



# TITAGARH WAGONS LIMITED

## BOARD OF DIRECTORS AND KEY MANAGERIAL PERSONNEL

### Board of Directors

The Board presently consists of ten Directors and as per the Articles of Association, the Company shall not have less than three Directors and more than 15 Directors.

Regulation 17 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 requires that at least half of the Board of Directors should comprise of non- executive directors. In addition, it also requires that if the chairman is a non-executive director, at least one-third of the Board of Directors should comprise independent directors and in case he is an executive director, at least half of the Board of Directors should be comprised of independent directors. Further, as per the section 149 of the Companies Act, 2013 (the Act) and aforesaid Regulation 17, there should be at least one woman director on the Board of Directors.

The composition of the Board of Directors as on date is as follows:

Sr. No.	Name, Address, Occupation, DIN, Term and Nationality	Age	Designation
1.	<b>Mr. J. P. Chowdhary</b> <b>Occupation:</b> Industrialist <b>DIN:</b> 00313685 <b>Term:</b> Upto January 7, 2022 <b>Nationality:</b> Indian	79	Executive Chairman
2.	<b>Mr. Umesh Chowdhary</b> <b>Occupation:</b> Industrialist <b>DIN:</b> 00313652 <b>Term:</b> Upto September 30, 2020 <b>Nationality:</b> Indian	46	Vice Chairman and Managing Director
3.	<b>Mr. Anil Kumar Agarwal</b> <b>Occupation:</b> Service <b>DIN:</b> 01501767 <b>Term:</b> Upto May 28, 2024 <b>Nationality:</b> Indian	45	Director (Finance) & Chief Financial Officer
4.	<b>Mr. Atul Joshi</b> <b>Occupation:</b> Professional <b>DIN:</b> 03557435 <b>Term:</b> Upto January 23, 2023 <b>Nationality:</b> Indian	52	Independent Director
5.	<b>Mr. Manoj Mohanka</b> <b>Occupation:</b> Business <b>DIN:</b> 00128593 <b>Term:</b> Upto March 31, 2019 <b>Nationality:</b> Indian	57	Independent Director



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6.	<b>Mr. Ramsebak Bandyopadhyay</b> <b>Occupation:</b> Professional <b>DIN:</b> 01122778 <b>Term:</b> Upto August 9, 2022 <b>Nationality:</b> Indian	69	Independent Director
7.	<b>Mrs. Rashmi Chowdhary</b> <b>Occupation:</b> Service <b>DIN:</b> 06949401 <b>Term:</b> Liable to retire by rotation <b>Nationality:</b> Indian	47	Non-Executive Director <i>[w.e.f. 14/08/2014]</i>
8.	<b>Mr. Sudipta Mukherjee</b> <b>Occupation:</b> Service <b>DIN:</b> 06871871 <b>Term:</b> Upto May 14, 2019 <b>Nationality:</b> Indian	45	Whole-time Director
9.	<b>Mr. Sunirmal Talukdar</b> <b>Occupation:</b> Professional <b>DIN:</b> 00920608 <b>Term :</b> Upto March 31, 2024 <b>Nationality:</b> Indian	68	Independent Director

## KEY MANAGERIAL PERSONNEL

Pursuant to the provisions of section 203 of the Companies Act, 2013 read with the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014, the Company has the following whole-time key managerial personnel –

- (i) managing director, or Chief Executive Officer or manager and in their absence, a whole-time director;
- (ii) company secretary; and
- (iii) Chief Financial Officer

**Titagarh Wagons Limited** has the following whole-time Key Managerial Personnel (KMP):

- (i) Mr. Jagdish Prasad Chowdhary, Executive Chairman,
- (ii) Mr. Umesh Chowdhary, Vice Chairman & Managing Director,
- (iii) Mr. Sudipta Mukherjee, Whole-time Director,
- (iv) Mr. Anil Kumar Agarwal, Chief Financial Officer and
- (v) Mr. Dinesh Arya, Company Secretary.

The following is a brief profile of the KMPs of the Company:

### **Mr. Jagdish Prasad Chowdhary**

Mr. Jagdish Prasad Chowdhary, aged 79 years, is the executive chairman of the Company. Mr. J. P. Chowdhary has been the President of the Confederation of Indian Industry (“CII”) and has been presented with a token of appreciation for his outstanding leadership and contribution towards Indian industry and CII by Mr. Pranab Mukherjee, the then President



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of India. Mr. J. P. Chowdhary is currently a member of Central Board of Trustees, Employees' Provident Fund Organisation. He has promoted Titagarh Group of companies including Titagarh Wagons Limited which was incorporated in 1997 and is flagship company of the Group. Mr. J. P. Chowdhary was appointed as the executive chairman of the Company with effect from January 8, 2007.

## **Mr. Umesh Chowdhary**

Mr. Umesh Chowdhary is the Vice Chairman and Managing Director of Titagarh Wagons Limited. With about 27 years of experience, Mr. Chowdhary at 47 years of age is recognized as a dynamic industrialist. He has been bestowed **National Order of Merit ("Chevalier du Ordre National du Mérite")** by the French Republic in recognition of his outstanding contribution to the bilateral ties between India and France in the economic area. Mr. Umesh Chowdhary is the Honorary Consul of Switzerland in Kolkata. He is Chairman of the Confederation of Indian Industries (CII), Eastern Region. He is also member of the Infrastructure Development Committee of the Bharat Chamber of Commerce and a special invitee in the Executive Committee of the Indian Chamber of Commerce.

## **Mr. Sudipta Mukherjee**

Mr. Sudipta Mukherjee, aged 45 years, is a whole-time director of the Company. He is a Fulbright fellow from Carnegie Mellon University, USA. He has been on the Board of Directors of the Company since May 15, 2014.

## **Mr. Anil Kumar Agarwal**

Mr. Anil Kumar Agarwal, aged 45 years, is Director (Finance) and Chief Financial Officer of the Company. He holds a Bachelor's degree in Commerce from Calcutta University and is a qualified Chartered Accountant from The Institute of Chartered Accountants of India and a Cost Accountant from The Institute of Cost Accountants of India. He has about twenty three years of experience in the heavy engineering industry. Prior to joining the Company on September 1, 2006, he was employed with erstwhile Titagarh Steels Limited.

## **Mr. Dinesh Arya**

Mr. Dinesh Arya, aged 63 years, is Company Secretary of the Company. Mr. Arya holds a Bachelor's degree in Commerce and is a fellow member of the Institute of Company Secretaries of India since 1999 and an associate member of the Institute of Cost Accountants of India since 2005. He has over 33 years of professional experience. He joined the Company on February 1, 2008.