Corporate Governance Report

Name of the entity: BCPL Railway Infrastructure Limited (Scrip code: 542057)

Period : from 1.10.2024 to 31.12.2024

### 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

Is there any change in information of board of directors compare to previous quarter No

Whether Chairperson is related to MD or CEO

	director	Date of		Detail		Whether special resolution passed? [Refer Reg.						entities including this listed entity	t Directorship in listed entities including this listed entity	membershi ps in Audit/ Stakeholder Committee (s) including this listed entity (Refer	Stakeholder
	r the director	Date of	Date			special resolution passed? [Refer						Directorshi p in listed entities including this listed entity (Refer	t Directorship in listed entities including this listed entity	ps in Audit/ Stakeholder Committee (s) including this listed entity (Refer	in Audit/ Stakeholder Committee held in listed entities including this listed
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	r the director	Date of	Date			[Refer						(Refer	entity	(Refer	this listed
	r the director	Date of	Date									· · ·		<b>、</b> · · ·	
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07-01-1964	NO			/	Active	NA		26-11-2001	16-04-2023			2	0	1	0
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17-03-1730	NO			ť	HUINE	103	20 07-2024	20 02 2010	51 05 2025		02		<u> </u>	2	<u> </u>
27-05-1960	No				Active	NA		31-01-2021	31-01-2021		47	2	2	4	2
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# Annexure 1 II. Composition of Committees Disclosure of notes on composition of committees explanatory

Whe	ther the Audit	Committee has a Regular Chairpers	on		Yes	]	
Sr	<b>DIN Number</b>	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	09022104	SUDIPTA KUMAR MUKHERJEE	Non-Executive - Independent Director	Chairperson	03-03-2021		
2	2 00458410	SWAPAN KUMAR CHAKRABORTY	Non-Executive - Independent Director	Member	16-04-2018		
3	3 00722449	UDAY NARAYAN SINGH	Executive Director	Member	16-04-2018		

## Nomination and remuneration committee

Whe	ther the Nomir	nation and remuneration committee	e has a Regular Chairperson		Yes		
Sr	<b>DIN Number</b>	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
	1 07203827	SANGHAMITRA MUKHERJEE	Non-Executive - Independent Director	Chairperson	16-04-2018		
	2 00722439	APARESH NANDI	Non-Executive - Non Independent Director	Member	16-04-2018		
	3 06430495	RANAJIT KUMAR MONDAL	Non-Executive - Independent Director	Member	14-08-2021		

## Stakeholders Relationship Committee

Wh	neth	ner the Stakeh	olders Relationship Committee has	a Regular Chairperson		Yes		
Sr	I	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
	1 (	00458410	SWAPAN KUMAR CHAKRABORTY	Non-Executive - Independent Director	Chairperson	16-04-2018		
	2 (	00722445	JAYANTA KUMAR GHOSH	Executive Director	Member	16-04-2018		
	3 (	09022104	SUDIPTA KUMAR MUKHERJEE	Non-Executive - Independent Director	Member	14-08-2021		

# Risk Management Committee - Not Applicable

Whether the Risk Management Committee has a Regular Chairperson

Sr	<b>DIN Number</b>	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1							
2	2						

# Corporate Social Responsibility Committee

١	Nhet	her the Corpo	rate Social Responsibility Committe	e has a Regular Chairperson		Yes		
S	Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
Γ	1	00458410	SWAPAN KUMAR CHAKRABORTY	Non-Executive - Independent Director	Chairperson	16-04-2018		
	2	07203827	SANGHAMITRA MUKHERJEE	Non-Executive - Independent Director	Member	14-08-2021		
Γ	3	00722439	APARESH NANDI	Non-Executive - Non Independent Director	Member	16-04-2018		

### Other Committee - Not Applicable

Sr	DI	IN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks
	1						
	2						



# Annexure 1

III. Meeting of Board of Directors Disclosure of notes on meeting of board of directors explanatory

						Number of		
						Directors present*	No. of	
	Date(s) of meeting (Enter	Maximum gap		Whether	Total Number	(All directors	Independent	
	dates of Previous quarter	between any two		requirement	of Directors as	including	Directors	
	and Current quarter in	consecutive (in	Notes for not	of Quorum	on date of the	Independent	attending the	
Sr	chronological order)	number of days)	providing Date	met (Yes/No)	meeting	Director)	meeting*	
1	12-08-2024			Yes	8	8		4
2	13-11-2024	92		Yes	8	8		4

# Annexure 1

IV. Meeting of Committees Disclosure of notes on meeting of committees explanatory

2.00.0	Sure of notes of fileeting of	1								T
		Date(s) of meeting	Maximum gap							
		(Enter dates of	between any				Total Number of	Number of Directors	No. of	No. of members
		Previous quarter	two			Whether	Directors in the	Present (All	Independent	attending the
		and Current quarter	consecutive (in			requirement of	Committee as on	Directors including	Directors	meeting (other
		in chronological	number of	Name of other	Reson for not	Quorum met	date of the	Independent	attending the	than Board of
Sr	Name of Committee	order)	days)	committee	providing date	(Yes/No)	meeting	Director)	meeting*	Directors)
1	Audit Committee	12-08-2024				Yes	3	3	2	4
2	Audit Committee	13-11-2024	92			Yes	3	3	2	4
	Stakeholders Relationship									
3	Committee	12-08-2024				Yes	3	3	2	2
	Stakeholders Relationship									
4	Committee	13-11-2024	92			Yes	3	3	2	2
	Nomination and									
5	Remuneration Committee	12-08-2024				Yes	3	3	2	2
	Nomination and									
6	Remuneration Committee	13-11-2024	92			Yes	3	3	2	2



# Details of Cyber security incidence

Whether a	s per Regulation 27(2)(ba) of SEBI (LODR) Regulations, 2015 there has been cyber security incidents or breaches		
or loss of o	lata or documents during the quarter	No	
Other deta	ils of cyber security incidence or breaches or loss of data event		
Number of	f cyber security incidence or breaches or loss of data event occurred during the quarter		
Sr.	Date of the event	Brief details of the ev	/ent

### Annexure 1

## V. Related Party Transactions

		Compliance status	If status is "No" details of non-
Sr	Subject	(Yes/No/NA)	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	Yes	

Disclosure of notes on related party transactions

Disclosure of notes of material transaction with related party

### VI. Affirmations

		Compliance status	
Sr	Subject	(Yes/No)	
	The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements)		
	1 Regulations, 2015	Yes	
	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure		
	requirements) Regulations, 2015		
	2 a. Audit Committee	Yes	
	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure		
	requirements) Regulations, 2015.		
	3 b. Nomination & remuneration committee	Yes	
	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure		
	requirements) Regulations, 2015.		
	4 c. Stakeholders relationship committee	Yes	
	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure		
	requirements) Regulations, 2015.		
	5 d. Risk management committee (applicable to the top 1000 listed entities)	NA	
	The committee members have been made aware of their powers, role and responsibilities as specified in SEBI		
	6 (Listing obligations and disclosure requirements) Regulations, 2015.	Yes	
	The meetings of the board of directors and the above committees have been conducted in the manner as		Railway
	7 specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes	131 9
	8 This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes	10×C
	9 Any comments/observations/advice of Board of Directors may be mentioned here:	NA	Selim

Signatory Details	
1 Name of signatory	Devshree Sinha
2 Designation of person	Company Secretary and Compliance Officer
3 Place	Kolkata
4 Date	08-01-2025