



कोंकण रेलवे कॉर्पोरेशन लिमिटेड

Konkan Railway Corporation Limited

(भारत सरकार का उपक्रम / A Government of India Undertaking)



No. KR/CO/S/BONDS/NSE

20/04/2023

To,  
The Manager (Compliance Section)  
National Stock Exchange of India Ltd.,  
Exchange Plaza  
Bandra Kurla Complex,  
Mumbai – 400 051.

**Sub:** Quarterly Compliance Report on Corporate Governance under Regulation 27 (2) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the Quarter ended on 31.03.2023

**Ref:** ISIN - INE139F07048, INE139F07055, INE139F07063, INE139F07089, INE139F07097, INE139F07105 and INE139F07113

Dear Sir / Madam,

Please find enclosed herewith the Quarterly Compliance Report on Corporate Governance under Regulation 27 (2) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the Quarter ended on 31.03.2023 as per format prescribed under SEBI Operational Circular No. SEBI/HO/DDHS/DDHS\_Div1/P/ CIR/2022/0000000103 dated 29<sup>th</sup> July, 2022.

It is kindly requested to take it on your record.

Thanking you,

Yours faithfully,  
For Konkan Railway Corporation Limited

RAJENDRA C PARAB Digitally signed by RAJENDRA C PARAB  
Date: 2023.04.20 17:18:07 +05'30'

(Rajendra C Parab)  
Company Secretary & Compliance Officer

Encl: As stated

**Format of report on Corporate Governance to be submitted by a listed entity on quarterly basis**

(As per format of Annex-VII-A prescribed vide SEBI Circular No. SEBI/HO/DDHS/DDHS\_Div1/P/CIR/2022/000000103 dated July 29, 2022)

1. Name of Listed Entity: **Konkan Railway Corporation Limited**

2. Quarter ending: **31<sup>st</sup> March, 2023**

<b>I. Composition of Board of Directors</b>												
Title (Mr / Ms)	Name of the Director	PAN & DIN	Category	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 [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)]	No. of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairpersons in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)
Mr.	Sanjay Gupta	AACPG8706D & 06710604	Chairperson /Executive	30.09.2013	08.07.2016	31.03.2024	-	20.03.1964	01	00	02	00
Mr.	R. M. Bhadang	ACLPB9566H & 09050270	Executive	28.01.2021	-	27.01.2026	-	01.06.1966	01	00	00	00
Mr.	Santosh Kumar Jha	ABIPJ5214E & 07738247	Executive	11.11.2021	-	10.11.2026	-	26.03.1967	01	00	01	00
Mr	Ajeet Kumar Srivastava	APVPS7811M & 08187918	Non-Executive / Nominee	21.07.2022	-	N/A	-	03.12.1973	01	00	01	01
Mr.	Priya Ranjan Parhi	ADCPP9502F & 09499859	Non-Executive / Nominee	21.07.2022	-	N/A	-	14.10.1968	01	00	00	00

Mr.	Parrag Jain Nainutia	ABFPJ2540J & 00295846	Non-Executive / Nominee	14.03.2023	-	N/A	-	14.12.1972	01	00	01	00
Mr.	Gaurav Gupta	ADNPG6593N & 02184763	Non-Executive / Nominee	04.06.2022	-	N/A	-	27.07.1967	02	00	01	00
Mr.	Subhash Chandra	AACPC6664J & 09808399	Non-Executive / Nominee	11.10.2022	-	N/A	-	15.09.1964	01	00	01	00
Mr.	Biju Prahakar	AERPP8894E & 03093072	Non-Executive / Nominee	01.11.2022	-	N/A	-	20.04.1965	01	00	01	00
Mr.	Sanmoy Banerjee	ACZPB4919N & 09440533	Independent	09.11.2021	-	08.11.2024	3 years	14.12.1961	01	01	02	01
		Whether Regular chairperson appointed										Yes
		Whether Chairperson is related to managing director or CEO										Chairpersons and Managing Director is same.

II. Composition of Committees					
Name of Committee	Whether Regular chairperson appointed	Name of Committee members	Category	Date of Appointment	Date of Cessation
1. Audit Committee	Yes	Mr. Sanmoy Banerjee	Chairman -Independent Director	09.11.2021	08.11.2024
		Mr. Sanjay Gupta	Executive Director	30.09.2013	31.03.2024
		Mr. Santosh Kumar Jha	Executive Director	11.11.2021	10.11.2026
2. Nomination & Remuneration Committee (NRC)	-	NRC is not constituted due to non-availability of sufficient number of Independent Directors on the Board of the Company. Accordingly, the items to be brought before NRC are taken before BoD for approval.			
3. Risk Management Committee	Yes	Mr. Sanjay Gupta	Chairman-Executive Director	30.09.2013	31.03.2024
		Mr. R. M. Bhadang	Executive Director	28.01.2021	27.01.2026
		Mr. Santosh Kumar Jha	Executive Director	11.11.2021	10.11.2026
		Mr. Sanmoy Banerjee	Independent Director	09.11.2021	08.11.2024

4. Stakeholders Relationship Committee	Yes	Mr. Ajeet Kumar Srivastava	Chairman-Non-Executive / Nominee Director	21.07.2022	-
		Mr. Parrag Jain Nainutia	Non-Executive / Nominee Director	14.03.2023	-
		Mr. Gaurav Gupta	Non-Executive / Nominee Director	04.06.2022	-
		Mr. Subhash Chandra	Non-Executive / Nominee Director	11.10.2022	-
		Mr. Biju Prabhakar	Non-Executive / Nominee Director	01.11.2022	-
		Mr. Sanjay Gupta	Executive Director	30.09.2013	31.03.2024
		Mr. Sanmoy Banerjee	Independent Director	09.11.2021	08.11.2024
<b>III. Meeting of Board of Directors</b>					
Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter	Whether requirement of Quorum met	Number of Directors present	Number of independent directors present	Maximum gap between any two consecutive meeting in number of days
14.11.2022	14.02.2023	Yes	05	01	91
	16.03.2023	Yes	05	01	29
<b>IV. Meetings of Committees</b>					
<b>1. Audit Committee</b>					
Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met	Number of Directors present	Number of independent directors present	Date(s) of Meeting of the Committee in the previous quarter	Maximum gap between any two consecutive meeting in number of days
14.02.2023	Yes	3	1	14.11.2022	91
<b>2. Nomination &amp; Remuneration Committee</b>					
Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met	Number of Directors present	Number of independent directors present	Date(s) of Meeting of the Committee in the previous quarter	Maximum gap between any two consecutive meeting in number of days
-	-	-	-	-	-
<b>3. Risk Management Committee</b>					
Date(s) of Meeting (if any) in the relevant quarter	Whether requirement of Quorum met	Number of Directors present	Number of independent directors present	Date(s) of Meeting of the Committee in the previous quarter	Maximum gap between any two consecutive meeting in number of days
14.02.2023	Yes	04	01	-	-
<b>4. Stakeholders Relationship Committee</b>					

Date(s) of Meeting (if any) in the relevant quarter	Whether requirement of Quorum met	Number of Directors present	Number of independent directors present	Date(s) of Meeting of the Committee in the previous quarter	Maximum gap between any two consecutive meeting in number of days
28.02.2023	Yes	03	01	-	-

#### V. Related Party Transactions

Subject	Compliance status (Yes/No/NA)
Whether prior approval of audit committee obtained	Yes
Whether shareholder approval obtained for material RPT	No (No transaction during the quarter)
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by the Audit Committee	No (No transaction during the quarter)

#### VI. Affirmations

1. The composition of Board of Directors is not in terms of SEBI (Listing Obligations and Disclosure requirements) Regulations, 2015.
2. The composition of the following committees is not in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
  - a. Audit Committee
  - b. Nomination & Remuneration Committee
3. The composition of the following committees is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
  - c. Stakeholders Relationship Committee
  - d. Risk management committee
4. The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
5. 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.
6. 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. (No comments).

**RAJENDRA C  
PARAB**

Digitally signed by RAJENDRA C  
PARAB  
Date: 2023.04.20 17:18:58 +05'30'

**Rajendra C Parab**  
**Company Secretary & Compliance Officer**  
Date: 20<sup>th</sup> April, 2023