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General information about company

Scrip code	531859
NSE Symbol	
MSEI Symbol	
ISIN	INE457G01029
Name of the entity	Oriental Rail Infrastructure Limited
Date of start of financial year	01-04-2020
Date of end of financial year	31-03-2021
Reporting Quarter	Yearly
Date of Report	31-03-2021
Risk management committee	Not Applicable
Market Capitalisation as per immediate previous Financial Year	Top 2000 listed entities

Enter the quarter ended date only

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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		Add Notes																		
Whether the listed entity has a Regular Chairperson		Yes																		
Whether Chairperson is related to MD or CEO		Yes																		
Sr	Title (Mr / RA)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	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 (Refer Regulation 17A(1) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 24(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 24(1) of Listing Regulations)	Notes for not providing PAN	Notes for not providing DIN
Add		Delete																		
1	Mr	Saleh N. Mithborwala		00171171	Executive Director	Chairperson		03-03-1968	NA		29-10-1997	01-01-2018			1	0	1	0		
2	Mr	Vail N. Mithborwala		00171255	Executive Director	Not Applicable		06-11-1964	NA		18-08-2017				1	0	0	0		
3	Mr	Karim N. Mithborwala		00171326	Executive Director	Not Applicable	MD	24-10-1962	NA		29-10-1999	01-01-2018			1	0	1	0		
4	Mr	Muftafa Pardawala		02814971	Non-Executive - Independent Director	Not Applicable		03-08-1964	NA		31-03-2003	01-01-2020		60	1	1	0	2		
5	Mrs	Deepa Raut		07177364	Non-Executive - Independent Director	Not Applicable		26-10-1970	NA		26-05-2015	26-05-2020		60	1	1	2	0		
6	Mr	Suresh Mane		07247232	Non-Executive - Independent Director	Not Applicable		01-08-1952	NA		13-06-2015	13-06-2020		60	1	1	2	0		

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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, 2020.
3. Date of Cessation must be for the current quarter only, i.e. July 1,2020 to September 30,2020.

Note: Please enter DIN. After entering DIN, Name of Committee members and Category 1 of Directors shall be prefilled 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	02814971	Mr. Mustufa Pardawala	Non-Executive - Independent Director	Chairperson	01-01-2015		
2	07177364	Mrs. Deepa Raut	Non-Executive - Independent Director	Member	26-05-2015		
3	07247232	Mr. Suresh Mane	Non-Executive - Independent Director	Member	13-06-2015		
4	00171171	Mr. Saleh N. Mithiborwala	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 prefilled 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	02814971	Mr. Mustufa Pardawala	Non-Executive - Independent Director	Chairperson	01-01-2015		
2	07177364	Mrs. Deepa Raut	Non-Executive - Independent Director	Member	26-05-2015		
3	07247232	Mr. Suresh Mane	Non-Executive - Independent Director	Member	13-06-2015		
4	00171171	Mr. Saleh N. Mithiborwala	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 prefilled 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	02814971	Mr. Mustufa Pardawala	Non-Executive - Independent Director	Chairperson	01-01-2015		
2	07177364	Mrs. Deepa Raut	Non-Executive - Independent Director	Member	26-05-2015		
3	07247232	Mr. Suresh Mane	Non-Executive - Independent Director	Member	13-06-2015		
4	00171326	Mr. Karim N. Mithiborwala	Executive Director	Member	01-01-2018		
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 prefilled 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	00171171	Mr. Saleh N. Mithiborwala	Executive Director	Chairperson	01-04-2017		
2	00171326	Mr. Karim N. Mithiborwala	Executive Director	Member	01-04-2017		
3	02814971	Mr. Mustufa Pardawala	Non-Executive - Independent Director	Member	01-04-2017		
4							
5							
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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	00171326	Mr. Karim N. Mithiborwala	Executive Committee	Executive Director	Chairperson	
2	00171171	Mr. Saleh N. Mithiborwala	Executive Committee	Executive Director	Member	
3	00171255	Mr. Vali N. Mithiborwala	Executive Committee	Executive Director	Member	
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Disclosure of notes on meeting of board of directors explanatory

[Add Notes](#)

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)	Number of Directors present*	No. of Independent Directors attending the meeting*
	Add	Delete				
1	05-11-2020			Yes	6	3
2	04-12-2020	28		Yes	6	3
3	15-12-2020	10		Yes	6	3
4	09-02-2021	55		Yes	6	3
5	26-03-2021	44		Yes	6	3

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* to be filled in only for the current quarter meetings

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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)	Number of Directors present*	No. of Independent Directors attending the meeting*
1	Audit Committee	05-11-2020				Yes	4	3
2	Audit Committee	09-02-2021	95			Yes	4	3
3	Audit Committee	26-03-2021	44			Yes	4	3
4	Stakeholders Relationship Committee	05-11-2020				Yes	4	3
5	Stakeholders Relationship Committee	09-02-2021				Yes	4	3
6	Other Committee	09-02-2021		Independent Director Committee		Yes	3	3
7	Other Committee	05-10-2020		Executive Committee		Yes	3	0
8	Other Committee	18-11-2020		Executive Committee		Yes	3	0
9	Other Committee	15-12-2020		Executive Committee		Yes	3	0
10	Other Committee	18-12-2020		Executive Committee		Yes	3	0
11	Other Committee	24-12-2020		Executive Committee		Yes	3	0
12	Other Committee	30-12-2020		Executive Committee		Yes	3	0
13	Other Committee	31-12-2020		Executive Committee		Yes	3	0
14	Other Committee	06-01-2021		Executive Committee		Yes	3	0
15	Other Committee	13-01-2021		Executive Committee		Yes	3	0
16	Other Committee	25-01-2021		Executive Committee		Yes	3	0
17	Other Committee	28-01-2021		Executive Committee		Yes	3	0
18	Other Committee	12-02-2021		Executive Committee		Yes	3	0
19	Other Committee	22-03-2021		Executive Committee		Yes	3	0

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* to be filled in only for the current quarter meetings

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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 party transactions			Add Notes
Disclosure of notes of material transaction with related party			Add Notes

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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)	If status is "No" details of non-compliance may be given here.	Web address
1	Details of business	Yes		http://www.orientalrail.com/
2	Terms and conditions of appointment of independent directors	Yes		http://www.orientalrail.com/
3	Composition of various committees of board of directors	Yes		http://www.orientalrail.com/
4	Code of conduct of board of directors and senior management personnel	Yes		http://www.orientalrail.com/
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		http://www.orientalrail.com/
6	Criteria of making payments to non-executive directors	Yes		http://www.orientalrail.com/
7	Policy on dealing with related party transactions	Yes		http://www.orientalrail.com/
8	Policy for determining 'material' subsidiaries	Yes		http://www.orientalrail.com/
9	Details of familiarization programmes imparted to independent directors	Yes		http://www.orientalrail.com/
10	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		http://www.orientalrail.com/
11	email address for grievance redressal and other relevant details	Yes		http://www.orientalrail.com/
12	Financial results	Yes		http://www.orientalrail.com/
13	Shareholding pattern	Yes		http://www.orientalrail.com/
14	Details of agreements entered into with the media companies and/or their associates	NA		
15	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		http://www.orientalrail.com/
16	New name and the old name of the listed entity	Yes		http://www.orientalrail.com/
17	Advertisements as per regulation 47 (1)	Yes		http://www.orientalrail.com/
18	Credit rating or revision in credit rating obtained	Yes		http://www.orientalrail.com/
19	Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	Yes		http://www.orientalrail.com/
20	Whether company has provided information under separate section on its website as per Regulation 46(2)	Yes		http://www.orientalrail.com/
21	Materiality Policy as per Regulation 30	Yes		http://www.orientalrail.com/
22	Dividend Distribution policy as per Regulation 43A (as applicable)	NA		
23	It is certified that these contents on the website of the listed entity are correct	Yes		http://www.orientalrail.com/
24	Disclosure of notes on website in terms of Listing Regulations explanatory [Text Block]		Add Notes	

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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	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 500 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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Annexure 1

Sr	Subject	Compliance status
1	Name of signatory	Ms. Sonam Gupta
2	Designation	Company Secretary and Compliance Officer

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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(1B)	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	Composition of nomination & remuneration committee	19(1) & (2)	Yes	
18	Quorum of Nomination and Remuneration Committee meeting	19(2A)	Yes	
19	Meeting of Nomination and Remuneration Committee	19(3A)	Yes	
20	Composition of Stakeholder Relationship Committee	20(1), 20(2) & 20(2A)	Yes	
21	Meeting of Stakeholders Relationship Committee	20(3A)	Yes	
22	Composition and role of risk management committee	21(1),(2),(3),(4)	NA	
23	Meeting of Risk Management Committee	21(3A)	NA	
24	Vigil Mechanism	22	Yes	
25	Policy for related party Transaction	23(1),(1A),(5),(6),(7) & (8)	Yes	
26	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes	
27	Approval for material related party transactions	23(4)	Yes	
28	Disclosure of related party transactions on consolidated basis	23(9)	Yes	
29	Composition of Board of Directors of unlisted material Subsidiary	24(1)	Yes	
30	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	Yes	
31	Annual Secretarial Compliance Report	24(A)	Yes	
32	Alternate Director to Independent Director	25(1)	Yes	

33	Maximum Tenure	25(2)	Yes	
34	Meeting of independent directors	25(3) & (4)	Yes	
35	Familiarization of independent directors	25(7)	Yes	
36	Declaration from Independent Director	25(8) & (9)	Yes	
37	D & O Insurance for Independent Directors	25(10)	NA	
38	Memberships in Committees	26(1)	Yes	
39	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes	
40	Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes	
41	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes	
Any other information to be provided				Add Notes

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Annexure II

1	Name of signatory	Ms. Sonam Gupta
2	Designation	Company Secretary and Compliance Officer

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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		Add Notes

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Annexure II

1	Name of signatory	Ms. Sonam Gupta
2	Designation	Company Secretary and Compliance Officer

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Signatory Details

Name of signatory	Ms. Sonam Gupta
Designation of person	Company Secretary and Compliance Officer
Place	Mumbai
Date	12-04-2021

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