

Integrated Governance

ITI LIMITED

General information about company

Scrip code	523610	
NSE Symbol	ITI	
MSEI Symbol	NOTLISTED	
ISIN	INE248A01017	
Date of start of financial year	01-04-2025	
Date of end of financial year	31-03-2026	
Reporting Quarter Type	Yearly	
Date of Quarter Ending	31-03-2026	
Type of company	Equity	
Whether Annexure I (Part A) of the SEBI Circular dated December 31, 2024 related to Compliance Report on Corporate Governance is applicable to the entity?	Yes	
Whether Annexure I (Part B) of the SEBI Circular dated December 31, 2024 related to Investor Grievance Redressal Report is Applicable to the entity?	Yes	
Whether Annexure I (Part C) of the SEBI Circular dated December 31, 2024 related to Disclosure of Acquisition of Shares or Voting Rights in Unlisted Companies is Applicable to the entity?	No	There was no acquisition of shares or voting rights in unlisted companies for the quarter ended 31-03-2026.
Whether Annexure I (Part D) of the SEBI Circular dated December 31, 2024 related to Disclosure of Imposition of Fine or Penalty is Applicable to the entity?	Yes	
Whether Annexure I (Part E) of the SEBI Circular dated December 31, 2024 related to Disclosure of Updates to Ongoing Tax Litigations or Disputes is Applicable to the entity?	Yes	
Whether Annexure I (Part F) of the SEBI Circular dated December 31, 2024 related to Disclosure Of Loans / Guarantees / Comfort Letters / Securities Etc. is Applicable to the entity?	No	Not applicable, as the company has not entered into such transactions during the period
Risk management committee	Yes	
Market Capitalisation as per immediate previous Financial Year	Top 500 listed entities	
Is SCORE ID Available ?	Yes	
SCORE Registration ID	i00222	
Reason For No SCORE ID		
Type of Submission	Original	
Remarks (website dissemination)		

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																	
Whether the listed entity has a Regular Chairperson																	
Whether Chairperson is related to MD or CEO																	
No							Disqualification of Directors under section 164 of the Compe										
Sr no.	Title(Mr/Ms)	Name of the Director	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	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	Te dir m
1	Mr	Rajesh Rai	10052045	Executive Director	Chairperson	MD	No				Active	NA		21-02-2023			
2	Mrs	S Jeyanthi	10059174	Executive Director	Not Applicable		No				Active	NA		28-02-2023			
3	Mr	Ramana Babu C V	10478320	Executive Director	Not Applicable		No				Active	NA		25-01-2024			
4	Mr	Arun Agarwal	05270538	Non-Executive - Nominee Director	Not Applicable		No				Active	NA		22-07-2025			
5	Mr	Gopinath Sahu	11192872	Non-Executive - Independent Director	Not Applicable		No				Active	NA		14-07-2025			

Annexure I

II. Composition of Committees

Disclosure of notes on composition of committees explanatory

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	11192872	Gopinath Sahu	Non-Executive - Independent Director	Chairperson	09-02-2026		
2	10059174	S Jeyanthi	Executive Director	Member	09-02-2026		
3	10478320	Ramana Babu C V	Executive Director	Member	09-02-2026		

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	11192872	Gopinath Sahu	Non-Executive - Independent Director	Chairperson	09-02-2026		
2	10059174	S Jeyanthi	Executive Director	Member	09-02-2026		
3	05270538	Arun Agarwal	Non-Executive - Nominee Director	Member	09-02-2026		
4	10478320	Ramana Babu C V	Executive Director	Member	09-02-2026		

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	11192872	Gopinath Sahu	Non-Executive - Independent Director	Chairperson	09-02-2026		
2	10059174	S Jeyanthi	Executive Director	Member	09-02-2026		
3	10478320	Ramana Babu C V	Executive Director	Member	09-02-2026		

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	10478320	Ramana Babu C V	Executive Director	Chairperson	09-02-2026		
2	11192872	Gopinath Sahu	Non-Executive - Independent Director	Member	09-02-2026		
3	10059174	S Jeyanthi	Executive Director	Member	09-02-2026		
4	00000000	Prasad Barre	GM-CF & CFO	Member	09-02-2026		Textual Information(1)
5	00000000	Kavita Deokar	AGM-O	Member	09-02-2026		Textual Information(2)

Text Block

Textual Information(1)	Since Shri Prasad Barre is not a Director of the company but only a senior official, he does not possess a DIN. However, as the DIN field is mandatory to fill, an invalid number has been entered.
Textual Information(2)	Since Smt. Kavita Deokar is not a Director of the company but only a senior official, she does not possess a DIN. However, as the DIN field is mandatory to fill, an invalid number has been entered.

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	11192872	Gopinath Sahu	Non-Executive - Independent Director	Chairperson	09-02-2026		
2	10059174	S Jeyanthi	Executive Director	Member	09-02-2026		
3	10478320	Ramana Babu C V	Executive Director	Member	09-02-2026		

Other Committee

Whether the Corporate Social Responsibility Committee has a Regular Chairperson					Yes	
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks
No records available						

Annexure I

III. Meeting of Board of Directors							
Disclosure of notes on meeting of board of directors explanatory							
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)	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	13-02-2026			Yes	5	5	1

Annexure I

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	13-02-2026				Yes	3	3	1	0
2	Nomination and remuneration committee	13-02-2026				Yes	4	4	1	0
3	Stakeholders Relationship Committee	18-03-2026	32		Only one SRC meeting was held during the financial year 202526; therefore, the column related to the maximum gap between two meetings is auto-generated and is not filled manually.	Yes	3	3	1	0
4	Risk Management Committee	18-03-2026				Yes	3	3	1	2

Annexure I

V. 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	No
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	No
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 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.	true
9	Any comments/observations/advice of Board of Directors may be mentioned here:	

Annexure I

Sr	Subject	Compliance status
1	Name of signatory	Y Sathyan
2	Designation	Company Secretary and Compliance Officer

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
Other details of cyber security incidence or breaches or loss of data event		
Number of cyber security incidence or breaches or loss of data event occurred during the quarter		
Sr.	Date of the event	Brief details of the event
No records available		

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 LODR Regulation				
Sr	Item	Compliance status (Yes/No/NA)	If status is 'No' details of non-compliance may be given here.	Web address
1.1	Details of business	Yes		www.itilttd.in
1.2	Memorandum of Association and Articles of Association	Yes		www.itilttd.in
1.3	Brief profile of board of directors including directorship and full-time positions in body corporates	Yes		www.itilttd.in
2	Terms and conditions of appointment of independent directors	NA		
3	Composition of various committees of board of directors	Yes		www.itilttd.in
4	Code of conduct of board of directors and senior management personnel	Yes		www.itilttd.in
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		www.itilttd.in
6	Criteria of making payments to non-executive directors	Yes		www.itilttd.in
7	Policy on dealing with related party transactions	Yes		www.itilttd.in
8	Policy for determining 'material' subsidiaries	NA		
9	Details of familiarization programmes imparted to independent directors	Yes		www.itilttd.in
10	Email address for grievance redressal and other relevant details	Yes		www.itilttd.in
11	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		www.itilttd.in
12	Financial results	Yes		www.itilttd.in
13	Shareholding pattern	Yes		www.itilttd.in
14	Details of agreements entered into with the media companies and/or their associates	Yes		www.itilttd.in
15.1	(I) Schedule of analyst or institutional investor meet (II) Presentations prepared by the listed entity for analysts or institutional investors meet, post earnings or quarterly calls prior to beginning of such events.	Yes		www.itilttd.in
15.2	Audio recordings, video recordings, if any, and transcripts of post earnings or quarterly calls, by whatever name called, conducted physically or through digital means	NA		
16	New name and the old name of the listed entity	Yes		www.itilttd.in
17	Advertisements as per regulation 47 (1)	Yes		www.itilttd.in
18	Credit rating or revision in credit rating obtained	Yes		www.itilttd.in
19	Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	NA		
20	Secretarial Compliance Report	Yes		www.itilttd.in
21	Materiality Policy as per Regulation 30 (4)	Yes		www.itilttd.in
22	Disclosure of contact details of KMP who are authorized for the purpose of determining materiality as required under regulation 30(5)	Yes		www.itilttd.in
23	Disclosures under regulation 30(8)	Yes		www.itilttd.in
24	Statements of deviation(s) or variations(s) as specified in regulation 32	Yes		www.itilttd.in
25	Dividend Distribution policy as per Regulation 43A(1)	Yes		www.itilttd.in
26.1	Annual return as provided under section 92 of the Companies Act, 2013	Yes		www.itilttd.in
26.2	Employee Benefit scheme documents framed in terms of SEBI (SBEB) Regulations, 2021	Yes		www.itilttd.in
27	Confirmation that the above disclosures are in a separate section as specified in regulation 46(2)	Yes		www.itilttd.in
28	Compliance with regulation 46(3) with respect to accuracy of disclosures on the website and timely updating	Yes		www.itilttd.in
29	Disclosure of notes on website in terms of Listing Regulations explanatory [Text Block]			

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)	Yes	
2	Board composition	17(1), 17(1A) & 17(1C), 17(1D) & 17(1E)	No	Since there is one Independent Director in the Board of Company, the Board Composition is not as per applicable regulation of 17(1). Not complied with 17(1C). Since it is a Government Undertaking company, the appointment of Independent Directors fall under jurisdiction of Government. However, we have requested and intimated this several times to the Government and they informed us that the procedure to appoint appropriate number of aforesaid directors is under review and nearly will be appointed.
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)	No	Since there is an inadequate number of Independent Directors on the Board of ITI Limited, Independent Directors are not sufficient in number in the Audit Committee; therefore, the composition of the Audit Committee is not in compliance with the requirements of Regulation 18(1).
16	Meeting of Audit Committee	18(2)	Yes	
17	Role of Audit Committee and information to be reviewed by the audit committee	18(3)	Yes	
18	Composition of nomination & remuneration committee	19(1) & (2)	No	Since there is an inadequate number of Non-Executive Directors and Independent Directors on the Board of ITI, the composition of the Nomination and Remuneration Committee is not in compliance with the requirements of the applicable regulations 19(1) & (2)
19	Quorum of Nomination and Remuneration Committee meeting	19(2A)	Yes	
20	Meeting of Nomination and Remuneration Committee	19(3A)	Yes	
21	Role of Nomination and Remuneration Committee	19(4)	Yes	
22	Composition of Stakeholder Relationship Committee	20(1), 20(2) & 20(2A)	Yes	
23	Meeting of Stakeholders Relationship Committee	20(3A)	Yes	
24	Role of Stakeholders Relationship Committee	20(4)	Yes	
25	Composition and role of risk management committee	21(1),(2),(3),(4)	Yes	
26	Meeting of Risk Management Committee	21(3A)	Yes	
27	Quorum of Risk Management Committee meeting	21(3B)	Yes	
28	Gap between the meetings of the Risk Management Committee	21(3C)	Yes	
29	Vigil Mechanism	22	Yes	
30	Policy for related party Transaction	23(1), (1A), (5), (6), & (8)	Yes	
31	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes	
32	Approval for material related party transactions	23(4)	Yes	
33	Disclosure of related party transactions on consolidated basis	23(9)	Yes	
34	Composition of Board of Directors of unlisted material Subsidiary	24(1)	NA	
35	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	NA	
36	Alternate Director to Independent Director	25(1)	NA	

37	Maximum Tenure	25(2)	NA	
38	Appointment, Re-appointment or removal of an Independent Director through special resolution or the alternate mechanism	25(2A)	Yes	
39	Meeting of independent directors	25(3) & (4)	No	As there is only one Independent Director
40	Familiarization of independent directors	25(7)	Yes	
41	Declaration from Independent Director	25(8) & (9)	Yes	
42	Directors and Officers insurance	25(10)	Yes	
43	Confirmation with respect to appointment of Independent Directors who resigned from the listed entity	25(11)	Yes	
44	Memberships in Committees	26(1)	Yes	
45	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes	
46	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes	
47	Approval of the Board and shareholders for compensation or profit sharing in connection with dealings in the securities of the listed entity	26(6)	Yes	
48	Vacancies in respect Key Managerial Personnel	26A(1) & 26A(2), 26A(3)	Yes	
Any other information to be provided				

Annexure II

1	Name of signatory	Y Sathyan
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	Y Sathyan
2	Designation	Company Secretary and Compliance Officer

Signatory Details

Name of signatory	Y Sathyan
Designation of person	Company Secretary and Compliance Officer
Place	Bangalore
Date	27-04-2026

Investor Grievance Details

No. of investor complaints pending at the beginning of Quarter	0
No. of investor complaints received during the Quarter	0
No. of investor complaints disposed off during the Quarter	0
No. of investor complaints those remaining unresolved at the end of the Quarter	0

Disclosure of Acquisition of Shares or Voting Rights in Unlisted Companies- The details of acquisition of shares or voting rights in unlisted companies during the quarter in terms of sub-para 1 of para A of Part A of Schedule III are given below:

Any Other Information for Disclosure of Acquisition of Shares or Voting Rights in Unlisted Companies					
Sr.No.	Name of the unlisted company in which shares or voting rights have been acquired	Date of acquisition	Aggregate holding (% shares or voting rights) as at the end of the previous quarter	% shares or voting rights acquired during the quarter	Aggregate holding (% shares or voting rights) as at the end of the quarter
No records available					

Disclosure of Imposition of Fine or Penalty The details of imposition of fine or penalty during the quarter in terms of sub-para 20 of para A of Part A of Schedule III are given below:

Disclosure of Updates to Ongoing Tax Litigations or Disputes The updates on tax litigations or disputes in terms of sub-para 8 of para B of Part A of Schedule III read with corresponding provisions of Annexure 18 of the Master Circular are given below:

Any Other Information for Disclosure of Updates to Ongoing Tax Litigations or Disputes				
Sr.No.	Name of the opposing party	Date of initiation of the litigation / dispute	Status of the litigation / dispute as per last disclosure	Current status of the litigation / dispute
1	Central Excise Act 1944	23-11-2000	CENVT Credit	CESTAT
2	UP VAT	10-10-1986	Sales Tax	Pending
3	UP VAT	20-10-1991	Sales Tax	Pending
4	Finance Act, 1994	11-02-2009	Service Tax	Pending
5	GST Appeal	30-12-2023	Demand related to short paid of GST FY 2017-2018	Appeal filed
6	GST Appeal	23-07-2024	Excess utilization of ITC FY 2019-2020	Appeal filed
7	Appeal to be filed to GST Appeal Authority	30-12-2024	Interest amount related to differential amount (6%) of GST paid later	Appeal to be filed
8	Appeal to be filed to Tribunal	10-12-2024	Demand related to credit note issued beyond the limitation period as per GST	Appeal to be filed
9	Appeal to be filed to High Court	07-08-2021	Difference between GSTR-2A and GSTR-3B	Appeal to be filed
10	Sales Tax	15-09-2000	Non receipt of C/D forms	Pending
11	Central Sales Tax	11-02-2009	Demand of other dues and Additional Tax against FORM'C'	Joint Commissioner (Appeals), commercial Tax, ALLD.
12	Central Sales Tax	11-02-2009	Demand of Additional Tax against FORM'C'	Remand from Addl. Commissioner (Appeals) to Deputy Commissioner Section 14 Commercial Tax
13	Central Sales Tax, UPVAT, Entry Tax	11-02-2009	Demand for other dues	Addl. Commissioner (Appeals), Commercial Tax, ALLD.
14	Central Sales Tax	11-02-2009	Demand of other dues and Additional Tax against FORM'C'	Addl. Commissioner (Appeals), Commercial Tax, ALLD.
15	Central Sales Tax	11-02-2009	Demand of other dues and Additional Tax against FORM'C'	Remand from Tribunal to Commissioner Commercial Tax
16	Central Sales Tax, UPVAT	11-02-2009	Demand of other dues and FORM'C'	Applicable U/S 32 submitted to Deputy Commissioner sector 14, Commercial Tax
17	Central Sales Tax, UPVAT	11-02-2009	Demand of Tax	Applicable U/S 32 submitted to Deputy Commissioner sector 14, Commercial Tax
18	Sales Tax	15-09-2000	Non receipt of C/D forms	Pending
19	Customs, Central Excise & Service Tax	23-10-2000	Service Tax	Pending
20	Customs, Central Excise & Service Tax	23-10-2000	Service Tax	Pending
21	Customs, Central Excise & Service Tax	23-10-2000	Service Tax	Pending
22	Customs, Central Excise & Service Tax	23-10-2000	Service Tax	Pending
23	Customs, Central Excise & Service Tax	23-10-2000	Service Tax	Pending
24	Customs, Central Excise & Service Tax	23-10-2019	Service Tax	Pending
25	Customs, Central Excise & Service Tax	23-10-2016	Service Tax	Pending
26	Customs, Central Excise & Service Tax	23-10-2018	GST	Pending
27	Addn Director, Mumbai Zonal Unit	23-10-2018	GST	Pending
28	CST	15-07-2001	Sales Tax	Pending
29	CST	15-07-2001	Sales Tax	Pending
30	Commissioner Central Tax & Central Excise, Calicut	23-08-2024	Goods & Service Tax FY 2019-2020	Appeal filed
31	Sales Tax	15-09-2000	Non receipt of C/D forms	Pending
32	Sales Tax Act	10-10-2003	Sales Tax	Incl Interest Liab Pending
33	Sales Tax	16-04-2019	Sales Tax	Pending
34	Karnataka VAT Act, 2003	19-05-2017	Turnover Suppression	Pending
35	Karnataka VAT Act, 2003	19-05-2019	Turnover Suppression	Pending
36	Service Tax	29-11-2020	Non payment of Service Tax on Royalty payment received	Pending
37	KVAT	19-05-2019	Turnover Suppression	Pending
38	Sales Tax	15-09-2000	Non receipt of C/D forms	Pending
39	Sales Tax	15-06-2018	Sales Tax	Pending in Sales Tax Tribunal
40	Sales Tax	11-02-2009	Demand of other dues and Additional Tax against FORM'C'	Closed, details not furnished
41	Sales Tax Act	10-10-2003	Sales Tax	Pending with Sales tax
42	Sales Tax Act	10-10-2003	Sales Tax	Pending with Sales tax