

**General information about company**

Scrip code	523610
NSE Symbol	ITI
MSEI Symbol	NOTLISTED
ISIN	INE248A01017
Name of the entity	ITI LIMITED
Date of start of financial year	01-04-2023
Date of end of financial year	31-03-2024
Reporting Quarter	Quarterly
Date of Report	31-12-2023
Risk management committee	Applicable
Market Capitalisation as per immediate previous Financial Year	Top 500 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	Rajesh Rai	ABMPR2562F	10052045	Executive Director	Chairperson	MD	09-04-1972
2	Mr	Rakesh Chandra Tiwari	AAGPT7714C	08953397	Executive Director	Not Applicable		23-11-1963
3	Mr	Rajeev Srivastava	AAWPS1185N	08921307	Executive Director	Not Applicable		10-01-1968
4	Mrs	S Jeyanthi	ABXPJ1311P	10059174	Executive Director	Not Applicable		15-06-1966
5	Mr	R Shakya	AQVPS2026H	09800172	Non-Executive - Nominee Director	Not Applicable		25-09-1966
6	Mr	KANWAR VINOD KUMAR	AFMPK3246H	10366028	Non-Executive - Nominee Director	Not Applicable		11-12-1965
7	Mr	Raja Nayak	AAEPN6865A	06451006	Non-Executive - Independent Director	Not Applicable		04-09-1961
8	Mr	Billeswar Sinha	DEMPS5729R	09393543	Non-Executive - Independent Director	Not Applicable		05-01-1980
9	Mrs	Mamta Palariya	BUPPP7737P	07749007	Non-Executive - Independent Director	Not Applicable		30-06-1962

**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
8	No				Active
9	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)	Notes for not providing PAN	Notes for not providing DIN
1	NA		21-02-2023				1	0	0	0		
2	NA		07-01-2021		30-11-2023		1	0	2	0		
3	NA		15-10-2020				1	0	1	0		
4	NA		28-02-2023				1	0	2	0		
5	NA		23-11-2022				1	0	0	0		
6	NA		20-10-2023				1	0	0	0		
7	NA		10-11-2021			26	1	1	2	1		
8	NA		10-11-2021			26	1	1	1	0		
9	NA		10-11-2021			26	1	1	1	1		

**Text Block**

Textual Information(1)

1. ITI Limited, being a Public Sector Undertaking, the Directors on the Board of the Company are appointed by the Government of India. The composition of Board of Directors as on 31.12.2023, is not as per the provisions of SEBI Listing Regulations due to insufficient number of Independent Directors. However, the proposal for appointment of requisite number of Independent Director on the Board of the Company is under process with the Administrative Ministry.
2. Dt of Appt of Dr Raja Nayak, Shri Billeswar Sinha and Smt Mamta Palariya are effective from the date of obtaining DIN and date of inclusion of name in the databank of Independent Directors.
3. Dt of Appt of Shri Rajesh Rai, Lt Gen K Vinod Kumar and Shri R Shakya is effective from the date of obtaining DIN.

<b>Audit Committee Details</b>							
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	07749007	Mamta Palariya	Non-Executive - Independent Director	Chairperson	12-11-2021		
2	08953397	Rakesh Chandra Tiwari	Executive Director	Member	03-08-2021	30-11-2023	
3	06451006	Raja Nayak	Non-Executive - Independent Director	Member	12-11-2021		
4	09393543	Billeswar Sinha	Non-Executive - Independent Director	Member	12-11-2021		
5	10059174	S Jeyanthi	Executive Director	Member	01-12-2023		

<b>Nomination and remuneration committee</b>							
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	09393543	Billeswar Sinha	Non-Executive - Independent Director	Chairperson	06-12-2021		
2	07749007	Mamta Palariya	Non-Executive - Independent Director	Member	06-12-2021		
3	06451006	Raja Nayak	Non-Executive - Independent Director	Member	12-10-2022		
4	09800172	R Shakya	Non-Executive - Nominee Director	Member	23-11-2022		

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	06451006	Raja Nayak	Non-Executive - Independent Director	Chairperson	06-12-2021		
2	08921307	Rajeev Srivastava	Executive Director	Member	01-07-2022		
3	08953397	Rakesh Chandra Tiwari	Executive Director	Member	01-09-2022	30-11-2023	
4	10059174	S Jeyanthi	Executive Director	Member	01-12-2023		



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	08921307	Rajeev Srivastava	Executive Director	Chairperson	15-10-2020		
2	08953397	Rakesh Chandra Tiwari	Executive Director	Member	12-08-2021	30-11-2023	
3	06451006	Raja Nayak	Non-Executive - Independent Director	Member	06-12-2021		
4	10059174	S Jeyanthi	Executive Director	Member	11-08-2023		

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	07749007	Mamta Palariya	Non-Executive - Independent Director	Chairperson	06-12-2021		Textual Information(1)
2	08921307	Rajeev Srivastava	Executive Director	Member	03-08-2021		
3	10059174	S Jeyanthi	Executive Director	Member	01-12-2023		
4	08953397	Rakesh Chandra Tiwari	Executive Director	Chairperson	01-09-2022	30-11-2023	

**Sr Text Block**

Textual Information(1)

Appointed as Chairperson of the Committee w.e.f. 01.12.2023

<b>Other Committee</b>						
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	11-08-2023				Yes	9	8	3
2		09-11-2023	89		Yes	9	9	3

**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	11-08-2023				Yes	4	4	3	0
2	Audit Committee	09-11-2023	89			Yes	4	4	3	0
3	Nomination and remuneration committee	08-08-2023				Yes	4	4	3	0
4	Corporate Social Responsibility Committee	11-08-2023	2			Yes	3	3	1	0
5	Risk Management Committee	26-07-2023				Yes	3	3	1	1

**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	NA	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	

**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	Name of signatory	Shalini Ghatak
2	Designation	Company Secretary and Compliance Officer

**Text Block**

Textual Information(1)

ITI Limited, being a Public Sector Undertaking, the Directors on the Board of the Company are appointed by the Government of India. The composition of Board of Directors is not as per the provisions of SEBI Listing Regulations due to insufficient number of Independent Directors. However, the proposal for appointment of requisite number of Independent Director is under process with the Administrative Ministry

**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

**Signatory Details**

Name of signatory	Shalini Ghatak
Designation of person	Company Secretary and Compliance Officer
Place	Bengaluru
Date	12-01-2024

