



BCPL Railway Infrastructure Limited

January 12, 2021

BSE Limited (BSE)
Phiroze Jeejeebhoy Towers
Dalal Street,
Mumbai – 400 001

Scrip Code - 542057

Dear Sirs,

Sub: Quarterly Compliance Report on Corporate Governance

Enclosed please find the Quarterly Compliance Report on Corporate Governance under Regulation 27(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the quarter ended 31st December, 2020 for your information and record.

Please acknowledge receipt.

Yours faithfully,
For BCPL Railway Infrastructure Ltd


Devshree Sinha
Company Secretary & Compliance Officer
Membership No. A21786
Contact : +91 9674911121

REGISTERED OFFICE

112, Raja Ram Mohan Roy Sarani, Ground Floor, Kolkata - 700 009, Phone : 2219 0085 / 1814, 9674911100, Fax : 91 33 2241 8401

E-mail : corp@bcril.com, Website : www.bcril.com CIN NO : L51109WB1995PLC075801

Corporate Governance Report

1. Name of the entity: BCPL Railway Infrastructure Limited
2. Period : from 1.10.2020 to 31.12.2020

I. Composition of Board of Directors											
Title (Mr/ Mrs)	Name of the Director	PAN	DIN	Category (Chairperson/Executive/ Non-Executive/ Independent/ Nominee)	Date of appointment in the current terms/ cessation	Tenure*	Date of Birth	No of Directors hip in listed entities including this entity	No of Independent Directorship in listed entities including this entity	No of membership in Audit Committee/ Stakeholders Committee(s) in listed entities incl this entity	No of post of Chairperson in Audit/Stakeholder Committee held in listed entities including this entity
Mr	Aparesh Nandi	ACUPN1297N	00722439	Non-Executive, Chairman	14.08.2020		07-07-1963	1	0	0	0
Mr	Jayanta Kumar Ghosh	ADPPG0794F	00722445	Executive, Managing Director	16.04.2018		07-01-1964	1	0	1	0
Mr	Uday Narayan Singh	ALCPS0243E	00722449	Executive & CFO	16.04.2018		01-02-1959	1	0	1	0
Mr	Vijay Mehta	ADFPM1951Q	07203788	Non-Executive, Independent	28.02.2018	2 years	14-09-1951	1	1	2	1



Dr (Mrs)	Sanghamitra Mukherjee	AENPM2410F	07203827	Non-Executive, Independent, Lady	28.02.2018	2 years	23-01- 1951	1	1	0	0
Mr	Swapan Kumar Chakraborty	ACKPC0554H	00458410	Non-Executive, Independent	28.02.2018	2 years	19-05- 1950	1	1	2	1

Whether regular Chairman appointed : Yes

Whether Chairman is related to Managing Director or CFO : No

§ - PAN of any director would not be displayed on the website of Stock Exchange.

& - Category of Directors means Executive/Non-Executive/Independent/Nominee, if a Director fits in to more than one category write all categories separating them with hyphen.

*- To be filled for only Independent Directors. Tenure would mean total period from which Independent Director is serving on Board of Directors of the Listed entity in continuity without any cooling off period.

Note: The Committees of the Board were constituted on 16-04-2018

II. Composition of Committee					
Name of Committee	Whether regular Chairman appointed	Name of the Committee members	Category (Chairperson/Executive/Non-	Date of appointment	Date of cessation
1. Audit Committee	Yes	1. Vijay Mehta	Non-Executive Independent, Chairman	16.04.2018	
		2. Swapan Chakraborty	Non-Executive Independent	16.04.2018	
		3. Uday Narayan Singh	Executive & CFO	16.04.2018	



2. Nomination and Remuneration Committee	Yes	1. Sanghamitra Mukherjee 2. Vijay Mehta 3. Aparesh Nandi	Non-Executive Independent, Chairperson Non-Executive Independent Non-Executive	16.04.2018 16.04.2018 16.04.2018	
3. Stakeholders' Relationship & Investor Grievance Committee	Yes	1. Swapn Chakraborty 2. Vijay Mehta 3. Jayanta Kumar Ghosh	Non-Executive Independent, Chairman Non-Executive Independent Executive & Managing Director	16.04.2018 16.04.2018 16.04.2018	
4. Corporate Social Responsibility	Yes	1. Swapn Chakraborty 2. Vijay Mehta 3. Aparesh Nandi	Non-Executive Independent, Chairman Non-Executive Independent Non-Executive	16.04.2018 16.04.2018 16.04.2018	

III. Meetings of Board of Directors :					
Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting (if any)	Whether requirement of quorum met *	Number of Directors present **	Number of Independent Directors attending the meeting	Maximum gap between any two consecutive (in number of days)



23.09.2020	11.11.2020	Yes	5	3	48 days
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*All meetings conducted through video conferencing at the registered office of the company.

**To be filled only for the current quarter meetings.

III. Meetings of Audit Committee :					
Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting (if any)	Whether requirement of quorum met *	Number of Directors present **	Number of Independent Directors attending the meeting	Maximum gap between any two consecutive (in number of days)
23.09.2020	11.11.2020	Yes	3	2	48 days

*This information is mandatorily to be given for Audit Committee, for rest of the committees giving this information is optional.

*All meetings conducted through video conferencing at the registered office of the company.

**To be filled only for the current quarter meetings.

V. Related Party Transactions	
Subject	Compliance Status (Yes/No/NA)
Whether prior approval of audit committee obtained	Yes
Whether shareholder approval obtained for material RPT	NA



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

Yes

Note

1. In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/N.A. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated.

If status is "No" details of non-compliance may be given here.

VI. Affirmations

1. The composition of Board of Directors is in terms of SEBI (Listing Obligations and Disclosure requirements) Regulations, 2015.
2. The composition of the following committees is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015
 - a. Audit Committee
 - b. Nomination & Remuneration Committee
 - c. Stakeholders Relationship Committee
3. The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
4. 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.
5. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. Any comments/observations/advice of the board of directors may be mentioned here. - NA

Name & Designation

Ms Devshree Sinha, Company Secretary

BCPL Railway Infrastructure Ltd.


Company Secretary