

MSEI Symbol	
Scrip code	532966
NSE Symbol	INE615H01020
MSEI Symbol	
ISIN	
Name of the entity	TITAGARH WAGONS LIMITED
Date of start of financial year	01-04-2017
Date of end of financial year	31-03-2018
Reporting Quarter	Yearly
Date of Report	31-03-2018
Risk management committee	Not Applicable

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For TITAGARH WAGONS LIMITED


D. ARYA
COMPANY SECRETARY

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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															
Is there any change in information of board of directors compare to previous quarter												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 appointment in the current term	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 25(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	08-01-2017			2	0	0		
2	Mr	UMESH CHOWDHARY	ACIPC6110B	00313652	Executive Director	Not Applicable	CEO-MD	01-10-2015			2	2	0		
3	Mr	SUDIPTA MUKHERJEE	AIKPM3328F	06871871	Executive Director	Not Applicable		15-04-2014			1	0	0		
4	Mr	D N DAVAR	AAAPD0015E	00002008	Non-Executive - Independent Director	Not Applicable		11-09-2014		43	6	4	5		



Annexure I

Annexure I to be submitted by listed entity on quarterly basis

I. Composition of Board of Directors

Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of appointment in the current term	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 25(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 no provi DT
5	Mr	MANOJ MOHANKA	AEXPM3719F	00128593	Non-Executive - Independent Director	Not Applicable		11-09-2014		43	3	4	1		
6	Mr	SUNIRMAL TALUKDAR	ABNPT6999B	00920608	Non-Executive - Independent Director	Not Applicable		11-09-2014		43	4	3	1		
7	Mr	RAMSEBAK BANDYOPADHYAY	ADMMPB0951G	01122778	Non-Executive - Independent Director	Not Applicable		10-09-2017		7	1	1	0		
8	Mr	VINCENZO SOPRANO	ZZZZZ9999Z	07975047	Non-Executive - Non Independent Director	Not Applicable		28-10-2017		5	1	0	0	Textual Information(2)	



Annexure I

Annexure I to be submitted by listed entity on quarterly basis

I. Composition of Board of Directors

Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of appointment in the current term	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 25(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	ATUL JOSHI	AAJPJ4138Q	03557435	Non-Executive - Non Independent Director	Not Applicable		24-01-2018		2	1	0	0		
10	Mrs	RASHMI CHOWDHARY	AESPC7234G	06949401	Non-Executive - Non Independent Director	Not Applicable		14-08-2014			1	0	0		



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Text Block	
Textual Information(1)	Mr. Vincenzo Soprano being a resident of Italy (Foreign National) PAN Number is not applicable to him.



Annexure 1	
II. Composition of Committees	
Disclosure of notes on composition of committees explanatory	
Is there any change in information of committees compare to previous quarter	Yes



Audit Committee Details					
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Remarks
1	00002008	SHRI D N DAVAR	Non-Executive - Independent Director	Chairperson	
2	00128593	SHRI MANOJ MOHANKA	Non-Executive - Independent Director	Member	
3	00920608	SHRI SUNIRMAL TALUKDAR	Non-Executive - Independent Director	Member	
4	01122778	SHRI RAMSEBAK BANDYOPADHYAY	Non-Executive - Independent Director	Member	



Nomination and remuneration committee					
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Remarks
1	00002008	SHRI D N DAVAR	Non-Executive - Independent Director	Chairperson	
2	00128593	SHRI MANOJ MOHANKA	Non-Executive - Independent Director	Member	
3	01122778	SHRI RAMSEBAK BANDYOPADHYAY	Non-Executive - Independent Director	Member	
4	00313685	SHRI J P CHOWDHARY	Executive Director	Member	



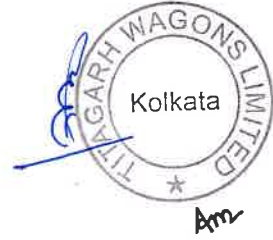
Stakeholders Relationship Committee					
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Remarks
1	00128593	SHRI MANOJ MOHANKA	Non-Executive - Independent Director	Chairperson	
2	00313652	SHRI UMESH CHOWDHARY	Executive Director	Member	
3	00920608	SHRI SUNIRMAL TALUKDAR	Non-Executive - Independent Director	Member	



Risk Management Committee					
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Remarks



Corporate Social Responsibility Committee					
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Remarks
1	06949401	SMT RASHMI CHOWDHARY	Non-Executive - Non Independent Director	Chairperson	
2	00313685	SHRI J P CHOWDHARY	Executive Director	Member	
3	00313652	SHRI UMESH CHOWDHARY	Executive Director	Member	
4	00920608	SHRI SUNIRMAL TALUKDAR	Non-Executive - Independent Director	Member	



Other Committee						
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks
1	00313652	SHRI UMESH CHOWDHARY	ASSET DISPOSAL COMMITTEE	Executive Director	Member	
2	00128593	SHRI MANOJ MOHANKA	ASSET DISPOSAL COMMITTEE	Non-Executive - Independent Director	Member	
3	00920608	SHRI SUNIRMAL TALUKDAR	ASSET DISPOSAL COMMITTEE	Non-Executive - Independent Director	Member	



Annexure 1			
Annexure 1			
III. Meeting of Board of Directors			
Disclosure of notes on meeting of board of directors explanatory			
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	28-10-2017		
2	09-11-2017		11
3		14-02-2018	96
4		16-03-2018	29



Annexure 1							
IV. Meeting of Committees							
Disclosure of notes on meeting of committees explanatory							
Sr	Name of Committee	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (Yes/No)	Requirement of Quorum met	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings (in number of days)	Name of other committee
1	Nomination and remuneration committee	14-02-2018	Yes	2	09-11-2017	96	
2	Stakeholders Relationship Committee	14-02-2018	Yes	2	09-11-2017	96	
3	Audit Committee	14-02-2018	Yes	2	28-10-2017	108	
4	Audit Committee	16-03-2018	Yes	2	09-11-2017	126	



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	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 100 listed entities)	NA
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	DINESH ARYA
2	Designation	Company Secretary and Compliance Office



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



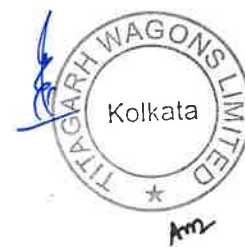
Annexure II				
Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)				
I. Disclosure on website in terms of Listing Regulations				
Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
10	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		www.titagarh.in
11	email address for grievance redressal and other relevant details	Yes		www.titagarh.in
12	Financial results	Yes		www.titagarh.in
13	Shareholding pattern	Yes		www.titagarh.in
14	Details of agreements entered into with the media companies and/or their associates	NA		
15	New name and the old name of the listed entity	NA		



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)	Yes	
3	Meeting of Board of directors	17(2)	Yes	
4	Review of Compliance Reports	17(3)	Yes	
5	Plans for orderly succession for appointments	17(4)	Yes	
6	Code of Conduct	17(5)	Yes	
7	Fees/compensation	17(6)	Yes	
8	Minimum Information	17(7)	Yes	
9	Compliance Certificate	17(8)	Yes	
10	Risk Assessment & Management	17(9)	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	Performance Evaluation of Independent Directors	17(10)	Yes	
12	Composition of Audit Committee	18(1)	Yes	
13	Meeting of Audit Committee	18(2)	Yes	
14	Composition of nomination & remuneration committee	19(1) & (2)	Yes	
15	Composition of Stakeholder Relationship Committee	20(1) & (2)	Yes	
16	Composition and role of risk management committee	21(1),(2),(3), (4)	NA	
17	Vigil Mechanism	22	Yes	
18	Policy for related party Transaction	23(1),(5),(6), (7) & (8)	Yes	
19	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes	
20	Approval for material related party transactions	23(4)	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	Composition of Board of Directors of unlisted material Subsidiary	24(1)	NA	
22	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3), (4),(5) & (6)	Yes	
23	Maximum Directorship & Tenure	25(1) & (2)	Yes	
24	Meeting of independent directors	25(3) & (4)	Yes	
25	Familiarization of independent directors	25(7)	Yes	
26	Memberships in Committees	26(1)	Yes	
27	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes	
28	Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes	
29	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	
2	Designation	



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	DINESH ARYA
2	Designation	Company Secretary and Compliance Office



Signatory Details	
Name of signatory	DINESH ARYA
Designation of person	Company Secretary and Compliance Office
Place	KOLKATA
Date	09-04-2018





