

General information about company	
Scrip code	542830
NSE Symbol	IRCTC
MSEI Symbol	NA
ISIN	INE335Y01020
Name of the entity	Indian Railway Catering and Tourism Corporation Limited
Date of start of financial year	01-04-2022
Date of end of financial year	31-03-2023
Reporting Quarter	Yearly
Date of Report	31-03-2023
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	Disqualification of Directors under section 164 of the Companies Act, 2013															
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 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	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	Mrs	Rajni Hasija	ABKPH3049P	08083674	Executive Director	Chairperson		09-05-1963	No				Active	NA		18-05-2018				1	0	2	0		
2	Mr	Ajit Kumar	ADLPK4428L	07247362	Executive Director	Not Applicable		06-09-1964	No				Active	NA		29-05-2020				1	0	0	0		
3	Mr	Lokiah RaviKumar	ACSPR1941F	10045466	Executive Director	Not Applicable		06-07-1965	No				Active	NA		11-02-2023				1	0	1	0		
4	Mr	Neeraj Sharma	AEAPS2729G	08177824	Non-Executive - Nominee Director	Not Applicable		05-07-1964	No				Active	NA		12-07-2018				1	0	1	0		

I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory

Whether the listed entity has a Regular Chairperson

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 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	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
5	Mr	Manoj Kumar Gangeya	AFSPG6159B	09744752	Non-Executive - Nominee Director	Not Applicable		01-03-1977	No				Active	NA		21-09-2022				1	0	0	0		
6	Mr	Vinay Kumar Sharma	BAVPS9982D	03604125	Non-Executive - Independent Director	Not Applicable		31-05-1978	No				Active	NA		09-11-2021	09-11-2021		17	1	1	2	2		
7	Mr	Namgyal Wangchuk	AFHPW2256C	09397676	Non-Executive - Independent Director	Not Applicable		04-02-1970	No				Active	NA		12-11-2021	12-11-2021		17	1	1	1	1		

Text Block	
Textual Information(1)	Tenure is filled only for ID's as per SEBI Circular No. SEBI/HO/CFD/CMD1/CIR/P/2019/78 dated 16-07-2019.

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	03604125	Vinay Kumar Sharma	Non-Executive - Independent Director	Chairperson	12-11-2021		
2	09397676	Namgyal Wangchuk	Non-Executive - Independent Director	Member	12-11-2021		
3	08083674	Rajni Hasija	Executive Director	Member	13-10-2020		

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	09397676	Namgyal Wangchuk	Non-Executive - Independent Director	Chairperson	12-11-2021		
2	03604125	Vinay Kumar Sharma	Non-Executive - Independent Director	Member	12-11-2021		
3	08177824	Neeraj Sharma	Non-Executive - Nominee Director	Member	31-01-2020		

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	03604125	Vinay Kumar Sharma	Non-Executive - Independent Director	Chairperson	12-11-2021		
2	08177824	Neeraj Sharma	Non-Executive - Nominee Director	Member	30-07-2022		
3	08083674	Rajni Hasija	Executive Director	Member	26-07-2019		
4	10045466	Lokiah RaviKumar	Executive Director	Member	22-03-2023		

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	08083674	Rajni Hasiya	Executive Director	Chairperson	01-02-2021		
2	07247362	Ajit Kumar	Executive Director	Member	29-03-2021		
3	03604125	Vinay Kumar Sharma	Non-Executive - Independent Director	Member	12-11-2021		
4	10045466	Lokiah RaviKumar	Executive Director	Member	22-03-2023		

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	08083674	Rajni Hasija	Executive Director	Chairperson	01-02-2021		
2	07247362	Ajit Kumar	Executive Director	Member	13-10-2020		
3	08177824	Neeraj Sharma	Non-Executive - Nominee Director	Member	13-11-2019		
4	09397676	Namgyal Wangchuk	Non-Executive - Independent Director	Member	12-11-2021		

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	14-11-2022				Yes	6	6	2
2		09-02-2023	86		Yes	6	6	2
3		22-03-2023	40		Yes	7	6	2

Annexure 1										
IV. Meeting of Committees										
Disclosure of notes on meeting of committees explanatory							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)
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)				
1	Audit Committee	14-11-2022				Yes	3	3	2	0
2	Audit Committee	09-02-2023	86			Yes	3	3	2	0
3	Nomination and remuneration committee	14-11-2022				Yes	3	3	2	0
4	Nomination and remuneration committee	08-02-2023	85			Yes	3	3	2	0
5	Nomination and remuneration committee	22-03-2023	41			Yes	3	3	2	0
6	Corporate Social Responsibility Committee	14-11-2022				Yes	4	4	1	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	Corporate Social Responsibility Committee	08-02-2023	85			Yes	4	4	1	0
8	Stakeholders Relationship Committee	07-02-2023				Yes	3	3	1	0
9	Risk Management Committee	14-11-2022				Yes	3	3	1	0
10	Risk Management Committee	08-02-2023	85			Yes	3	3	1	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

Annexure 1		
Sr	Subject	Compliance status
1	Name of signatory	Suman Kalra
2	Designation	Company Secretary and Compliance Officer

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		www.irctc.com
2	Terms and conditions of appointment of independent directors	Yes		https://www.irctc.com/assets/images/T&C-for-Appointment-of-Independent-Directors.pdf
3	Composition of various committees of board of directors	Yes		https://www.irctc.com/board-committees.html
4	Code of conduct of board of directors and senior management personnel	Yes		https://www.irctc.com/assets/images/CODE%20OF%20CONDUCT%20FOR%20IRCTC%20030223(1)3mar.pdf
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		https://www.irctc.com/assets/images/Whistle_Blowers_new.pdf
6	Criteria of making payments to non-executive directors	NA		
7	Policy on dealing with related party transactions	Yes		https://www.irctc.com/assets/images/IRCTC%20RPT_07112022.pdf
8	Policy for determining 'material' subsidiaries	Yes		https://www.irctc.com/assets/images/IRCTC-Policy%20for%20determining%20Material%20Subsidiary.pdf
9	Details of familiarization programmes imparted to independent directors	Yes		https://www.irctc.com/assets/images/DETAILS%20OF%20FAMILIARIZATION%20PROGRAMMES%20TO%20IRCTC'S%20BOARD%20OF%20DIRECTORS%20Poomi.pdf

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
10	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		https://www.irctc.com/assets/images/Contact%20information%20of%20the%20designated%20officials.pdf
11	email address for grievance redressal and other relevant details	Yes		https://www.irctc.com/investor-contact.html
12	Financial results	Yes		https://www.irctc.com/financial-result.html
13	Shareholding pattern	Yes		https://www.irctc.com/shareholding-pattern.html
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		https://www.irctc.com/Schedule%20of%20Investors%20meet.html
16	New name and the old name of the listed entity	NA		
17	Advertisements as per regulation 47 (1)	Yes		https://www.irctc.com/Advertisements%20published%20in%20News%20Papers.html

18	Credit rating or revision in credit rating obtained	NA		
19	Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	NA		
20	Whether company has provided information under separate section on its website as per Regulation 46(2)	Yes		https://www.irctc.com/Disclosure_under_Regulation_46_of_SEBI_(LODR)_Regulations.html
21	Materiality Policy as per Regulation 30	Yes		https://www.irctc.com/assets/images/Materiality_Policy.pdf
22	Dividend Distribution policy as per Regulation 43A (as applicable)	Yes		https://www.irctc.com/assets/images/IRCTC_DIVIDEND%20DISTRIBUTION%20POLICY-_31.07.2019_CB%20Comments%20[05.08.2019].pdf
23	It is certified that these contents on the website of the listed entity are correct	Yes		www.irctc.com

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)	No	The Board of the Company does not have optimum combination of functional, nominee and Independent Directors as the Company's Board didn't have 50% of Board Members as independent directors including one women independent director. The Company has proactively taken up the issue with the Ministry of Railways, Government of India, i.e., the appointing authority, from time to time, for appointment of the requisite number of independent directors, including Independent Women Director on the Board.
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	

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.
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	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	

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	Meeting of Stakeholders Relationship Committee	20(3A)	Yes	
22	Composition and role of risk management committee	21(1),(2),(3),(4)	Yes	
23	Meeting of Risk Management Committee	21(3A)	Yes	
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)	NA	
27	Approval for material related party transactions	23(4)	NA	
28	Disclosure of related party transactions on consolidated basis	23(9)	Yes	
29	Composition of Board of Directors of unlisted material Subsidiary	24(1)	NA	
30	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	NA	

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	Annual Secretarial Compliance Report	24(A)	Yes	
32	Alternate Director to Independent Director	25(1)	NA	
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)	Yes	
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			

Annexure II		
1	Name of signatory	Suman Kalra
2	Designation	Company Secretary and Compliance Officer

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	NA
	Any other information to be provided	

Annexure II		
1	Name of signatory	Suman Kalra
2	Designation	Company Secretary and Compliance Officer

Additional Half yearly Disclosure		
Applicability of disclosure	Not Applicable	
Reason for Non Applicability	Textual Information(1)	

Text Block	
Textual Information(1)	During the period of half year ended on 31-03-2023, the company has not provided any loan/guarantee/comfort letter/security etc. directly or indirectly to its Promoters, Promoters Group, Director, KMP or any other entity controlled by them.

Signatory Details	
Name of signatory	Suman Kalra
Designation of person	Company Secretary and Compliance Officer
Place	New Delhi
Date	19-04-2023