

[Home](#)[Validate](#)[Import XML](#)

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	01-04-2021
Date of end of financial year	31-03-2022
Reporting Quarter	Yearly
Date of Report	31-03-2022
Risk management committee	Not Applicable
Market Capitalisation as per immediate previous Financial Year	Top 2000 listed entities

Enter the quarter ended date only

[Prev](#)[Next](#)

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

No

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	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 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)	Notes for not providing PAN	Notes for not providing DIN
1	Mr	Saleh N. Mithiborwala		00171171	Executive Director	Chairperson		03-03-1968	NA		29-10-1997	01-01-2018			1	0	1	0		
2	Mr	Vali N. Mithiborwala		00171255	Executive Director	Not Applicable		06-11-1964	NA		18-08-2017				1	0	0	0		
3	Mr	Karim N. Mithiborwala		00171326	Executive Director	Not Applicable	MD	24-10-1962	NA		29-10-1999	01-01-2018			1	0	1	0		
4	Mr	Mustafa Pardawala		02814971	Non-Executive - Independent Director	Not Applicable		03-08-1964	NA		31-03-2003	01-01-2020		60	1	1	0	2		
5	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		
6	Mrs	Sheetal Nagda		07179841	Non-Executive - Independent Director	Not Applicable		23-02-1983	NA		14-12-2021			60	2	2	2	0		

Add

Delete

Prev

Next

[Home](#)[Validate](#)**Annexure 1****II. Composition of Committees**

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, 2021.
3. Date of Cessation must be for the current quarter only, i.e. July 1,2021 to September 30.2021

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	07247232	Mr. Suresh Mane	Non-Executive - Independent Director	Member	13-06-2015		
3	00171171	Mr. Saleh N. Mithiborwala	Executive Director	Member	01-01-2018		
4	07179841	Mrs. Sheetal 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**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	07247232	Mr. Suresh Mane	Non-Executive - Independent Director	Member	13-06-2015		
3	00171171	Mr. Saleh N. Mithiborwala	Executive Director	Member	01-01-2018		
4	07179841	Mrs. Sheetal 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**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	07247232	Mr. Suresh Mane	Non-Executive - Independent Director	Member	13-06-2015		
3	00171326	Mr. Karim N. Mithiborwala	Executive Director	Member	01-01-2018		
4	07179841	Mrs. Sheetal Nagda	Non-Executive - Independent Director	Member	14-12-2021		
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							
6							

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	
4						
5						
6						
7						
8						
9						
10						

Prev

Next

[Home](#)[Validate](#)**Annexure 1****III. Meeting of Board of Directors**

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* (All directors including Independent Director)	No. of Independent Directors attending the meeting*
	Add	Delete				
1	09-11-2021			Yes	6	3
2	30-11-2021			Yes	6	3
3	14-12-2021			Yes	6	3
4	08-02-2022	55		Yes	6	3
5	22-03-2022	41		Yes	6	3

[Prev](#)[Next](#)

* to be filled in only for the current quarter meetings

[Home](#)[Validate](#)**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* (All directors including Independent Director)	No. of Independent Directors attending the meeting*
	Add	Delete						
1	Audit Committee	09-11-2021				Yes	4	3
2	Audit Committee	08-02-2022	90			Yes	4	3
3	Audit Committee	22-03-2022				Yes	4	3
4	Stakeholders Relationship Committee	09-11-2021				Yes	4	3
5	Stakeholders Relationship Committee	08-02-2022				Yes	4	3
6	Nomination and remuneration committee	14-12-2021				Yes	4	3
7	Other Committee	08-02-2022		Independent Director Committee		Yes	3	3
8	Other Committee	29-10-2021		Executive Committee		Yes	3	0
9	Other Committee	16-11-2021		Executive Committee		Yes	3	0
10	Other Committee	04-12-2021		Executive Committee		Yes	3	0
11	Other Committee	14-01-2022		Executive Committee		Yes	3	0
12	Other Committee	24-01-2022		Executive Committee		Yes	3	0
13	Other Committee	21-02-2022		Executive Committee		Yes	3	0
14	Other Committee	02-03-2022		Executive Committee		Yes	3	0
15	Other Committee	15-03-2022		Executive Committee		Yes	3	0
16	Other Committee	28-03-2022		Executive Committee		Yes	3	0
17	Other Committee	30-03-2022		Executive Committee		Yes	3	0

[Prev](#)[Next](#)

* to be filled in only for the current quarter meetings

Home

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

Prev

Next

[Home](#)[Validate](#)

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	

[Prev](#)[Next](#)

[Home](#)[Validate](#)

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

[Prev](#)[Next](#)

Annexure 1

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

[Home](#)[Validate](#)**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.
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

Prev

Next

Annexure II		
1	Name of signatory	Sonam Gupta
2	Designation	Company Secretary and Compliance Officer

[Home](#)[Validate](#)

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

[Prev](#)[Next](#)

Annexure II

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

[Home](#)[Validate](#)**Additional Half yearly Disclosure**

Applicability of disclosure	Applicable	
Reason for Non Applicability	Add Notes	

I. Disclosure of Loans/ guarantees/comfort letters /securities etc.refer note below**(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 called) provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed By

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	1283300000.00
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 indirectly, in connection with any loan(s) or any other form of debt availed by

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 controlled by them		0 0.00	0.00
KMPs or any other entity controlled by them		0 0.00	0.00

(D) Additional Information[Add Notes](#)**II. Affirmations**

Affirmations	Compliance Status	Company Remarks
All loans (or other form of debt), guarantees, comfort letters (by whatever name called) or securities in connection with any loan(s) (or other form of debt) given directly or indirectly by the listed entity to	Yes	Add Notes
Name	Mr. Saleh N. Mithiborwala	
Designation	CFO	
Place	Mumbai	
Date	15-04-2022	

[Prev](#)[Next](#)

[Home](#)[Validate](#)

Signatory Details

Name of signatory	Ms. Sonam Gupta
Designation of person	Company Secretary and Compliance Officer
Place	Mumbai
Date	15-04-2022

[Prev](#)