

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	01-04-2021
Date of end of financial year	31-03-2022
Reporting Quarter	Quarterly
Date of Report	31-12-2021
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	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	Rakesh Mohan Agarwal	ABOPA5600M	07333145	Executive Director	Chairperson	MD	20-06-1962	NA		08-06-2016				1	0	1	0		
2	Mr	D Venkateswarlu	AAHPV7009H	08605954	Executive Director	Not Applicable		30-08-1962	NA		07-11-2019				1	0	1	0		
3	Mr	Rajeev Srivastava	AAWPS1185N	08921307	Executive Director	Not Applicable		10-01-1968	NA		15-10-2020				1	0	0	0		
4	Mr	Rakesh Chandra Tiwari	AAGPT7714C	08953397	Executive Director	Not Applicable		23-11-1963	NA		07-01-2021				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 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	Milind Bhurke	AHSPB4368H	09168118	Non-Executive - Nominee Director	Not Applicable		22-06-1962	NA		07-05-2021				1	0	0	0		
6	Mr	Rajesh Sharma	AEEPS3080C	08200125	Non-Executive - Nominee Director	Not Applicable		12-03-1965	NA		14-08-2018	01-08-2021			1	0	0	0		
7	Mr	Raja Nayak	AAEPN6865A	06451006	Non-Executive - Independent Director	Not Applicable		04-09-1961	NA		10-11-2021			2	1	1	2	1		
8	Mr	Billeswar Sinha	DEMPS5729R	09393543	Non-Executive - Independent Director	Not Applicable		05-01-1980	NA		10-11-2021			2	1	1	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 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
9	Mrs	Mamta Palariya	BUPPP7737P	07749007	Non-Executive - Independent Director	Not Applicable		30-06-1962	NA		10-11-2021			2	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 order of 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 on the Board of the Company is under process with the Administrative Ministry.

2. Dt of Appt for Lt Gen Milind N Bhurke and Dr Rajesh Sharma are effective from the date of obtaining DIN.

3. Dt of Appt for Dr Raja Nayak, Shri Billeswar Sinha and Smt Mamta Palariya are effective after the date of obtaining DIN and inclusion of name in the databank of Independent Directors.

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	07749007	Mamta Palariya	Non-Executive - Independent Director	Chairperson	12-11-2021		
2	08953397	Rakesh Chandra Tiwari	Executive Director	Member	03-08-2021		
3	06451006	Raja Nayak	Non-Executive - Independent Director	Member	12-11-2021		
4	09393543	Billeswar Sinha	Non-Executive - Independent Director	Member	12-11-2021		

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	09393543	Billeswar Sinha	Non-Executive - Independent Director	Chairperson	06-12-2021		
2	08200125	Rajesh Sharma	Non-Executive - Nominee Director	Member	26-06-2020		
3	07749007	Mamta Palariya	Non-Executive - Independent Director	Member	06-12-2021		

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	07333145	Rakesh Mohan Agarwal	Executive Director	Member	27-06-2016		
3	08605954	D Venkateswarlu	Executive Director	Member	12-08-2021		

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	08605954	D Venkateswarlu	Executive Director	Chairperson	12-08-2021		Textual Information(1)
2	08921307	Rajeev Srivastava	Executive Director	Member	15-10-2020		
3	08953397	Rakesh Chandra Tiwari	Executive Director	Member	12-08-2021		
4	06451006	Raja Nayak	Non-Executive - Independent Director	Member	06-12-2021		
5	99999999	Ila Bhadur	Member	Member	09-02-2021		
6	99999999	R Vasanthi	Member	Member	06-12-2021		

Sr Text Block

Textual Information(1)

Appointed as Chairperson of the Committee wef 29.09.2021

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	07333145	Rakesh Mohan Agarwal	Executive Director	Chairperson	25-07-2018		
2	08605954	D Venkateswarlu	Executive Director	Member	26-06-2020		
3	08921307	Rajeev Srivastava	Executive Director	Member	03-08-2021		
4	07749007	Mamta Palariya	Non-Executive - Independent Director	Member	06-12-2021		

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							Textual Information(1)
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)	Number of Directors present* (All directors including Independent Director)	No. of Independent Directors attending the meeting*
1	12-08-2021				Yes	7	2
2		07-10-2021	55		No	5	0
3		12-11-2021	35		Yes	7	3

Text Block

Textual Information(1)

Due to absence of Independent Directors on Board, the quorum cannot be met for the Board meeting held on 07.10.2021.

Annexure 1

IV. Meeting of Committees

Disclosure of notes on meeting of committees explanatory							Textual Information(1)	No. of Independent Directors attending the meeting*
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)	
1	Audit Committee	12-08-2021				Yes		
2	Audit Committee	07-10-2021	55			No	3	0
3	Audit Committee	12-11-2021	35			Yes	4	3
4	Nomination and remuneration committee	10-08-2021				Yes		
5	Corporate Social Responsibility Committee	10-08-2021				Yes		
6	Risk Management Committee	30-12-2021				Yes	3	1

Text Block

Textual Information(1)

Due to absence of Independent Directors on the Board, the quorum cannot be met for the Audit Committee meeting held on 07.10.2021. However 3 members including Government Director, DOT was present for the meeting.

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 500 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	S Shanmuga Priya
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 order of 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 on the Board of the Company is under process with the Administrative Ministry.

Signatory Details	
Name of signatory	S Shanmuga Priya
Designation of person	Company Secretary and Compliance Officer
Place	Bengaluru
Date	11-01-2022

