

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

January 19, 2024

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

Subject: Compliance Report on Corporate Governance pursuant to Regulation 27 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the quarter ended December 31, 2023

Sir / Madam,

In accordance with the provisions of Regulation 27 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, the revised Compliance Report on Corporate Governance for the quarter ended December 31, 2023 is enclosed.

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

Sincerely,

For Jharkhand Road Projects Implementation Company Limited

Danny Samuel
Director
DIN: 02348138

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

I. Composition of Board of Directors												
Title (Mr. / Ms.)	Name of the Director	DIN	Category (Chairperson /Executive/ Non- Executive/ independent / Nominee)	Initial Date of Appointment	Date of Re- Appointment	Date of Cessation	Tenure*	Date of Birth	No. of directorship in listed entities including this listed entity <i>[in reference to Regulation 17A(1)]</i>	No of Independent Directorship in listed entities including this listed entity <i>[in reference to proviso to regulation 17A(1)]</i>	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity <i>(Refer Regulation 26(1) of Listing Regulations)</i>	No of post of Chairperson in Audit/Stakeholder Committee held in listed entities including this listed entity <i>(Refer Regulation 26(1) of Listing Regulations)</i>
Mr.	Rajnish Saxena	DIN- 05188337	Non- Executive Non- Independent Director	January 20, 2021	-	-	-	08/05/1967	0	-	1	-
Mr.	Danny Samuel	DIN – 02348138	Non- Executive Non- Independent Director	June 12, 2023	-	-	-	20/07/1975	0	-	4	-

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Mr.	Sachin Joshi	DIN - 08478253	Non-Executive Non-Independent Director	August 1, 2023	-	-	-	01/01/1978	0	-	4	-
		Whether Regular chairperson appointed – No										
		Whether Chairperson is related to managing director or CEO – Not Applicable										
II. Composition of Committees												
<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. Rajnish Saxena	Non-Executive Non-Independent Director	March 31, 2021	-					
				Mr. Danny Samuel	Non-Executive Non-Independent Director	August 2, 2023	-					
				Mr. Sachin Joshi	Non-Executive Non-Independent Director	August 2, 2023	-					
2. Nomination & Remuneration Committee			No	Mr. Rajnish Saxena	Non-Executive Non-Independent Director	March 31, 2021	-					
				Mr. Danny Samuel	Non-Executive Non-Independent Director	August 2, 2023	-					
				Mr. Sachin Joshi	Non-Executive Non-Independent Director	August 2, 2023	-					

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3. Corporate Social Responsibility Committee	No	Mr. Rajnish Saxena	Non-Executive Non-Independent Director	March 31, 2021	-
		Mr. Danny Samuel	Non-Executive Non-Independent Director	August 2, 2023	-
		Mr. Sachin Joshi	Non-Executive Non-Independent Director	August 2, 2023	
4. Risk Management Committee	No	Mr. Rajnish Saxena	Non-Executive Non-Independent Director	May 29, 2023	-
		Mr. Danny Samuel	Non-Executive Non-Independent Director	August 2, 2023	-
		Mr. Sachin Joshi	Non-Executive Non-Independent Director	August 2, 2023	
5. Stakeholders Relationship Committee	No	Mr. Rajnish Saxena	Non-Executive Non-Independent Director	May 29, 2023	-
		Mr. Danny Samuel	Non-Executive Non-Independent Director	August 2, 2023	-
		Mr. Sachin Joshi	Non-Executive Non-Independent Director	August 2, 2023	

III. Meeting of Board of Directors

<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>
August 14, 2023		Yes	3	-	-
September 21, 2023		Yes	3	-	38
	October 27, 2023	Yes	3	-	36

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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	3	-	August 14, 2023	-
	Yes	3	-	September 21, 2023	38
October 27, 2023	Yes	3	-		36

V. Related Party Transactions

<i>Subject</i>	<i>Compliance status (Yes/No/NA) refer note below</i>
Whether prior approval of audit committee obtained	Yes
Whether shareholder approval obtained for material RPT	Not Applicable
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by the Audit Committee	Not Applicable

VI. Affirmations

1. The composition of Board of Directors is not in terms of SEBI (Listing Obligations and Disclosure requirements) Regulations, 2015:

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.

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2. The composition of the following committees is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015:

- a. Audit Committee
- b. Nomination & Remuneration Committee
- c. Corporate Social Responsibility Committee
- d. Risk Management Committee
- e. Stakeholders Relationship Committee

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.

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**
4. The meetings of the Board of Directors and the abovementioned Committees have been conducted in the manner as specified in SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 – **Yes**
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. **Compliance report on corporate governance for the previous quarter was placed before the Board of Directors in its meeting held on August 14, 2023.**

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6.

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
Date of the event	N.A.

For **Jharkhand Road Projects Implementation Company Limited**

Danny Samuel
Director
DIN: 02348138