

JHARKHAND ROAD PROJECTS IMPLEMENTATION COMPANY LIMITED

Regd Office: 443/A, Road No. 5, Ashok Nagar, Ranchi - 834002

Tel. + 91 651 2247410 Fax : + 91 651 2240952

CIN: U45200JH2009PLC013693

Date: July 20, 2023

To
The Vice President,
Listing Department,
National Stock Exchange of India Limited,
'Exchange Plaza', Bandra Kurla Complex,
Bandra (East), Mumbai-400 051

Subject : Corporate Governance Report pursuant to Regulation 27 of SEBI (Listing Obligations and Disclosure Requirements) Regulation 2015 for the quarter ended June 30, 2023

Dear Sir,

In accordance with provisions of Regulation 27 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015, the Corporate Governance Report for the quarter ended June 30, 2023 is enclosed.

Kindly take the same on your records and acknowledge receipt of the same.

Thanking you

Yours Sincerely,

For Jharkhand Road Projects Implementation Company Limited

Siddhesh Mahadik
Company Secretary & Compliance Officer
Encl: a/a

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1. Name of Listed Entity – **Jharkhand Road Projects Implementation Company Limited**
2. Quarter ending – June 30, 2023

I. Composition of Board of Directors												
Title (Mr / Ms)	Name of the Director	DIN	Category (Chairperson /Executive/ Non- Executive/ independent / Nomine e) &	Initial Date of Appointment	Date of Re- Appointmen	Date of Cessation	Ten ure*	Date of Birth	No. of directorship in listed entities includi ng this listed entity [in reference to Regulation 17A(1)]	No of Independent Directorship in listed entities including this listed entity [in reference to proviso to regulation 17A(1)]	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)
Mr.	Vijay Kini	DIN- 0661276 8	Non- Executive Non- Independent Director	July 22, 2014	-	-	-	31/07/1967	2	-	1	-

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Mr.	Parag Phanse	DIN-08388809	Non-Executive Non-Independent Director	May 28, 2019	-	June 14, 2023	-	01/12/1972	-	-	-	-
Mr.	Rajnish Saxena	DIN-05188337	Non-Executive Non-Independent Director	January 20, 2021	-	-	-	08/05/1967	2	-	-	-
Mr.	Danny Samuel	DIN – 02348138	Non-Executive Non-Independent Director	June 12, 2023	-	-	-	20/07/1975	2	-	2	-
		Whether Regular chairperson appointed – No										
		Whether Chairperson is related to managing director or CEO – Not Applicable										
II. Composition of Committees												

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<i>Name of Committee</i>	Whether Regular Chairperson appointed	Name of Committee members	Category (Chairperson/Executive/Non-Executive/Independent/Nominee) \$	Date of Appointment	Date of Cessation
1. Audit Committee	No	Mr. Vijay Kini	Non-Executive Non-Independent Director	July 22, 2014	-
		Mr. Rajnish Saxena	Non-Executive Non-Independent Director	March 31, 2021	-
2. Nomination & Remuneration Committee	No	Mr. Vijay Kini	Non-Executive Non-Independent Director	April 28, 2015	-
		Mr. Rajnish Saxena	Non-Executive Non-Independent Director	March 31, 2021	-
3. Corporate Social Responsibility Committee	No	Mr. Vijay Kini	Non-Executive Non-Independent Director	March 31, 2021	-
		Mr. Rajnish Saxena	Non-Executive Non-Independent Director	March 31, 2021	-
4. Risk Management Committee	No	Mr. Vijay Kini	Non-Executive Non-Independent Director	May 29, 2023	-
		Mr. Rajnish Saxena	Non-Executive Non-Independent Director	May 29, 2023	-
5. Stakeholders Relationship Committee	No	Mr. Vijay Kini	Non-Executive Non-Independent Director	May 29, 2023	-
		Mr. Rajnish Saxena	Non-Executive Non-Independent Director	May 29, 2023	-

III. Meeting of Board of Directors

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<i>Date(s) of Meeting (if any) in the previous quarter</i>	<i>Date(s) of Meeting (if any) in the relevant quarter</i>	<i>Whether requirement of Quorum met</i>	<i>Number of Directors present*</i>	<i>Number of independent directors present*</i>	<i>Maximum gap between any two consecutive (in number of days)</i>
February 14, 2023	-	Yes	2	-	-
-	May 29, 2023	Yes	2	-	104

IV. Meetings of Committees – Audit Committee

<i>Date(s) of meeting of the committee in the relevant quarter</i>	<i>Whether requirement of Quorum met (details)</i>	<i>Number of Directors present</i>	<i>Number of independent directors present</i>	<i>Date(s) of meeting of the committee in the previous quarter</i>	<i>Maximum gap between any two consecutive meetings in number of days</i>
-	Yes	2	-	February 14, 2023	-
May 29, 2023	Yes	2	-	-	104

V. Related Party Transactions

<i>Subject</i>	<i>Compliance status (Yes/No/NA)</i>
Whether prior approval of audit committee obtained	Yes
Whether shareholder approval obtained for material RPT	Not Applicable

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Whether details of RPT entered into pursuant to omnibus approval have been reviewed by the Audit Committee	Not Applicable
VI. Affirmations	
<p>1. The composition of Board of Directors is not in terms of SEBI (Listing Obligations and Disclosure requirements) Regulations, 2015.</p> <p>The Hon’ble National Company Law Tribunal, Mumbai Bench vide MA 1054/2019 in CP No. 3638/2018 dated April 26, 2019 has granted dispensation regarding the appointment of Independent Directors and Women Directors, pursuant to Section 149 of the Companies Act, 2013 to the IL&FS Group. In view thereof, the Company has not appointed Independent Directors and Woman Directors on the Board of the Company.</p> <p>2. The composition of the following committees is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015</p> <ul style="list-style-type: none">a. Audit Committeeb. Nomination & Remuneration Committeec. Corporate Social Responsibility Committeed. Risk Management Committeee. Stakeholders Relationship Committeef. <p>The Composition of Committees are not in accordance with the provisions of SEBI (LODR) Regulations, 2015 as the appointment of Independent Directors is exempted vide MA 1054/2019 in CP No. 3638/2018 dated April 26, 2019 passed by the NCLT.</p> <p>3. 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</p> <p>4. 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</p>	

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5. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. Any comments/observations/advice of the board of directors may be mentioned here. **The previous quarter's report was placed before the Board of Directors in the meeting held on May 29, 2023.**

Siddhesh Mahadik
Company Secretary & Compliance officer