

General information about company

| | |
|--|--------------------------------|
| Scrip code | 516082 |
| NSE Symbol | NRAIL |
| MSEI Symbol | NA |
| ISIN | INE740D01017 |
| Name of the entity | N R AGARWAL INDUSTRIES LIMITED |
| Date of start of financial year | 01-04-2021 |
| Date of end of financial year | 31-03-2022 |
| Reporting Quarter | Half Yearly |
| Date of Report | 30-09-2021 |
| Risk management committee | Applicable |
| Market Capitalisation as per immediate previous Financial Year | Top 1000 listed entities |

Annexure I

Annexure I to be submitted by listed entity on quarterly basis

I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory

Whether the listed entity has a Regular Chairperson

Yes

Whether Chairperson is related to MD or CEO

Yes

| Sr | Title (Mr / Ms) | Name of the Director | PAN | DIN | Category 1 of directors | Category 2 of directors | Category 3 of directors | Date of Birth | Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations] | Date of passing special resolution | Initial Date of appointment | Date of Re-appointment | Date of cessation | Tenure of director (in months) | No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations) | No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(1) of Listing Regulations) | 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) | Notes for not providing PAN | Notes for not providing DIN |
|----|-----------------|----------------------|------------|----------|-------------------------|---------------------------------|-------------------------|---------------|---|------------------------------------|-----------------------------|------------------------|-------------------|--------------------------------|--|---|---|--|-----------------------------|-----------------------------|
| 1 | Mr | R N AGARWAL | ADDPA2331G | 00176440 | Executive Director | Chairperson related to Promoter | CEO-MD | 21-07-1960 | NA | | 08-12-1993 | 01-08-2021 | | | 1 | 0 | 1 | 0 | | |
| 2 | Mrs | REENA AGARWAL | AAVPA0052D | 00178743 | Executive Director | Not Applicable | | 25-01-1967 | NA | | 08-08-2014 | 01-08-2017 | | | 1 | 0 | 0 | 0 | | |
| 3 | Mr | RAUNAK AGARWAL | AKMPA2758B | 02173330 | Executive Director | Not Applicable | | 07-12-1988 | NA | | 01-05-2008 | 01-08-2017 | | | 1 | 0 | 0 | 0 | | |
| 4 | Mr | ROHAN AGARWAL | AKNPA0955B | 08583011 | Executive Director | Not Applicable | | 09-07-1992 | NA | | 01-11-2019 | | | | 1 | 0 | 0 | 0 | | |

I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory

Whether the listed entity has a Regular Chairperson

| Sr | Title (Mr / Ms) | Name of the Director | PAN | DIN | Category 1 of directors | Category 2 of directors | Category 3 of directors | Date of Birth | Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations] | Date of passing special resolution | Initial Date of appointment | Date of Re-appointment | Date of cessation | Tenure of director (in months) | No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations) | No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(1) of Listing Regulations) | 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) | Notes for not providing PAN | Notes for not providing DIN |
|----|-----------------|----------------------|------------|----------|--------------------------------------|-------------------------|-------------------------|---------------|---|------------------------------------|-----------------------------|------------------------|-------------------|--------------------------------|--|---|---|--|-----------------------------|-----------------------------|
| 5 | Mr | ASHOK BANSAL | AATPB6707G | 07325904 | Executive Director | Not Applicable | | 14-11-1957 | NA | | 05-11-2015 | 01-11-2018 | | | 1 | 0 | 0 | 0 | | |
| 6 | Mr | C R RADHAKRISHNAN | AABPR3245B | 01309312 | Non-Executive - Independent Director | Not Applicable | | 10-11-1945 | Yes | 29-09-2020 | 27-02-2007 | 21-09-2019 | | 85 | 1 | 1 | 1 | 0 | | |
| 7 | Mr | P KUMAR | AAKPK3429M | 00179074 | Non-Executive - Independent Director | Not Applicable | | 23-08-1937 | Yes | 16-09-2019 | 05-08-2005 | 21-09-2019 | | 85 | 2 | 2 | 4 | 2 | | |
| 8 | Mr | R K BAKSHI | ABQPB8389L | 00264007 | Non-Executive - Independent Director | Not Applicable | | 21-10-1952 | NA | | 07-02-2018 | | | 44 | 2 | 2 | 4 | 0 | | |

I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory

Whether the listed entity has a Regular Chairperson

| Sr | Title (Mr / Ms) | Name of the Director | PAN | DIN | Category 1 of directors | Category 2 of directors | Category 3 of directors | Date of Birth | Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations] | Date of passing special resolution | Initial Date of appointment | Date of Re-appointment | Date of cessation | Tenure of director (in months) | No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations) | No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(1) of Listing Regulations) | 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) | Notes for not providing PAN | Notes for not providing DIN |
|----|-----------------|----------------------|------------|----------|--------------------------------------|-------------------------|-------------------------|---------------|---|------------------------------------|-----------------------------|------------------------|-------------------|--------------------------------|--|---|---|--|-----------------------------|-----------------------------|
| 9 | Mr | S N CHATURVEDI | AABPC2360A | 00553459 | Non-Executive - Independent Director | Not Applicable | | 30-09-1950 | NA | | 22-10-2019 | | | 24 | 2 | 2 | 1 | 1 | | |
| 10 | Mrs | SUNITA NAIR | ABWPN9798D | 08701609 | Non-Executive - Independent Director | Not Applicable | | 30-11-1977 | NA | | 01-04-2020 | | | 19 | 1 | 1 | 0 | 0 | | |

| Audit Committee Details | | | | | | | |
|---|------------|---------------------------|--------------------------------------|-------------------------|---------------------|-------------------|---------|
| Whether the Audit Committee has a Regular Chairperson | | | | | Yes | | |
| Sr | DIN Number | Name of Committee members | Category 1 of directors | Category 2 of directors | Date of Appointment | Date of Cessation | Remarks |
| 1 | 00179074 | P KUMAR | Non-Executive - Independent Director | Chairperson | 30-05-2014 | | |
| 2 | 00553459 | S N CHATURVEDI | Non-Executive - Independent Director | Member | 12-02-2020 | | |
| 3 | 00264007 | R K BAKSHI | Non-Executive - Independent Director | Member | 07-02-2018 | | |
| 4 | 01309312 | C R RADHAKRISHNAN | Non-Executive - Independent Director | Member | 30-05-2014 | | |

| Nomination and remuneration committee | | | | | | | |
|---|------------|---------------------------|--------------------------------------|-------------------------|---------------------|-------------------|---------|
| Whether the Nomination and remuneration committee has a Regular Chairperson | | | | | Yes | | |
| Sr | DIN Number | Name of Committee members | Category 1 of directors | Category 2 of directors | Date of Appointment | Date of Cessation | Remarks |
| 1 | 00179074 | P KUMAR | Non-Executive - Independent Director | Chairperson | 30-05-2014 | | |
| 2 | 00553459 | S N CHATURVEDI | Non-Executive - Independent Director | Member | 12-02-2020 | | |
| 3 | 00264007 | R K BAKSHI | Non-Executive - Independent Director | Member | 07-02-2018 | | |

| Stakeholders Relationship Committee | | | | | | | |
|---|------------|---------------------------|--------------------------------------|-------------------------|---------------------|-------------------|---------|
| Whether the Stakeholders Relationship Committee has a Regular Chairperson | | | | | Yes | | |
| Sr | DIN Number | Name of Committee members | Category 1 of directors | Category 2 of directors | Date of Appointment | Date of Cessation | Remarks |
| 1 | 00179074 | P KUMAR | Non-Executive - Independent Director | Chairperson | 30-05-2014 | | |
| 2 | 00264007 | R K BAKSHI | Non-Executive - Independent Director | Member | 07-02-2018 | | |
| 3 | 00176440 | R N AGARWAL | Executive Director | Member | 08-12-1993 | | |

| Risk Management Committee | | | | | | | |
|---|------------|---------------------------|--------------------------------------|-------------------------|---------------------|-------------------|---------|
| Whether the Risk Management Committee has a Regular Chairperson | | | | | Yes | | |
| Sr | DIN Number | Name of Committee members | Category 1 of directors | Category 2 of directors | Date of Appointment | Date of Cessation | Remarks |
| 1 | 00553459 | S N CHATURVEDI | Non-Executive - Independent Director | Chairperson | 25-05-2021 | | |
| 2 | 00176440 | R N AGARWAL | Executive Director | Member | 25-05-2021 | | |
| 3 | 02173330 | RAUNAK AGARWAL | Executive Director | Member | 25-05-2021 | | |

| Corporate Social Responsibility Committee | | | | | | | |
|---|------------|---------------------------|--------------------------------------|-------------------------|---------------------|-------------------|---------|
| Whether the Corporate Social Responsibility Committee has a Regular Chairperson | | | | | Yes | | |
| Sr | DIN Number | Name of Committee members | Category 1 of directors | Category 2 of directors | Date of Appointment | Date of Cessation | Remarks |
| 1 | 00179074 | P KUMAR | Non-Executive - Independent Director | Chairperson | 30-05-2014 | | |
| 2 | 00264007 | R K BAKSHI | Non-Executive - Independent Director | Member | 07-02-2018 | | |
| 3 | 00178743 | REENA AGARWAL | Executive Director | Member | 29-05-2015 | | |

| Other Committee | | | | | | |
|------------------------|------------|---------------------------|-------------------------|-------------------------|-------------------------|---------|
| Sr | DIN Number | Name of Committee members | Name of other committee | Category 1 of directors | Category 2 of directors | Remarks |

Annexure 1**Annexure 1****III. Meeting of Board of Directors**

| Disclosure of notes on meeting of board of directors explanatory | | | | Notes for not providing Date | Whether requirement of Quorum met (Yes/No) | Number of Directors present* (other than Independent Director) | No. of Independent Directors attending the meeting* |
|--|---|--|---|------------------------------|--|--|---|
| Sr | Date(s) of meeting (if any) in the previous quarter | Date(s) of meeting (if any) in the current quarter | Maximum gap between any two consecutive (in number of days) | | | | |
| 1 | 25-05-2021 | | | | Yes | 5 | 5 |
| 2 | | 28-07-2021 | 63 | | Yes | 5 | 5 |

Annexure 1

IV. Meeting of Committees

| Disclosure of notes on meeting of committees explanatory | | | | | | | | |
|--|---------------------------------------|---|---|-------------------------|-------------------------------|--|--|---|
| Sr | Name of Committee | Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order) | Maximum gap between any two consecutive (in number of days) | Name of other committee | Reason for not providing date | Whether requirement of Quorum met (Yes/No) | Number of Directors present* (other than Independent Director) | No. of Independent Directors attending the meeting* |
| 1 | Audit Committee | 25-05-2021 | | | | Yes | 0 | 4 |
| 2 | Audit Committee | 28-07-2021 | 63 | | | Yes | 0 | 4 |
| 3 | Nomination and remuneration committee | 25-05-2021 | | | | Yes | 0 | 3 |
| 4 | Nomination and remuneration committee | 28-07-2021 | 63 | | | Yes | 0 | 3 |
| 5 | Stakeholders Relationship Committee | 25-05-2021 | | | | Yes | 1 | 2 |
| 6 | Stakeholders Relationship Committee | 28-07-2021 | 63 | | | Yes | 1 | 2 |

Annexure 1**IV. Meeting of Committees**

| Sr | Name of Committee | Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order) | Maximum gap between any two consecutive (in number of days) | Name of other committee | Reason for not providing date | Whether requirement of Quorum met (Yes/No) | Number of Directors present* (other than Independent Director) | No. of Independent Directors attending the meeting* |
|----|---|---|---|-------------------------|-------------------------------|--|--|---|
| 7 | Corporate Social Responsibility Committee | 25-05-2021 | | | | Yes | 1 | 2 |

Annexure 1

V. Related Party Transactions

| Sr | Subject | Compliance status (Yes/No/NA) | If status is "No" details of non-compliance may be given here. |
|----|--|----------------------------------|--|
| 1 | Whether prior approval of audit committee obtained | NA | |
| 2 | Whether shareholder approval obtained for material RPT | NA | |
| 3 | Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee | NA | |

Annexure 1**VI. Affirmations**

| Sr | Subject | Compliance status (Yes/No) |
|----|--|----------------------------|
| 1 | The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015 | Yes |
| 2 | The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee | Yes |
| 3 | The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee | Yes |
| 4 | The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee | Yes |
| 5 | The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 500 listed entities) | Yes |
| 6 | 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 |
| 7 | 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 |
| 8 | This report and/or the report submitted in the previous quarter has been placed before Board of Directors. | Yes |

Annexure 1

| Sr | Subject | Compliance status |
|----|-------------------|-------------------|
| 1 | Name of signatory | R N AGARWAL |
| 2 | Designation | Managing Director |

Annexure III**III. Affirmations**

| Sr | Particulars | Regulation Number | Compliance status (Yes/No/NA) | If status is "No" details of non-compliance may be given here. |
|--------------------------------------|--|--------------------------------------|-------------------------------|--|
| 1 | 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 | |
| 2 | Presence of Chairperson of Audit Committee at the Annual General Meeting | 18(1)(d) | Yes | |
| 3 | Presence of Chairperson of the nomination and remuneration committee at the annual general meeting | 19(3) | Yes | |
| 4 | Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting | 20(3) | Yes | |
| 5 | Whether "Corporate Governance Report" disclosed in Annual Report | 34(3) read with para C of Schedule V | Yes | |
| Any other information to be provided | | | | |

Annexure III

| | | |
|---|-------------------|-------------------|
| 1 | Name of signatory | R N AGARWAL |
| 2 | Designation | Managing Director |

| Additional Half yearly Disclosure | | |
|--|------------------------|--|
| Applicability of disclosure | Not Applicable | |
| Reason for Non Applicability | Textual Information(1) | |

Signatory Details

| | |
|-----------------------|-------------------|
| Name of signatory | R N AGARWAL |
| Designation of person | Managing Director |
| Place | MUMBAI |
| Date | 20-10-2021 |

