and	d remuneration committee					
	Wł	ether the Nomination and remu	neration committee has a R	egular 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	07713055	VALLABHBHAI MANEKLAL PATEL	Non-Executive - Independent Director	Chairperson	24-11-2021		
2	09403193	SHEELA PANDIT	Non-Executive - Independent Director	Member	24-11-2021		
3	07570116	BALDEO PURUSHARTHA	Non-Executive - Nominee Director	Member	29-09-2020		

Sta	akeholders R	elationship Committee					
		Whether the Stakeholders Rela	tionship Committee has a R	egular Chairperson	Yes		
Sr	DIN Number	Name of Committee members	Date of Appointment	Date of Cessation	Remarks		
1	09403193	SHEELA PANDIT	Non-Executive - Independent Director	Chairperson	24-11-2021		
2	07713055	VALLABHBHAI MANEKLAL PATEL	Non-Executive - Independent Director	Member	18-10-2022		
3	07935630	SHELLY VERMA	Executive Director	Member	01-09-2020		

Ri	sk Managem	ent Committee					
		Whether the Risk Mana	agement Committee has a R	egular 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		
2	07713055	VALLABHBHAI MANEKLAL PATEL	Non-Executive - Independent Director	Member	24-11-2021		
3	09403193	SHEELA PANDIT	Non-Executive - Independent Director	Member	18-10-2022		

Co	rporate Soci	al Responsibility Committee					
	Whet	her the Corporate Social Respo	nsibility Committee has a R	egular Chairperson	Yes		
Sr	DIN Number	Name of Committee members	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks	
1	07713055	VALLABHBHAI MANEKLAL PATEL	Non-Executive - Independent Director	Chairperson	24-11-2021		
2	07935630	SHELLY VERMA	Executive Director	Member	01-09-2020		
3	09403193	SHEELA PANDIT	Non-Executive - Independent Director	Member	21-03-2023		

Ot	her Committee	;				
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks

	Annexure 1										
An	nexure 1										
Ш	III. Meeting of Board of Directors										
]		es on meeting of etors 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	02-11-2023				Yes	5	4	2			
2	22-11-2023		19		Yes	5	4	2			
3		09-02-2024	78		Yes	5	4	2			
4		22-03-2024	41		Yes	5	5	2			
5		27-03-2024	4		Yes	6	6	2			

	Annexure 1										
IV.	IV. Meeting of Committees										
		Disclos	ure of notes of								
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)	
1	Audit Committee	02-11-2023				Yes	3	3	2	0	
2	Audit Committee	09-02-2024	98			Yes	3	3	2	0	
3	Audit Committee	18-03-2024	37			Yes	3	2	2	0	
4	Corporate Social Responsibility Committee	22-11-2023				Yes	3	3	2	0	
5	Corporate Social Responsibility Committee	09-02-2024	78			Yes	3	3	2	0	
6	Corporate Social Responsibility Committee	19-02-2024	9			Yes	3	3	2	0	

	Annexure 1									
IV.	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	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)
7	Corporate Social Responsibility Committee	21-03-2024	30			Yes	3	3	2	0
8	Nomination and remuneration committee	22-11-2023				Yes	3	3	2	0
9	Nomination and remuneration committee	19-02-2024	88			Yes	3	3	2	0
10	Nomination and remuneration committee	27-03-2024	36			Yes	3	3	2	0
11	Risk Management Committee	11-12-2023				Yes	3	3	2	0
12	Risk Management Committee	18-03-2024	97			Yes	3	3	2	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	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)

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

	Text Block
Textual Information(1)	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.

	Annexure II							
	Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)							
I. I	Disclosure on we	bsite in term	s of Listing I	Regulations				
Sr	Item	Compliance status (Yes/ No/NA)	If status is "No" details of non- compliance may be given here.	Web address				
1	Details of business	Yes		https://irfc.co.in/company-profile				
2	Terms and conditions of appointment of independent directors	Yes		https://irfc.co.in/sites/default/files/inline-files/Appointment-of-Independent-Directors.pdf				
3	Composition of various committees of board of directors	Yes		https://irfc.co.in/investors/corporate-governance				
4	Code of conduct of board of directors and senior management personnel	Yes		https://irfc.co.in/sites/default/files/inline-files/ Code%20of%20Business%20Conduct%20and%20Ethics%20for%20Board%20Members%20and%20Senior%20Management.pdf				
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		https://irfc.co.in/sites/default/files/inline-files/2.%20Whistle-Blower-Policy.pdf				
6	Criteria of making payments to non-executive directors	NA						

7	Policy on dealing with related party transactions	Yes	https://irfc.co.in/sites/default/files/inline-files/ 3.%20RELATED%20PARTY%20TRANSACTIONS%20%E2%80%90%20POLICY%20%26%20PROCEDURES.pdf
8	Policy for determining 'material' subsidiaries	NA	
9	Details of familiarization programmes imparted to independent directors	Yes	https://irfc.co.in/investors/independent-directors-familiarization-programme
10	Email address for grievance redressal and other relevant details	Yes	https://irfc.co.in/investors/investor-contact
11	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes	https://irfc.co.in/investors/investor-contact
12	Financial results	Yes	https://irfc.co.in/investors/financial-information
13	Shareholding pattern	Yes	https://irfc.co.in/investors/shareholding-pattern
14	Details of agreements entered into with the media companies and/or their associates	NA	

				Annexure II					
	Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)								
I. Dis	. Disclosure on website in terms of Listing Regulations								
Sr	Item	Compliance status (Yes/ No/NA)	If status is "No" details of non- compliance may be given here.	Web address					
15.1	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://irfc.co.in/investors/investor-presentations-and-transcripts					
15.2	Audio or video recordings and transcripts of post earnings/ quarterly calls	Yes		https://irfc.co.in/investors/investor-presentations-and-transcripts					
16	New name and the old name of the listed entity	NA							
17	Advertisements as per regulation 47 (1)	Yes		https://irfc.co.in/investors/newspaper-publications					
18	Credit rating or revision in credit rating obtained	Yes		https://irfc.co.in/investors/credit-rating					
19	Separate audited financial	NA							

	statements of each subsidiary		
	of the listed entity in respect of a relevant financial year		
20	Secretarial Compliance Report	Yes	https://irfc.co.in/sites/default/files/inline-files/annualsecretarialcompliancereportfy2022-23irfc.pdf
21	Materiality Policy as per Regulation 30 (4)	Yes	https://irfc.co.in/sites/default/files/inline-files/ 4.%20CORPORATE%20POLICY%20ON%20MATERIALITY%20FOR%20DISCLOSURE%20OF%20EVENTS%20TO%20THE%20STOC]
22	Disclosure of contact details of KMP who are authorized for the purpose of determining materiality as required under regulation 30(5)	Yes	https://irfc.co.in/investors/disclosure-under-regulation30_5
23	Disclosures under regulation 30(8)	Yes	https://irfc.co.in/investors/notices-and-intimations-with-stock-exchanges
24	Statements of deviation(s) or variations(s) as specified in regulation 32	NA	
25	Dividend Distribution policy as per Regulation 43A(1)	Yes	https://irfc.co.in/sites/default/files/inline-files/Dividend-Distribution-Policy.pdf
26	Annual return as provided under section 92 of the Companies Act, 2013	Yes	https://irfc.co.in/investors/annual-return
27	Confirmation that the above disclosures are in a separate	Yes	https://irfc.co.in/sites/default/files/inline-files/ Disclosure%20under%20regulation%2046%20and%2062%20of%20SEBI%20%28LODR%29%20Regulations%2C%202015.pdf

	section as specified in regulation 46(2)		
28	Compliance with regulation 46(3) with respect to accuracy of disclosures on the website and timely updating	Yes	https://irfc.co.in/

	Annexure II								
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) & 25(6)	Yes						
2	Board composition	17(1), 17(1A) & 17(1C), 17(1D) & 17(1E)	No	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.					
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						

		Annexu	re 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.
11	Risk Assessment & Management	17(9)	Yes	
12	Performance Evaluation of Independent Directors	17(10)	NA	
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	

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.
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)	Yes	
26	Meeting of Risk Management Committee	21(3A)	Yes	
27	Quorum of Risk Management Committee meeting	21(3B)	Yes	
28	Gap between the meetings of the Risk Management Committee	21(3C)	Yes	
29	Vigil Mechanism	22	Yes	
30	Policy for related party Transaction	23(1), (1A), (5), (6), & (8)	Yes	

	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	
31	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	NA		
32	Approval for material related party transactions	23(4)	NA		
33	Disclosure of related party transactions on consolidated basis	23(9)	Yes		
34	Composition of Board of Directors of unlisted material Subsidiary	24(1)	NA		
35	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4), (5) & (6)	NA		
36	Alternate Director to Independent Director	25(1)	NA		
37	Maximum Tenure	25(2)	Yes		
38	Appointment, Re-appointment or removal of an Independent Director through special resolution or the alternate mechanism	25(2A)	Yes		
39	Meeting of independent directors	25(3) & (4)	Yes		
40	Familiarization of independent directors	25(7)	Yes		

	Annexure II				
П.	Annual Affirmations				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non compliance may be given here	
41	Declaration from Independent Director	25(8) & (9)	Yes		
42	Directors and Officers insurance	25(10)	Yes		
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	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		
48	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	26A(1) & 26A(2)	Yes		
	Any other information to be provided - Add Notes				

	Annexure II	
1	Name of signatory	VIJAY BABULAL SHIRODE
2	Designation	Company Secretary and Compliance Officer

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

	Annexure II	
1	Name of signatory	VIJAY BABULAL SHIRODE
2	Designation	Company Secretary and Compliance Officer

Additional Half yearly Disclosure			
Applicability of disclosure	Applicable		
Reason for Non Applicability	Textual Information(1)		
I. Disclosure of Loans/ guarantees/comfort le	etters /securities etc.refer note below		
(A)Any loan or any other form of debt advance	d by the listed entity directly or indirec	tly 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	4652081407278.08	
Promoter Group or any other entity controlled by them	0	0	
Directors (including relatives) or any other entity controlled by them	0	0	
KMPs or any other entity controlled by them	0	0	
indirectly, in connection with any los	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	0
Promoter Group or any other entity controlled by them	0	0	0
Directors (including relatives) or any other entity controlled by them	0	0	0
KMPs or any other entity controlled by them	0	0	0
(C) Any security provided by the list other form of debt availed by	ted entity directly or indirectly	, in connection with a	ny loan(s) or any
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	0

Promoter Group or any other entity controlled by them	0	0	0
Directors (including relatives) or any other entity controlled by them	0	0	0
KMPs or any other entity controlled by them	0	0	0
(D) Additional Information			Textual Information(2)
II. Affirmations			
Affirmations		Compliance Status	Company Remarks
All loans (or other form of debt), guarantees, co called) or securities in connection with any loan directly or indirectly by the listed entity to prom (including their relatives), key managerial perso entity controlled by them are in the economic in	No	Textual Information(3)	
Name SUNIL KUMAR GOEL			
Designation CFO			
Place	NEW DELHI		
Date	19-04-2024		

Text Block	
Textual Information(2)	1. Above figures are provisional and unaudited.
Textual Information(3)	NA

	Details of Cyber security incidence		
1 0	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		
Number of cyber secur	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	19-04-2024

Firefox

file:///C:/Users/lenovo/Desktop/cgr.html