

| General information about company | |
|--|--------------------------|
| Scrip code | 532966 |
| NSE Symbol | TWL |
| MSEI Symbol | |
| ISIN | INE615H01020 |
| Name of the entity | TITAGARH WAGONS LIMITED |
| Date of start of financial year | 01-04-2021 |
| Date of end of financial year | 31-03-2022 |
| Reporting Quarter | Quarterly |
| Date of Report | 31-12-2021 |
| Risk management committee | 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

Yes

Whether Chairperson is related to MD or CEO

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 Birth | 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 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 | JP CHOWDHARY | ACKPC0432A | 00313685 | Executive Director | Chairperson related to Promoter | MD | 23-09-1940 | NA | | 24-09-2009 | 08-01-2017 | | | 1 | 0 | 0 | 0 | | |
| 2 | Mr | UMESH CHOWDHARY | ACIPC6110D | 00313652 | Executive Director | Not Applicable | MD | 24-04-1974 | NA | | 03-07-1997 | 01-10-2020 | | | 1 | 0 | 1 | 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 | | |
| 4 | Mr | ANIL KUMAR AGARWAL | ACXPA6628B | 01501767 | Executive Director | Not Applicable | | 05-07-1975 | NA | | 29-05-2019 | 29-05-2019 | | | 1 | 0 | 0 | 0 | | |

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For TITAGARH WAGONS LIMITED
Sumit Jaiswal
SUMIT JAISWAL
COMPANY SECRETARY

| 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(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 for not providing PAN | Notes for not providing DIN |
| 5 | Mr | MANOJ MOHANKA | AEXPM3719F | 00128593 | Non-Executive - Independent Director | Not Applicable | | 05-03-1963 | NA | | 21-12-2001 | 01-04-2019 | | 88 | 4 | 4 | 3 | 1 | | |
| 6 | Mr | ATUL JOSHI | AAIPJ4138U | 03557435 | Non-Executive - Independent Director | Not Applicable | | 03-04-1968 | NA | | 24-01-2018 | 24-01-2018 | | 47 | 1 | 1 | 2 | 1 | | |
| 7 | Ms | NAYANTARA PALCHOU DHURI | AFNPPR462K | 00581440 | Non-Executive - Independent Director | Not Applicable | | 24-06-1962 | NA | | 22-06-2020 | 22-06-2020 | | 19 | 3 | 3 | 9 | 0 | | |
| 8 | Mr | SUNIRMAL TALUKDAR | ABNPT6999B | 0092060R | Non-Executive - Independent Director | Not Applicable | | 06-02-1951 | NA | | 10-12-2019 | 10-12-2019 | | 25 | 5 | 5 | 8 | 4 | | |

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For TITAGARH WAGONS LIMITED
Sumit Jaiswal
SUMIT JAISWAL
 COMPANY SECRETARY

| 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(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 for not providing PAN | Notes for not providing DIN |
| 9 | Mrs | RASHMI CHOWDHARY | AESPC7234D | 06949401 | Non-Executive - Non Independent Director | Not Applicable | | 11-01-1963 | NA | | 14-08-2014 | 14-08-2014 | | | 1 | 0 | 0 | 0 | | |
| 10 | Mr | KRISHAN KUMAR JALAN | ACVBJ4705A | 01767702 | Non-Executive - Independent Director | Not Applicable | | 06-06-1957 | NA | | 13-08-2020 | 13-08-2020 | | 17 | 3 | 3 | 8 | 0 | | |
| 11 | Mr | SUSHIL KUMAR ROONGTA | AAAPR4551P | 00309302 | Non-Executive - Independent Director | Not Applicable | | 09-05-1950 | NA | | 01-01-2021 | 01-01-2021 | | 12 | 5 | 4 | 5 | 1 | | |
| 12 | Mr | PRITHISH CHOWDHARY | BBSPC7168K | 0850915H | Non-Executive - Non Independent Director | Not Applicable | | 31-05-2001 | NA | | 01-01-2021 | 01-01-2021 | | 12 | 1 | 0 | 0 | 0 | | |

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For TITAGARH WAGONS LIMITED
Sumit Jaiswal
 SUMIT JAISWAL
 COMPANY SECRETARY

| 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 | 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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For TITAGARH WAGONS LIMITED
Sumit Jaiswal
 SUMIT JAISWAL
 COMPANY SECRETARY

| 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 | | |

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Sumit Jaiswal
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COMPANY SECRETARY

| Stakeholders Relationship Committee | | | | | | | |
|---|------------|---------------------------|--------------------------------------|-------------------------|---------------------|-------------------|---------|
| Whether the Stakeholders Relationship 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 | 27-10-2008 | | |
| 2 | 00313652 | UMESH CHOWDHARY | Executive Director | Member | 10-07-2007 | | |
| 3 | 00581440 | NAYANTARA PALCHOUHURI | 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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Sumit Jaiswal
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 COMPANY SECRETARY

| Risk Management Committee | | | | | | | |
|---|------------|---------------------------|--|-------------------------|---------------------|-------------------|---------|
| Whether the Risk Management Committee has a Regular Chairperson | | | | | Yes | | |
| Sr | DTN Number | Name of Committee members | Category 1 of directors | Category 2 of directors | Date of Appointment | Date of Cessation | Remarks |
| 1 | 03557435 | ATUL JOSHI | Non-Executive - Independent Director | Chairperson | 08-06-2021 | | |
| 2 | 00309302 | SUSHIL KUMAR ROONGTA | Non-Executive - Independent Director | Member | 08-06-2021 | | |
| 3 | 00920608 | SUNIRMAI TALUKDAR | Non-Executive - Independent Director | Member | 08-06-2021 | | |
| 4 | 08509158 | PRITHISH CHOWDHARY | Non-Executive - Non Independent Director | Member | 08-06-2021 | | |

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Sumit Jaiswal
 SUMIT JAISWAL
 COMPANY SECRETARY

| 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 PALCHOU DHURI | 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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For TITAGARH WAGONS LIMITED
Sumit Jaiswal
 SUMIT JAISWAL
 COMPANY SECRETARY

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

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For TITAGARH WAGONS LIMITED
Sumit Jaiswal
 SUMIT JAISWAL
 COMPANY SECRETARY

| 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) | Notes for not providing Date | Whether requirement of Quorum met (Yes/No) | Number of Directors present* (All directors including Independent Director) | No. of Independent Directors attending the meeting* |
| 1 | 06-07-2021 | | | | Yes | 12 | 6 |
| 2 | 10-08-2021 | | 34 | | Yes | 12 | 6 |
| 3 | | 26-10-2021 | 76 | | Yes | 11 | 6 |
| 4 | | 08-11-2021 | 12 | | Yes | 10 | 6 |
| 5 | | 13-11-2021 | 4 | | Yes | 9 | 6 |
| 6 | | 23-12-2021 | 39 | | Yes | 11 | 6 |

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For TITAGARH WAGONS LIMITED
Sumit Jaiswal
 SUMIT JAISWAL
 COMPANY SECRETARY

| Annexure 1 | | | | | | | | |
|--|-------------------|---|---|-------------------------|-------------------------------|--|---|---|
| IV. Meeting of Committees | | | | | | | | |
| Disclosure of notes on meeting of committees explanatory | | | | | | | | No. of Independent Directors attending the meeting* |
| 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* (All directors including Independent Director) | |
| 1 | Audit Committee | 10-08-2021 | | | | Yes | 3 | 3 |
| 2 | Audit Committee | 27-09-2021 | 47 | | | Yes | 3 | 3 |
| 3 | Audit Committee | 26-10-2021 | 28 | | | Yes | 3 | 3 |
| 4 | Audit Committee | 08-11-2021 | 12 | | | Yes | 3 | 3 |
| 5 | Audit Committee | 12-11-2021 | 3 | | | Yes | 3 | 3 |
| 6 | Audit Committee | 25-11-2021 | | | | Yes | 3 | 3 |

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For TITAGARH WAGONS LIMITED
Sumit Jaiswal
 SUMIT JAISWAL
 COMPANY SECRETARY

| 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* (All directors including Independent Director) | No. of Independent Directors attending the meeting* |
| 7 | Audit Committee | 22-12-2021 | | | | Yes | 3 | 3 |
| 8 | Nomination and remuneration committee | 09-08-2021 | | | | Yes | 4 | 3 |
| 9 | Nomination and remuneration committee | 25-08-2021 | | | | Yes | 4 | 3 |
| 10 | Nomination and remuneration committee | 13-11-2021 | | | | Yes | 4 | 3 |
| 11 | Other Committee | 09-08-2021 | | FINANCE AND PROJECT COMMITTEE | | Yes | 6 | 3 |
| 12 | Other Committee | 16-09-2021 | | FINANCE AND PROJECT COMMITTEE | | Yes | 4 | 3 |
| 13 | Other Committee | 25-11-2021 | | FINANCE AND PROJECT COMMITTEE | | Yes | 4 | 3 |
| 14 | Other Committee | 27-12-2021 | | FINANCE AND PROJECT COMMITTEE | | Yes | 6 | 3 |
| 15 | Risk Management Committee | 22-12-2021 | | | | Yes | 3 | 3 |

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For TITAGARH WAGONS LIMITED

*Sumit Jaiswal*SUMIT JAISWAL
COMPANY SECRETARY

| 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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For TITAGARH WAGONS LIMITED
Sumit Jaiswal
 SUMIT JAISWAL
 COMPANY SECRETARY

| 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) | 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 |

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For TITAGARH WAGONS LIMITED
Sumit Jaishwal
 SUMIT JAISWAL
 COMPANY SECRETARY

| Annexure 1 | | |
|------------|-------------------|--|
| Sr | Subject | Compliance status |
| 1 | Name of signatory | SUMIT JAISWAL |
| 2 | Designation | Company Secretary and Compliance Officer |

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For TITAGARH WAGONS LIMITED
Sumit Jaiswal
SUMIT JAISWAL
COMPANY SECRETARY

| Signatory Details | |
|-----------------------|--|
| Name of signatory | SUMIT JAISWAL |
| Designation of person | Company Secretary and Compliance Officer |
| Place | KOLKATA |
| Date | 21-01-2022 |

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For TITAGARH WAGONS LIMITED
Sumit Jaiswal
SUMIT JAISWAL
COMPANY SECRETARY

