

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																										
																		Add Notes								
Whether the listed entity has a Regular Chairperson																		Yes								
Whether Chairperson is related to MD or CEO																		Yes								
Disqualification of Directors under section 164 of the Companies Act, 2013																										
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 the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status	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 138 of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity (with reference to provision to regulation 17A(1) & 17A(2))	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)	Reason for Cessation	Notes for not providing PAN	Notes for not providing DIN
Add Delete																										
1	Mr	SANDEEP KUMAR GUPTA	ACKPG1515B	07570165	Executive Director	Chairperson	CEO-MD	11-02-1966	No					NA		03-10-2022	03-10-2022			3	0	1	0			
2	Mr	RAKESH KUMAR JAIN	ABFP77153F	08788595	Executive Director	Not Applicable		19-06-1966	No					NA		01-12-2021	01-12-2021			2	0	2	1			
3	Mr	DEEPAK GUPTA	ACVPG5712B	09503339	Executive Director	Not Applicable		12-03-1969	No					NA		12-02-2022	12-02-2022			1	0	1	0			
4	Mr	AYUSH GUPTA	ACLPG5160D	09681775	Executive Director	Not Applicable		25-12-1970	No					NA		22-08-2022	22-08-2022			1	0	1	0			
5	Mr	SANJAY KUMAR	AFMPK6214K	08346704	Executive Director	Not Applicable		15-06-1967	No					NA		15-06-2023	15-06-2023			1	0	2	0			
6	Mr	Rajeev Kumar Singhal	AJDPK8140D	09230386	Executive Director	Not Applicable		05-02-1968	No					NA		28-11-2023	28-11-2023			1	0	0	0			
7	Mr	Kushagra Mittal	AMDPM4809I	09026246	Director	Not Applicable		01-01-1983	No					NA		16-05-2023	16-05-2023			1	0	0	0			
8	Mr	Ashresh Joshi	AJAP0846L	09005888	Non-Executive - Nominee Director	Not Applicable		05-01-1977	No					NA		18-10-2023	18-10-2023			1	0	0	0			
9	Mr	AHILESH JAIN	ADIP18029H	07711583	Director	Not Applicable		15-12-1973	No					NA		08-11-2021	08-11-2021		28.80	1	1	1	1			
10	Mr	SHER SINGH	CXOP5508N	09404758	Non-Executive - Independent Director	Not Applicable		01-01-1965	No					NA		22-11-2021	22-11-2021		28.30	1	1	0	0			
11	Mr	SANJAY KASHYAP	AJDPK9077B	09402350	Non-Executive - Independent Director	Not Applicable		03-07-1974	No					NA		17-11-2021	17-11-2021		28.50	1	1	0	0			
12	Mr	NANDHAGOPAL NARAYANASAMY	ADDPN7134P	06535490	Director	Not Applicable		15-06-1970	No					NA		17-11-2021	17-11-2021		28.50	1	1	0	0			
13	Ms	KANGABAM INAOCHA DEVI	BGGPD1744E	07812922	Non-Executive - Independent Director	Not Applicable		14-11-1977	No					NA		18-11-2021	18-11-2021		28.50	1	1	1	1			
14	Mr	RAVIVANT KOLHE	AGWPK0219K	09400892	Non-Executive - Independent Director	Not Applicable		02-08-1964	No					NA		22-11-2021	22-11-2021		28.30	1	1	1	1			

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Disclosure of notes on composition of committees explanatory

[Add Notes](#)

For this quarter kindly note the following points:

1. Date of Appointment and Date of Cessation (if applicable) must be mandatorily filled for every Committee.
2. Date of Appointment can be any day upto September 30, 2022.
3. Date of Cessation must be for the current quarter only, i.e. July 1,2022 to September 30,2022

Note: Please enter DIN. After entering DIN, Name of Committee members and Category 1 of Directors shall be prefilled automatically**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	07731983	AKHILESH JAIN	Non-Executive - Independent Director	Chairperson	03-12-2021		
2	09406892	RAVIKANT KOLHE	Non-Executive - Independent Director	Member	03-12-2021		
3	08346704	SANJAY KUMAR	Executive Director	Member	20-06-2023		
4							
5							
6							
7							
8							
9							
10							

Note: Please enter DIN. After entering DIN, Name of Committee members and Category 1 of Directors shall be prefilled automatically**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	06535490	NANDHAGOPAL NARAYANASAMY	Non-Executive - Independent Director	Chairperson	03-12-2021		
2	09026246	Kushagra Mittal	Non-Executive - Nominee Director	Member	25-05-2023		
3	09404758	SHER SINGH	Non-Executive - Independent Director	Member	03-12-2021		
4							
5							
6							
7							
8							
9							
10							

Note: Please enter DIN. After entering DIN, Name of Committee members and Category 1 of Directors shall be prefilled automatically**Stakeholders Relationship Committee**

Whether the Stakeholders Relationship Committee has a Regular Chairperson					Yes		
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Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	07812922	KANGABAM INAOCHA DEVI	Non-Executive - Independent Director	Chairperson	03-12-2021		
2	08788595	RAKESH KUMAR JAIN	Executive Director	Member	20-06-2023		
3	09681775	AYUSH GUPTA	Executive Director	Member	01-09-2022		
4							
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6							
7							
8							
9							
10							

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	09404758	SHER SINGH	Non-Executive - Independent Director	Chairperson	03-12-2021		
2	07812922	KANGABAM INAOCHA DEVI	Non-Executive - Independent Director	Member	03-12-2021		
3	08788595	RAKESH KUMAR JAIN	Executive Director	Member	01-12-2021		
4	08346704	SANJAY KUMAR	Executive Director	Member	20-06-2023		
5	09230386	Rajeev Kumar Singhal	Executive Director	Member	28-11-2023		
6							
7							
8							
9							
10							

Note: Please enter DIN. After entering DIN, Name of Committee members and Category 1 of Directors shall be prefilled automatically

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	07570165	SANDEEP KUMAR GUPTA	Executive Director	Chairperson	03-10-2022		
2	09681775	AYUSH GUPTA	Executive Director	Member	01-09-2022		
3	07731983	AKHILESH JAIN	Non-Executive - Independent Director	Member	03-12-2021		
4	09402360	SANJAY KASHYAP	Non-Executive - Independent Director	Member	03-12-2021		
5							
6							
7							
8							

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Disclosure of notes on meeting of board of directors explanatory

[Add Notes](#)

Sr	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)	Notes for not providing Date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors as on date of the meeting	Number of Directors present* (All directors including Independent Director)	No. of Independent Directors attending the meeting*
	Add	Delete					
1	06-10-2023			Yes	14	14	6
2	31-10-2023	24		Yes	14	13	6
3	28-11-2023	27		Yes	14	13	6
4	29-12-2023	30		Yes	14	14	6
5	29-01-2024	30		Yes	14	14	6
6	31-01-2024	1		Yes	14	13	6
7	14-03-2024	42		Yes	14	13	6

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* to be filled in only for the current quarter meetings

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IV. Meeting of Committees

Disclosure of notes on meeting of committees explanatory

[Add Notes](#)

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)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors Present (All Directors including Independent Director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
1	Audit Committee	06-10-2023				Yes	3	2	2	0
2	Audit Committee	31-10-2023	24			Yes	3	3	2	0
3	Audit Committee	29-01-2024	89			Yes	3	3	2	0
4	Audit Committee	13-03-2024	43			Yes	3	3	2	0
5	Corporate Social Responsibility Committee	13-11-2023				Yes	4	4	2	0
6	Corporate Social Responsibility Committee	29-12-2023	45			Yes	4	4	2	0
7	Corporate Social Responsibility Committee	16-02-2024	48			Yes	4	3	2	0
8	Corporate Social Responsibility Committee	04-03-2024	16			Yes	4	4	2	0
9	Risk Management Committee	11-01-2024				Yes	5	5	2	0
10	Stakeholders Relationship Committee	20-12-2023				Yes	3	3	1	0
11	Stakeholders Relationship Committee	14-03-2024	84			Yes	3	3	1	0

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* to be filled in only for the current quarter meetings

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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
Other details of cyber security incidence or breaches or loss of data event		Add Notes
Number of cyber security incidence or breaches or loss of data event occurred during the quarter		
Sr.	Date of the event	Brief details of the event

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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	Yes	
2	Whether shareholder approval obtained for material RPT	Yes	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	
Disclosure of notes on related party transactions			Add Notes
Disclosure of notes of material transaction with related party			Add Notes

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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	No
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 1000 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
9	Any comments/observations/advice of Board of Directors may be mentioned here:	Add Notes

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Annexure 1		
Sr	Subject	Compliance status
1	Name of signatory	MAHESH KUMAR AGARWAL
2	Designation	Company Secretary and Compliance Officer

Annexure II

Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)

I. Disclosure on website in terms of Listing Regulations

Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
1	Details of business	Yes		https://www.gailonline.com/BVBusinessVerticals.html
2	Terms and conditions of appointment of independent directors	Yes		https://www.gailonline.com/IZInvestorInformation.html
3	Composition of various committees of board of directors	Yes		https://www.gailonline.com/RTI.html#ch8
4	Code of conduct of board of directors and senior management personnel	Yes		https://www.gailonline.com/pdf/InvestorsZone/CodeofConductason09042019.pdf
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		https://www.gailonline.com/pdf/others/Circular_Whistle%20Blower%20Policy_12.02.2019-english.pdf
6	Criteria of making payments to non-executive directors	Yes		https://www.gailonline.com/IZInvestorInformation.html
7	Policy on dealing with related party transactions	Yes		https://www.gailonline.com/pdf/InvestorsZone/GAILRelatedPartyTransactionPolicyMarch2022.pdf
8	Policy for determining 'material' subsidiaries	Yes		https://www.gailonline.com/pdf/InvestorsZone/FinalMaterialityDisclosurePolicy23112023.pdf
9	Details of familiarization programmes imparted to independent directors	Yes		https://www.gailonline.com/pdf/InvestorsZone/FamiliarizationProgramme01042024.pdf
10	Email address for grievance redressal and other relevant details	Yes		https://www.gailonline.com/IZInvestorInformation.html
11	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		https://www.gailonline.com/IZInvestorInformation.html
12	Financial results	Yes		https://www.gailonline.com/IZFinancialResult.html
13	Shareholding pattern	Yes		https://www.gailonline.com/IZQuarterlyCompliances.html
14	Details of agreements entered into with the media companies and/or their associates	Yes		https://www.gailonline.com/MIMedia.html
15.1	Schedule of analyst or institutional investor meet and presentations made by the listed entity to analysts or institutional investors simultaneously with submission to stock exchange	Yes		https://www.gailonline.com/IZGeneralInformation.html
15.2	Audio or video recordings and transcripts of post earnings/quarterly calls	Yes		https://www.gailonline.com/IZGeneralInformation.html
16	New name and the old name of the listed entity	NA		
17	Advertisements as per regulation 47 (1)	Yes		https://www.gailonline.com/IZFinancialResult.html
18	Credit rating or revision in credit rating obtained	Yes		https://www.gailonline.com/IZGeneralInformation.html
19	Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	Yes		https://www.gailonline.com/IZAnnualReports.html

20	Secretarial Compliance Report	Yes		https://www.gailonline.com/pdf/InvestorsZone/GeneralDisclosure/ASCR11052023.pdf
21	Materiality Policy as per Regulation 30 (4)	Yes		https://www.gailonline.com/IZPolicies.html
22	Disclosure of contact details of KMP who are authorized for the purpose of determining materiality as required under regulation 30(5)	Yes		https://www.gailonline.com/IZInvestorInformation.html
23	Disclosures under regulation 30(8)	Yes		https://www.gailonline.com/IZGeneralInformation.html
24	Statements of deviation(s) or variations(s) as specified in regulation 32	NA		
25	Dividend Distribution policy as per Regulation 43A(1)	Yes		https://gailonline.com/IZPolicies.html
26	Annual return as provided under section 92 of the Companies Act, 2013	Yes		https://www.gailonline.com/IZAnnualReports.html
27	Confirmation that the above disclosures are in a separate section as specified in regulation 46(2)	Yes		https://www.gailonline.com/pdf/InvestorsZone/DisclosuresunderRegulation26042023.pdf
28	Compliance with regulation 46(3) with respect to accuracy of disclosures on the website and timely updating	Yes		https://www.gailonline.com/
29	Disclosure of notes on website in terms of Listing Regulations explanatory [Text Block]		Add Notes	

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Annexure II

II. Annual Affirmations				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b) & 25(6)	Yes	
2	Board composition	17(1), 17(1A) & 17(1C), 17(1D) & 17(1E)	No	GAIL is non-compliant pertaining to requirement of having at least half of the Board comprising of Independent Directors as stipulated in Regulation 17(1)(b) of SEBI LODR Regulations, 2015. GAIL is a Government Company under the administrative control of the Ministry of Petroleum and Natural Gas, Government of India. All the Directors on the Board of GAIL (including Independent Directors) are nominated/appointed by the Government of India. Appointment(s) of Directors is outside the purview/control of the GAIL's management. As on 31.03.2024, GAIL's Board comprised of Six whole-time Directors including CMD, Two Government Nominee Directors and Six Independent Directors.
3	Meeting of Board of directors	17(2)	Yes	
4	Quorum of Board meeting	17(2A)	Yes	
5	Review of Compliance Reports	17(3)	Yes	
6	Plans for orderly succession for appointments	17(4)	Yes	
7	Code of Conduct	17(5)	Yes	
8	Fees/compensation	17(6)	Yes	
9	Minimum Information	17(7)	Yes	
10	Compliance Certificate	17(8)	Yes	
11	Risk Assessment & Management	17(9)	Yes	
12	Performance Evaluation of Independent Directors	17(10)	No	GAIL being a Government Company, the performance evaluation is to be done by the Government of India being appointing authority. There is an established procedure of Performance Evaluation of Independent Directors by Government of India. Further, as per notification dated 5th June, 2015 issued by the Ministry of Corporate Affairs, Government of India, Government Companies are exempted from complying with the provisions of section 134(3)(p) of the Companies Act, 2013 with respect to Performance Evaluation of Board and its Committees.
13	Recommendation of Board	17(11)	Yes	
14	Maximum number of Directorships	17A	Yes	
15	Composition of Audit Committee	18(1)	Yes	
16	Meeting of Audit Committee	18(2)	Yes	
17	Role of Audit Committee and information to be reviewed by the audit committee	18(3)	Yes	
18	Composition of nomination & remuneration committee	19(1) & (2)	Yes	
19	Quorum of Nomination and Remuneration Committee meeting	19(2A)	Yes	
20	Meeting of Nomination and Remuneration Committee	19(3A)	Yes	
21	Role of Nomination and Remuneration Committee	19(4)	Yes	
22	Composition of Stakeholder Relationship Committee	20(1), 20(2) & 20(2A)	Yes	
23	Meeting of Stakeholders Relationship Committee	20(3A)	Yes	
24	Role of Stakeholders Relationship Committee	20(4)	Yes	
25	Composition and role of risk management committee	21(1),(2),(3),(4)	Yes	

26	Meeting of Risk Management Committee	21(3A)	Yes	
27	Quorum of Risk Management Committee meeting	21(3B)	Yes	
28	Gap between the meetings of the Risk Management Committee	21(3C)	Yes	
29	Vigil Mechanism	22	Yes	
30	Policy for related party Transaction	23(1), (1A), (5), (6), & (8)	Yes	
31	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes	
32	Approval for material related party transactions	23(4)	Yes	
33	Disclosure of related party transactions on consolidated basis	23(9)	Yes	
34	Composition of Board of Directors of unlisted material Subsidiary	24(1)	NA	
35	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	Yes	
36	Alternate Director to Independent Director	25(1)	NA	
37	Maximum Tenure	25(2)	Yes	
38	Appointment, Re-appointment or removal of an Independent Director through special resolution or the alternate mechanism	25(2A)	NA	
39	Meeting of independent directors	25(3) & (4)	Yes	
40	Familiarization of independent directors	25(7)	Yes	
41	Declaration from Independent Director	25(8) & (9)	Yes	
42	Directors and Officers insurance	25(10)	Yes	
43	Confirmation with respect to appointment of Independent Directors who resigned from the listed entity	25(11)	NA	
44	Memberships in Committees	26(1)	Yes	
45	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes	
46	Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes	
47	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes	
48	Approval of the Board and shareholders for compensation or profit sharing in connection with dealings in the securities of the listed entity	26(6)	NA	
49	Vacancies in respect Key Managerial Personnel	26A(1) & 26A(2)	NA	
Any other information to be provided				Add Notes

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Annexure II		
1	Name of signatory	MAHESH KUMAR AGARWAL
2	Designation	Company Secretary and Compliance Officer

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Annexure II		
III. Affirmations		
Sr	Particulars	Compliance status (Yes/No/NA)
1	The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied	Yes
Any other information to be provided		Add Notes

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Annexure II		
1	Name of signatory	MAHESH KUMAR AGARWAL
2	Designation	Company Secretary and Compliance Officer

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Additional Half yearly Disclosure			
Applicability of disclosure	Applicable		
Reason for Non Applicability	Add Notes		
I. Disclosure of Loans/ guarantees/comfort letters /securities etc.refer note below The Figure should be mentioned in Actual INR only			
(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	0.00	0.00	
Promoter Group or any other entity controlled by them	0.00	0.00	
Directors (including relatives) or any other entity controlled by them	0.00	0.00	
KMPs or any other entity controlled by them	0.00	0.00	
(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	0	0.00	0.00
Promoter Group or any other entity controlled by them	0	0.00	0.00
Directors (including relatives) or any other entity controlled by them	0	0.00	0.00
KMPs or any other entity controlled by them	0	0.00	0.00
(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	0	0.00	0.00
Promoter Group or any other entity controlled by them	0	0.00	0.00
Directors (including relatives) or any other entity controlled by them	0	0.00	0.00
KMPs or any other entity controlled by them	0	0.00	0.00
(D) Additional Information			Add Notes
II. Affirmations			
Affirmations		Compliance Status	Company Remarks
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),		No	Add Notes
Name	RAKESH KUMAR JAIN		
Designation	CFO		
Place	NEW DELHI		
Date	18-04-2024		

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Signatory Details	
Name of signatory	MAHESH KUMAR AGARWAL
Designation of person	Company Secretary and Compliance Officer
Place	NEW DELHI
Date	18-04-2024

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