

General information about company	
Scrp code	532966
NSE Symbol	TWL
MSEI Symbol	
ISIN	INE615H01020
Name of the entity	TTTAGARH WAGONS LIMITED
Date of start of financial year	01-04-2019
Date of end of financial year	31-03-2020
Reporting Quarter	Yearly
Date of Report	31-03-2020
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

COMPANY SECRETARY

D. K. RAY

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 / 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 entity including this listed entity (Refer 17A of Listing Regulations)	No of Independent Directorship in listed entity including this listed entity (Refer 17A(K) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(I) of Listing Regulations)	No of past Chairperson in Audit/ Stakeholder Committee held in listed entity including this listed entity (Refer Regulation 26(G) of Listing Regulations)	Notes for not providing PAN	Notes for not providing DIN
1	Mr	J P CHOWDHARY	ACKFCH432A	00313685	Executive Director	Chairperson	MD	23- 09- 1940	N/A		24-09-2009	08-01-2017		2	0	0	0	0		
2	Mr	UNESH CHOWDHARY	ACDPCG108B	00313652	Executive Director	Not Applicable	MD	24- 04- 1974	N/A		03-07-1997	01-10-2015		2	0	2	0			
3	Mr	SUDIPTA MUKHERJEE	AKPKV3328F	06871871	Executive Director	Not Applicable		01- 01- 1975	N/A		15-05-2014	15-05-2019		1	0	0	0			
4	Mr	ANIL KUMAR AGARWAL	ACQPA6628B	01501767	Executive Director	Not Applicable		05- 07- 1975	N/A		29-05-2019			2	0	2	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

Sl No	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 (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 to be provided PAN
5	Mr	MANOJ MOHANAKA	AEXGM3719F	00128593	Non-Executive - Independent Director	Not Applicable		05-03-1963	NA		21-12-2001	01-04-2019		67	4	4	3	1	
6	Mr	RAMSEBAK BANDITOPADHYAY	ADMPPB0951G	01122778	Non-Executive - Independent Director	Not Applicable		07-01-1951	NA		10-08-2017			33	2	2	2	0	
7	Mr	ATUL JOSHI	AAAPJ4138Q	03557435	Non-Executive - Independent Director	Not Applicable		03-04-1968	NA		24-01-2018			26	1	1	1	0	
8	Mr	VINOD KUMAR SHARMA	ALPFS1980M	02051084	Non-Executive - Independent Director	Not Applicable		22-12-1952	NA		21-08-2019		28-02-2020	6	2	1	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

Sl. No.	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 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 Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post Chairperson in Audit Committee listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)	Notes for providing PAN
9	Mr	SUNIRMAL TALUKDAR	A8NVT69998	00010608	Non-Executive - Independent Director	Not Applicable		06-12-1951	NA		10-12-2019			4	5	5	5	3	
10	Mrs	RASHMI CHOWDHARY	A8SFC7234G	06949401	Non-Executive - Independent Director	Not Applicable		11-01-1973	NA		14-08-2014				1	0	0	0	



Audit Committee Details							
Sr Number	DIN Number	Name of Committee members	Whether the Audit Committee has a Regular Chairperson		Date of Appointment	Date of Cessation	Remarks
			Category 1 of directors	Category 2 of directors			
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	01122778	RAMSEBAK BANDYOPADHYAY	Non-Executive - Independent Director	Member	14-02-2018	12-02-2020	
4	00920608	SUNTRIMAL TALUKDAR	Non-Executive - Independent Director	Member	12-02-2020		



Nomination and remuneration committee						
Whether the Nomination and remuneration committee has a Regular Chairperson						
Slr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Yes	Remarks
1	00128593	MANOJ MOHANKA	Non-Executive - Independent Director	Chairperson	08-01-2007	
2	01122778	RAMESHBAK BANDYOPADHYAY	Non-Executive - Independent Director	Member	10-08-2017	12-02-2020
3	00313685	J P CHOWDHARY	Executive Director	Member	22-08-2016	
4	00920608	SUNTRMAL TALUKDAR	Non-Executive - Independent Director	Member	12-02-2020	



Stakeholders Relationship Committee						
Whether the Stakeholders Relationship Committee has a Regular Chairperson						
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Yes	Remarks
1	00128593	MANOJ MOHANKA	Non-Executive - Independent Director	Member	27-10-2008	
2	00313652	UMESH CHOWDHARY	Executive Director	Member	10-07-2007	
3	01122778	RAMESHAK BANDYOPADHYAY	Non-Executive - Independent Director	Chairperson	10-08-2017	



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								
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Yes	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	00313652	UMESH CHOWDHARY	Executive Director	Member		09-11-2013	12-02-2020	
4	03557435	ATUL JOSHI	Non-Executive - Independent Director	Member		10-11-2018	12-02-2020	
5	01122778	RAMSEBAK BANDYOPADHYAY	Non-Executive - Independent Director	Member		12-02-2020		



Other Committee						
Sl	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	DMESH 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	



Annexure 1

Annexure 1

III. Meeting of Board of Directors

Disclosure of notes on meeting of board of directors explanatory		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*
Sr	Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting (if any) in the current quarter				
1	05-11-2019			Yes	8	4
2		12-02-2020		Yes	10	5
		98				



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 committees	Reason for not providing date	Disclosure of notes on meeting of committees explanatory		No. of Independent Directors attending the meeting*
						Whether requirement of Quorum met (Yes/No)	Number of Directors present*	
1	Audit Committee	05-11-2019				Yes	3	3
2	Audit Committee	12-02-2020	98			Yes	3	2
3	Stakeholders Relationship Committee	05-11-2019				Yes	3	3
4	Stakeholders Relationship Committee	12-02-2020	98			Yes	3	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	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	



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)	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



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	Yes		www.titagarh.in
2	Yes		www.titagarh.in
3	Yes		www.titagarh.in
4	Yes		www.titagarh.in
5	Yes		www.titagarh.in
6	Yes		www.titagarh.in
7	Yes		www.titagarh.in
8	Yes		www.titagarh.in
9	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	Yes		www.titagarh.in
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



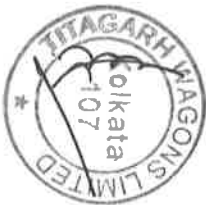
Annexure II

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
2	Designation

DINESH ARYA
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 Any other information to be provided	Yes



Annexure II

1	Name of signatory	DINESH ARYA
2	Designation	Company Secretary



Signatory Details

Name of signatory	DINESH ARYA
Designation of person	Company Secretary
Place	KOLKATA
Date	09-05-2020

