

SIDCL/Sect/2022-23/119

January 18, 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 31<sup>st</sup> December, 2022**

We are pleased to enclose the Compliance Report on Corporate Governance as per Regulation 27(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in the specified formats for the quarter ended 31<sup>st</sup> December, 2022.

Thanking you,

Yours faithfully,

**For Shristi Infrastructure Development Corporation Limited**

**KRISHNA**  
**KUMAR**  
**PANDEY**

 Digitally signed by  
KRISHNA KUMAR PANDEY  
Date: 2023.01.18 18:11:34  
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**Krishna Kumar Pandey**  
**Company Secretary & Compliance Officer**

Enclo: 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 : 31<sup>st</sup> December, 2022

I. Composition of Board of Directors												
Title (Mr. / Ms.)	Name of the Director	PAN <sup>5</sup> & 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	21-01-2008	27-09-2019	-	5 years	19-02-1946	2	2	3	1
Mr.	Sunil Jha	AAWPJ8358C 00085667	Executive Director	12-02-2014	04-03-2020	-	-	10-07-1963	1	-	-	-
Mr.	Kailash Nath Bhandari	AELPB5635F 00026078	Non-Executive, Independent Director	03-08-2007	27-09-2019	-	5 years	01-03-1942	5	5	10	4
Mr.	Sakti Prasad Ghosh	ADTPG7871M 00183802	Non-Executive, Independent Director	31-03-2009	27-09-2019	-	5 years	02-10-1939	1	1	1	1
Mr.	Vinod Anand Juneja	ADYPJ0433B 00044311	Non-Executive, Independent Director	03-08-2007	27-09-2019	-	5 years	20-04-1949	2	2	2	-
Mr.	Braja Behari Mahapatra	AHOPM5398M 05235090	Non-Executive, Independent Director	21-03-2012	27-09-2019	-	5 years	15-01-1950	1	1	2	-
Ms.	Laxmi Chauhan	AEPPC4929R 09667121	Non-Executive, Independent Director	10-08-2022	-	-	5 years	10-05-1973	1	1	1	1
Yes		Whether Regular chairperson appointed										
No		Whether Chairperson is related to managing director or CEO										
*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) <sup>s</sup>	Date of Appointment	Date of Cessation
1. Audit Committee	Yes	Mr. Sakti Prasad Ghosh	Chairperson-Non-Executive, Independent Director	25-04-2009	-
		Mr. Dipak Kumar Banerjee	Non-Executive, Independent Director	21-05-2008	-
		Mr. Kailash Nath Bhandari	Non-Executive, Independent Director	03-08-2007	-
		Mr. Braja Behari Mahapatra	Non-Executive, Independent Director	01-04-2012	-
2. Nomination & Remuneration Committee	Yes	Mr. Braja Behari Mahapatra	Chairperson-Non-Executive, Independent Director	16-03-2015	-
		Mr. Dipak Kumar Banerjee	Non-Executive, Independent Director	21-01-2008	-
		Mr. Kailash Nath Bhandari	Non-Executive, Independent Director	21-01-2008	-
		Mr. Sakti Prasad Ghosh	Non-Executive, Independent Director	12-08-2014	-
		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				

<sup>s</sup>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)
10-08-2022	-	-	-	-	43
23-09-2022	12-11-2022	Yes	7	6	49

\* 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*
<b>Audit Committee</b> 12-11-2022	Yes (All members were present)	4	4	10-08-2022	93





\* 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	Yes
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	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.

#### VI. Affirmations

1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
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. Stakeholders relationship committee
  - d. Risk management committee (applicable to the top 500 listed entities) – Not Applicable
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.
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.
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.

KRISHNA  
KUMAR  
PANDEY

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KRISHNA KUMAR  
PANDEY  
Date: 2023.01.18  
18:14:03 +05'30'

Name : Krishna Kumar Pandey  
 Designation: Company Secretary & Compliance Officer

