

General information about company

Script code	532966
NSE Symbol	TWL
MSEI Symbol	
ISIN	INE615H01020
Name of the entity	TTAGARH WAGONS LIMITED
Date of start of financial year	01-04-2020
Date of end of financial year	31-03-2021
Reporting Quarter	Yearly
Date of Report	31-03-2021
Risk management committee	Not Applicable
Market Capitalisation as per immediate previous Financial Year	Top 1000 listed entities

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For TITAGARH WAGONS LIMITED
Sumit Jaiswal
SUMIT JAISWAL
COMPANY SECRETARY

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

Whether Chairperson is related to MD or CEO

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(A) 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	J P CHOWDHARY	ACKPC0432A	00313685	Executive Director	Chairperson	MD	23-09-1940	NA	24-09-2009	08-01-2017			1	0	0	0	0		
2	Mr	UNESH CHOWDHARY	ACIPC6110B	00313652	Executive Director	Not Applicable	MD	24-04-1974	NA	03-07-1997	01-10-2020			1	0	1	0	0		
3	Mr	SUDIPTA MUKHERJEE	AIKPM3328F	06871871	Executive Director	Not Applicable		01-01-1975	NA	15-05-2014	15-05-2019			1	0	0	0	0		
4	Mr	ANIL KUMAR AGARWAL	ACXPBA6628B	01501767	Executive Director	Not Applicable		05-07-1975	NA	29-05-2019	29-05-2019			1	0	0	0	0		



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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 / Ms)	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(A) 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	MANOJ MOHANRA	AEXEM3719F	00128593	Non-Independent Director	Not Applicable		05-03-1963	NA	21-12-2001	01-04-2019			79	4	4	5	1		
6	Mr	ATUL JOSHI	AAIPJ4138Q	03557435	Non-Executive - Independent Director	Not Applicable		03-04-1968	NA	24-01-2018	24-01-2018			38	1	1	2	1		
7	Ms	NAVANTARA PALCHOUHDURI	AENP96462K	00581440	Non-Executive - Independent Director	Not Applicable		24-06-1962	NA	22-06-2020	22-06-2020			10	6	6	10	0		
8	Mr	SUNIRMAL TALUKDAR	ABNPT69998	00920608	Non-Executive - Independent Director	Not Applicable		06-02-1951	NA	10-12-2019	10-12-2019			16	5	5	8	4		



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(A) 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	Mrs	RASHMI CHOWDHARY	AESPC7234G	06949401	Non-Executive - Non Independent Director	Not Applicable		11-01-1973	N/A		14-08-2014	14-08-2014		1	0	0	0	0		
10	Mr	KRISHAN KUMAR JALAN	ACVPE47055A	01767702	Non-Executive - Independent Director	Not Applicable		06-06-1957	N/A		13-08-2020	13-08-2020		3	3	5	0	0		
11	Mr	SUSHTIL KUMAR ROONGTA	AAAPR4551P	00309302	Non-Executive - Independent Director	Not Applicable		09-05-1950	N/A		01-01-2021	01-01-2021		3	4	3	2			
12	Mr	PRITHISH CHOWDHARY	BBSPC7168K	08509158	Non-Executive - Independent Director	Not Applicable		31-05-2001	NA		01-01-2021	01-01-2021		3	1	0	0	0		



Audit Committee Details								
				Whether the Audit Committee has a Regular Chairperson				
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Yes	Date of Appointment	Date of Cessation	Remarks
1	03557435	ATUL JOSHI	Non-Executive - Independent Director	Chairperson		04-02-2019		
2	00128593	MANOJ MOHANKA	Non-Executive - Independent Director	Member		28-07-2008		
3	00920608	SUNIRMAL TALUKDAR	Non-Executive - Independent Director	Member		12-02-2020		



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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	00128593	MANOJ MOHANKA	Non-Executive - Independent Director	Chairperson	08-01-2007		
2	00313685	J P CHOWDHARY	Executive Director	Member	22-08-2016		
3	00920608	SUNIRMAL TALUKDAR	Non-Executive - Independent Director	Member	12-02-2020		
4	00309302	SUSHIL KUMAR ROONGTA	Non-Executive - Independent Director	Member	30-01-2021		



Stakeholders Relationship Committee

Whether the Stakeholders Relationship Committee has a Regular Chairperson							
			Yes				
Slr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00128593	MANOJ MOHANKA	Non-Executive - Independent Director	Chairperson	27-10-2008		
2	00313652	UMESH CHOWDHARY	Executive Director	Member	10-07-2007		
3	00561440	NAYANTARA PALCHODHURI	Non-Executive - Independent Director	Member	31-07-2020		
4	01767702	KRISHAN KUMAR JALAN	Non-Executive - Independent Director	Member	30-01-2021		



Risk Management Committee

Whether the Risk Management Committee has a Regular Chairperson

Sr Number	DIN	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
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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	06949401	RASHMI CHOWDHARY	Non-Executive - Non Independent Director	Chairperson	12-08-2015		
2	00313685	J P CHOWDHARY	Executive Director	Member	09-11-2013		
3	00581440	NAYANTARA PAL CHODHURI	Non-Executive - Independent Director	Member	31-07-2020		
4	01767702	KRISHAN KUMAR JALAN	Non-Executive - Independent Director	Member	30-01-2021		



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Other Committee						
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks
1	00313685	J P CHOWDHARY	FINANCE AND PROJECT COMMITTEE	Executive Director	Member	
2	00313652	UMESH CHOWDHARY	FINANCE AND PROJECT COMMITTEE	Executive Director	Member	
3	00128593	MANOJ MOHANKA	FINANCE AND PROJECT COMMITTEE	Non-Executive - Independent Director	Member	
4	03557435	ATUL JOSHI	FINANCE AND PROJECT COMMITTEE	Non-Executive - Independent Director	Member	
5	00920608	SUNIRMAL TALUKDAR	FINANCE AND PROJECT COMMITTEE	Non-Executive - Independent Director	Chairperson	
6	08509158	PRITHISH CHOWDHARY	FINANCE AND PROJECT COMMITTEE	Non-Executive - Non Independent Director	Member	



Annexure 1

Annexure 1

III. Meeting of Board of Directors

Disclosure of notes on meeting of board of directors explanatory

Sl	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)	Notes for not providing Date	Whether requirement of Quorum met (Yes/No)	Number of Directors present*	No. of Independent Directors attending the meeting*
1	08-10-2020				Yes	9	5
2	14-10-2020		5		Yes	9	5
3	11-11-2020		27		Yes	8	5
4		30-01-2021*	79		Yes	11	6
5		27-02-2021	27		Yes	12	6



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*	Disclosure of notes on meeting of committees explanatory	
								No. of Independent Directors attending the meeting*	
1	Audit Committee	08-10-2020				Yes	3	3	
2	Audit Committee	14-10-2020	5			Yes	3	3	
3	Audit Committee	10-11-2020	26			Yes	3	3	
4	Audit Committee	27-01-2021	77			Yes	3	3	
5	Audit Committee	29-01-2021	1			Yes	3	3	
6	Audit Committee	30-01-2021	0			Yes	3	3	



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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*	No. of Independent Directors attending the meeting*
7	Audit Committee	25-03-2021	53			Yes	3	3
8	Nomination and remuneration committee	08-10-2020				Yes	3	2
9	Nomination and remuneration committee	27-02-2021				Yes	4	3
10	Stakeholders Relationship Committee	08-10-2020				Yes	3	2
11	Corporate Social Responsibility Committee	08-10-2020				Yes	2	1
12	Other Committee	08-10-2020		FINANCE AND PROJECT COMMITTEE		Yes	5	3
13	Other Committee	14-10-2020		FINANCE AND PROJECT COMMITTEE		Yes	5	3
14	Other Committee	29-10-2020		FINANCE AND PROJECT COMMITTEE		Yes	5	3
15	Other Committee	27-01-2021		FINANCE AND PROJECT COMMITTEE		Yes	5	3
16	Audit Committee	27-02-2021		FINANCE AND PROJECT COMMITTEE		Yes	3	3



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	NA	
3 Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	NA	



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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	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)	N/A
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	SUMIT JAISWAL
2	Designation	Company Secretary



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		www.titagarh.in
2 Terms and conditions of appointment of independent directors	Yes		www.titagarh.in
3 Composition of various committees of board of directors	Yes		www.titagarh.in
4 Code of conduct of board of directors and senior management personnel	Yes		www.titagarh.in
5 Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		www.titagarh.in
6 Criteria of making payments to non-executive directors	Yes		www.titagarh.in
7 Policy on dealing with related party transactions	Yes		www.titagarh.in
8 Policy for determining 'material' subsidiaries	Yes		www.titagarh.in
9 Details of familiarization programmes imparted to independent directors	Yes		www.titagarh.in



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
10	Yes		www.titagarh.in
11	Yes		www.titagarh.in
12	Yes		www.titagarh.in
13	Yes		www.titagarh.in
14	NA		
15	Yes		www.titagarh.in
16	NA		
17	Yes		www.titagarh.in
18	Yes		www.titagarh.in
19	Yes		www.titagarh.in
20	Yes		www.titagarh.in
21	Yes		www.titagarh.in
22	NA		
23	Yes		www.titagarh.in



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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(1B)	Yes	
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	



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.
11	Risk Assessment & Management	17(9)	Yes	
12	Performance Evaluation of Independent Directors	17(10)	Yes	
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	Composition of nomination & remuneration committee	19(1) & (2)	Yes	
18	Quorum of Nomination and Remuneration Committee meeting	19(2A)	Yes	
19	Meeting of Nomination and Remuneration Committee	19(3A)	Yes	
20	Composition of Stakeholder Relationship Committee	20(1), 20(2) & 20(2A)	Yes	



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.
21	Meeting of Stakeholders Relationship Committee	20(3A)	Yes	
22	Composition and role of risk management committee	21(1),(2),(3),(4)	NA	
23	Meeting of Risk Management Committee	21(3A)	NA	
24	Vigil Mechanism	22	Yes	
25	Policy for related party Transaction	23(1),(1A),(5),(6),(7) & (8)	Yes	
26	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes	
27	Approval for material related party transactions	23(4)	Yes	
28	Disclosure of related party transactions on consolidated basis	23(9)	Yes	
29	Composition of Board of Directors of unlisted material Subsidiary	24(1)	Yes	
30	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	Yes	



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.
31	Annual Secretarial Compliance Report	24(A) Yes	
32	Alternate Director to Independent Director	25(1) NA	
33	Maximum Tenure	25(2) Yes	
34	Meeting of independent directors	25(3) & (4) Yes	
35	Familiarization of independent directors	25(7) Yes	
36	Declaration from Independent Director	25(8) & (9) Yes	
37	D & O Insurance for Independent Directors	25(10) Yes	
38	Memberships in Committees	26(1) Yes	
39	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3) Yes	
40	Disclosure of Shareholding by Non-Executive Directors	26(4) Yes	
41	Policy with respect to Obligations of directors and senior management	26(2) & 26(5) Yes	
Any other information to be provided - Add Notes			



Annexure II

1	Name of signatory	SUMIT JAISWAL
2	Designation	Company Secretary



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		



Annexure II

1	Name of signatory	SUMIT JAISWAL
2	Designation	Company Secretary



Signatory Details

Name of signatory	SUMIT JAISWAL
Designation of person	Company Secretary
Place	KOLKATA
Date	12-04-2021

