

SIDCL/Sect/2023-24/065

October 16, 2023

BSE Limited
P. J. Towers,
Dalal Street, Mumbai-400001
BSE Scrip Code: 511411/955319

The Calcutta Stock Exchange Limited
7, Lyons Range,
Kolkata - 700001
CSE Scrip Code: 026027

Dear Sir/Madam,


Sub: Compliance Report on Corporate Governance for the quarter ended September 30, 2023

Please find enclosed the Compliance Report on Corporate Governance as per Regulation 27(2) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 in the specified formats for the quarter ended September 30, 2023.

Thanking you,

Yours faithfully,

For **Shristi Infrastructure Development Corporation Limited**


Krishna Kumar Pandey
Company Secretary & Compliance Officer



Encl: As Above


Format to be submitted by listed entity on quarterly basis

1. Name of Listed Entity: Shristi Infrastructure Development Corporation Limited



2. Quarter ending : September 30, 2023

I. Composition of Board of Directors												
Title (Mr./ Ms.)	Name of the Director	PAN ^s & DIN	Category (Chairperson /Executive/ Non- Executive/ independent/ Nominee) &	Initial Date of Appointment	Date of Reappointment	Date of Cessation	Tenure*	Date of Birth	Number of Directorship in listed entities including this listed entity [in reference to Regulation 17A(1)]	Number 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)	Number of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)
Mr.	Dipak Kumar Banerjee	AESPB2776A 00028123	Chairperson- Non-Executive, Independent Director	19-09-2014	27-09-2019	-	108 months 11 days	19-02-1946	2	2	3	1
Mr.	Sunil Jha	AAWPJ8358C 00085667	Executive Director	12-02-2014	04-03-2023	-	-	10-07-1963	1	-	-	-
Mr.	Kailash Nath Bhandari	AELPB5635F 00026078	Non-Executive, Independent Director	19-09-2014	27-09-2019	-	108 months 11 days	01-03-1942	4	4	8	3
Mr.	Vinod Anand Juneja	ADYPJ0433B 00044311	Non-Executive, Independent Director	19-09-2014	27-09-2019	-	108 months 11 days	20-04-1949	2	2	6	1
Mr.	Braja Behari Mahapatra	AHOPM5398M 05235090	Non-Executive, Independent Director	19-09-2014	27-09-2019	-	108 months 11 days	15-01-1950	1	1	3	1
Ms.	Laxmi Chauhan	AEPPC4929R 09667121	Non-Executive, Independent Director	10-08-2022	10-08-2022	-	13 months 21 days	10-05-1973	1	1	2	1
Yes		Whether Regular chairperson appointed										
No		Whether Chairperson is related to managing director or CEO										
^s PAN number of any director would not be displayed on the website of Stock Exchange												
^{&} Category of directors means executive/non-executive/independent/Nominee. if a director fits into more than one category write all categories separating them with hyphen												
* to be filled only for Independent Director. Tenure would mean total period from which Independent director is serving on Board of directors of the listed entity in continuity without any cooling off period.												



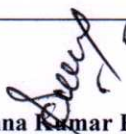

II. Composition of Committees					
Name of Committee	Whether Regular chairperson appointed	Name of Committee members	Category (Chairperson/Executive /Non-Executive/ independent/ Nominee) ^s	Date of Appointment	Date of Cessation
1. Audit Committee	Yes	Mr. Braja Behari Mahapatra	Chairperson-Non-Executive, Independent Director	01-04-2012	-
		Mr. Dipak Kumar Banerjee	Non-Executive, Independent Director	21-05-2008	-
		Mr. Kailash Nath Bhandari	Non-Executive, Independent Director	03-08-2007	-
		Ms. Laxmi Chauhan	Non-Executive, Independent Director	16-01-2023	-
		Mr. Vinod Anand Juneja	Non-Executive, Independent Director	12-08-2023	-
2. Nomination & Remuneration Committee	Yes	Mr. Kailash Nath Bhandari	Chairperson-Non-Executive, Independent Director	21-01-2008	-
		Mr. Dipak Kumar Banerjee	Non-Executive, Independent Director	21-01-2008	-
		Mr. Braja Behari Mahapatra	Non-Executive, Independent Director	16-03-2015	-
		Mr. Vinod Anand Juneja	Non-Executive, Independent Director	13-02-2018	-
3. Stakeholders Relationship Committee	Yes	Ms. Laxmi Chauhan	Chairperson-Non-Executive, Independent Director	23-09-2022	-
		Mr. Kailash Nath Bhandari	Non-Executive, Independent Director	21-01-2008	-
		Mr. Braja Behari Mahapatra	Non-Executive, Independent Director	12-08-2014	-
		Mr. Vinod Anand Juneja	Non-Executive, Independent Director	16-03-2015	-
4. Risk Management Committee (If Applicable)	Not Applicable				
*Category of directors means executive/ non-executive/ independent/ Nominee. If a director fits into more than one category write all categories separating them with hyphen					
III. Meeting of Board of Directors					
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 (in number of days)
26-05-2023	-	-	-	-	-
-	12-08-2023	Yes	5	4	77
-	26-09-2023	Yes	6	5	44
* to be filled in only for the current quarter meetings					
IV. Meeting of Committees					
Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)*	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 meetings in number of days*
Audit Committee 12-08-2023	Yes	3	3	26-05-2023	77
* This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional **to be filled in only for the current quarter meetings					
					



V. Related Party Transactions			
Subject		Compliance status (Yes/No/NA)refer note below	
Whether prior approval of audit committee obtained		Yes	
Whether shareholder approval obtained for material RPT (Note 3)		Yes	
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee		Yes	
Note			
<p>1. In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/N.A. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated.</p> <p>2. If status is "No" details of non-compliance may be given here.</p> <p>3. The Company has taken material Related Party transaction approval at the Annual General Meeting held on 26.09.2023.</p>			
VI. 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	-	Brief Details of the event	-
VII. Affirmations			
<p>1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.</p> <p>2. The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015</p> <ol style="list-style-type: none"> Audit Committee Nomination & remuneration committee Stakeholders relationship committee Risk management committee (applicable to the top 1000 listed entities) – Not Applicable <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.</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.</p> <p>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.</p>			
<p></p> <p>Name : Krishna Kumar Pandey</p> <p>Designation: Company Secretary & Compliance Officer</p> <p></p>			

ANNEXURE III

Format to be submitted by listed entity at the end of 6 months from the close of financial year

Broad heading	Regulation Number	Compliance status (Yes/No/NA) refer note below
Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website	46(2)	Yes
Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes
Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	Yes
Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting	20(3)	Yes
Disclosure of the Secretarial Audit Report of the listed entity and the material subsidiaries in the Annual Report	24A(1)	Yes
Submission of Annual Secretarial Compliance Report	24A(2)	Yes
Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes
Note : 1. In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/N.A. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated. 2. If status is "No" details of non-compliance may be given here. 3. If the Listed Entity would like to provide any other information the same may be indicated here. 4. Business Responsibility Report is applicable to the top 1000 listed companies; hence it is not applicable to the Company.		
<div><div> Name : Krishna Kumar Pandey Designation : Company Secretary & Compliance Officer</div><div></div></div>		

ANNEXURE- IV

Format to be submitted twice a year, on a half yearly basis by the listed entity at the end of every 6 months of the financial year

Half year ending – September 30, 2023

I. Disclosure of Loans / guarantees / comfort letters / securities etc.

(A) Any loan or any other form of debt advanced by the listed entity directly or indirectly to:

Entity	Aggregate amount advanced during six months	Balance outstanding at the end of six months
Promoter or any other entity controlled by them	Nil	Nil
Promoter Group or any other entity controlled by them	Nil	Nil
Directors (including relatives) or any other entity controlled by them	Nil	Nil
KMPs or any other entity controlled by them	Nil	Nil

(B) Any guarantee/ comfort letter (by whatever name called) provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by:

Entity	Type (guarantee, comfort letter etc.)	Aggregate amount of issuance during six months	Balance outstanding at the end of six months (taking into account any invocation)
Promoter or any Other entity controlled by them	Nil	Nil	Nil
Promoter Group or any other entity controlled by them	Nil	Nil	Nil
Directors (including relatives) or any other entity controlled by them	Nil	Nil	Nil
KMPs or any other entity controlled by them	Nil	Nil	Nil



(C) Any security provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by:

Entity	Type of security (cash, shares etc.)	Aggregate value of security provided during six months	Balance outstanding at the end of six months
Promoter or any other entity controlled by them	Nil	Nil	Nil
Promoter Group or any other entity controlled by them	Nil	Nil	Nil
Directors (including relatives) or any other entity controlled by them	Nil	Nil	Nil
KMPs or any other entity controlled by them	Nil	Nil	Nil

II. Affirmations:

All loans (or other form of debt), guarantees, comfort letters (by whatever name called) or securities in connection with any loan(s) (or other form of debt) given directly or indirectly by the listed entity to promoter(s), promoter group, director(s) (including their relatives), key managerial personnel (including their relatives) or any entity controlled by them are in the economic interest of the company.

Name: Ravikant Baheti

Designation : Chief Financial Officer



Note

- These disclosures shall exclude any loan (or other form of debt), guarantee / comfort letter (by whatever name called) or security provided in connection with any loan or any other form of debt;
 - by a government company to/ for the Government or government company
 - by the listed entity to/for its subsidiary [and joint-venture company] whose accounts are consolidated with the listed entity.
 - by a banking company or an insurance company ; and
 - by the listed entity to its employees or directors as a part of the service conditions
- If the Listed Entity would like to provide any other information, the same may be indicated as Para D in the above table..