

Quarterly Compliance Report on Corporate Governance
(Pursuant to Regulation 27(2) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), Regulations, 2015)

Name of the listed entity: **Orissa Bengal Carrier Limited**
Quarter Ending: **March 31, 2024**

I. Composition of Board of Directors														
Title (Mr./Ms.)	Name of the director	PAN ^{\$} /DIN	Category (Chairperson/Executive/Non-executive/Independent/Nominee)&	Initial Date of Appointment	Date of Re-appointment	Date of cessation	Tenure *	Date of Birth	Whether special resolution passed? [In reference to Regulation 17(1A)]	Date of passing special resolution	No. of directorship in listed entities including this listed entity [In reference to Regulation 17A(1)]	No. of Independent Directorships in Listed entities including this listed entity [in reference to proviso to regulation 17A(1)]	No. 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)
Mr.	Gopal Kumar Agrawalla	07941122	Chairman - Non-Independent-Non-Executive	28-Feb-22	20-Sept-23	-	-	8-Apr-65	NA	-	1	0	1	0
Mr.	Ravi Agrawal	01392652	Managing Director - Executive	1-Jul-18	01-07-2023	-	-	02-Nov-86	NA	-	1	0	1	0
Mrs.	Shakuntala Devi Agrawal	01540586	Non-Independent - Non-Executive	12-May-05	06-Sept-22	-	-	16-Aug-60	NA	-	1	0	0	0
Mrs.	Priti Agrawal	06726530	Executive-Wholtime Director	01-Jul-23	01-Oct-23	-	-	05-Sept-87	NA	-	1	0	0	0
Mr.	Ashish Dakalia	09201624	Independent - Non-Executive	01-Oct-21	01-Oct-21	-	30 Months	20-Jul-87	NA	-	1	1	2	2
Mr.	Manish Kumar Agrawal	09781023	Independent - Non-Executive	01-Oct-23	01-Oct-23	-	6 Months	06-Feb-95	NA	-	2	2	5	1

Whether Regular Chairperson appointed: **Yes**

Whether Chairperson is related to managing director or CEO: **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 into more than one category write all categories separating them with hyphen.

*To be filled only for Independent Director. 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: While calculating directorships in listed entities, only directorships in equity listed companies has been considered.

II. Composition of Committees					
<i>Name of Committee</i>	<i>Whether regular Chairperson appointed</i>	<i>Name of Committee members</i>	<i>Category (Chairperson/ Executive/Non-Executive/ Independent/ Nominee)</i>	<i>Date of Appointment</i>	<i>Date of Cessation</i>
1. Audit Committee	Yes	Mr. Ashish Dakalia	Chairman - Independent, Non-Executive	01-Nov-21	-
		Mr. Manish Kumar Agrawal	Independent - Non-Executive	17-Oct-23	-
		Mr. Gopal Kumar Agrawalla	Non-Independent - Non-Executive	28-Feb-22	-
2. Nomination & Remuneration Committee	Yes	Mr. Ashish Dakalia	Chairman - Independent, Non-Executive	01-Nov-21	-
		Mr. Manish Kumar Agrawal	Independent - Non-Executive	17-Oct-23	-
		Mrs. Shakuntala Devi Agrawal	Non-Independent - Non-Executive	15-Dec-17	-
3.Risk Management Committee	NA	Not Applicable	Not Applicable	NA	-
4.Stakeholders' Relationship Committee	Yes	Mr. Ashish Dakalia	Chairman - Independent, Non-Executive	01-Nov-21	-
		Mr. Manish Kumar Agrawal	Independent - Non-Executive	17-Oct-23	-
		Mr. Ravi Agrawal	Executive	07-May-21	-
5.Corporate Social Responsibility Committee	Yes	Mr. Ashish Dakalia	Chairman-Independent, Non-Executive	01-Nov-21	-
		Mr. Ravi Agrawal	Executive	01-Nov-21	-
		Mrs. Shakuntala Devi Agrawal	Non-Independent - Non-Executive	15-Dec-17	-

III. Meeting of Board of Directors					
<i>Date(s) of Meeting (if any) in the previous quarter</i>	<i>Date(s) of Meeting (if any) in the relevant quarter</i>	<i>Whether requirement of Quorum Met*</i>	<i>Number of Directors present*</i>	<i>Number of Independent Directors present*</i>	<i>Maximum gap between any two consecutive meetings (in number of days)</i>
November 06, 2023	-	Yes	6	2	-
December 08, 2023	-	Yes	6	2	31 days
-	February 10, 2024	Yes	6	2	63 days
-	March 30, 2024	Yes	6	2	48 days
*Details pertaining to attendance of Directors and Independent Directors are for current quarter Meetings					

IV. Meeting of Committees						
<i>Name of the Committees</i>	<i>Date(s) of meeting of the committee in the relevant quarter</i>	<i>Whether requirement of Quorum Met (details)*</i>	<i>Number of Directors present*</i>	<i>Number of Independent Directors present*</i>	<i>Date(s) of meeting of the committee in the previous quarter</i>	<i>Maximum gap between any two consecutive meetings in number of days*</i>
Audit Committee	February 10, 2024	Yes	3	2	November 06, 2023; December 08, 2023	95 Days
Nomination & Remuneration Committee	March 30, 2024	Yes	3	2	NA	-
Corporate Social Responsibility Committee	March 30, 2024	-	-	-	November 06, 2023	144 Days
Stakeholders' Relationship Committee	NA	-	-	-	NA	-

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
<p>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 transaction, the words "N.A." may be indicated. 2 If status is "No" details of non-compliance may be given here.</p>	
VI. Affirmations	
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 b. Nomination & Remuneration Committee c. Stakeholders Relationship Committee d. Risk Management Committee	Yes Yes Yes Not Applicable
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	Yes
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	Yes
5. This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes
For, Orissa Bengal Carrier Limited Sd/- Ms. Muskaan Gupta Company Secretary & Compliance Officer Date: April 18, 2024 Place: Raipur	

Annexure-II

I. Disclosure on Website in terms of Listing Regulations

Sr. No	Item	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here	Web address
1.	Details of business	Yes		https://www.obclimited.com/about-company.php
2.	Terms and conditions of appointment of independent directors	Yes		https://www.obclimited.com/pdf/p&p/14.%20Terms%20and%20Conditions%20of%20Appointment%20of%20Independent%20Directors.pdf
3.	Composition of various committees of board of directors	Yes		https://www.obclimited.com/committee.php
4.	Code of conduct of board of directors and senior management personnel	Yes		https://www.obclimited.com/pdf/p&p/17.%20CODE_OF_CONDUCT_FOR_DIRECTORS_AND_SENIOR_MANAGEMENT_PERSONNEL.pdf
5.	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		https://obclimited.com/pdf/p&p/9.%20Whistle-Blower-Policy.pdf
6.	Criteria of making payments to non-executive directors	Yes		https://www.obclimited.com/pdf/p&p/12.%20Criteria%20for%20making%20payment%20to%20Non-Executive%20Directors.pdf
7.	Policy on dealing with related party transactions	Yes		https://www.obclimited.com/pdf/3.-Policy-on-materiality-of-related-party-transactions.pdf
8.	Policy for determining 'material' subsidiaries	Yes		https://www.obclimited.com/pdf/p&p/15.%20Policy_for_Determining_Material_Subsiaries.pdf
9.	Details of familiarization programmes imparted to	Yes		https://www.obclimited.com/policies.php

	independent directors			
10.	Email address for grievance redressal and other relevant details	Yes		https://www.obclimited.com/investor_grievance.php
11.	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		https://www.obclimited.com/investor_grievance.php
12.	Financial results	Yes		https://www.obclimited.com/financial-information.php
13.	Shareholding pattern	Yes		https://www.obclimited.com/shareholding_pattern.php
14.	Details of agreements entered into with the media companies and/or their associates	NA		
15.	15.1 Schedule of analyst or institutional investor meet and presentations made by the listed entity to analysts or institutional investors simultaneously with submission to stock exchange	NA		
	15.2 Audio or video recordings and transcripts of post earnings/quarterly calls	NA		
16.	New name and the old name of the listed entity	NA		
17.	Advertisements as per regulation 47(1)	Yes		https://www.obclimited.com/notice.php
18.	Credit rating or	Yes		https://www.obclimited.com/rating.php

	revision in credit rating obtained			
19.	Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	NA		
20.	Secretarial Compliance Report	Yes		https://www.obclimited.com/other-information.php
21.	Materiality Policy as per Regulation 30(4)	Yes		https://www.obclimited.com/pdf/p&p/10.%20POLICY-FOR-DETERMINATION-OF-MATERIALITY-OF-INFORMATION-OR-EVENTS.pdf
22.	Disclosure of contact details of KMP who are authorized for the purpose of determining materiality as required under regulation 30(5)	Yes		https://obclimited.com/pdf/disclosures-under-regulation-30-of-the-lodr/38_Appointment%20of%20Company%20Secretary%20and%20Compliance%20Officer%20and%20authorisation%20to%20determine%20materiality%20of%20an%20event%20or%20information-%2014.11.2021.pdf
23.	Disclosures under regulation 30(8)	Yes		https://obclimited.com/disclosures-under-regulation-30-of-the-lodr.php
24.	Statements of deviation(s) or variations(s) as specified in regulation 32	Yes		
25.	Dividend Distribution policy as per Regulation 43A(1)	NA		
26.	Annual return as provided under section 92 of the Companies Act, 2013	Yes		https://www.obclimited.com/other-information.php
27.	Confirmation that the above disclosures are in a separate section as specified in regulation 46(2)	Yes		https://obclimited.com/

28.	Compliance with regulation 46(3) with respect to accuracy of disclosures on the website and timely updating	Yes		https://obclimited.com/
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II. Annual Affirmations

Sr. No.	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(1C), 17(1D) & 17(1E)	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	
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.	Role of Audit Committee and information to be reviewed by the audit committee	18(3)	Yes	
18.	Composition of nomination & remuneration committee	19(1) & (2)	Yes	
19.	Quorum of Nomination and Remuneration Committee meeting	19(2A)	Yes	
20.	Meeting of Nomination and Remuneration Committee	19(3A)	Yes	
21.	Role of Nomination and Remuneration Committee	19(4)	Yes	
22.	Composition of Stakeholder Relationship Committee	20(1), 20(2) & 20(2A)	Yes	
23.	Meeting of Stakeholders Relationship Committee	20(3A)	Yes	
24.	Role of Stakeholders Relationship Committee	20(4)	Yes	
25.	Composition and role of risk management committee	21(1),(2),(3),(4)	NA	
26.	Meeting of Risk Management Committee	21(3A)	NA	
27.	Quorum of Risk Management Committee meeting	21(3B)	NA	
28.	Gap between the meetings of the Risk Management Committee	21(3C)	NA	
29.	Vigil Mechanism	22	Yes	
30.	Policy for related party Transaction	23(1), (1A), (5), (6), & (8)	Yes	
31.	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes	
32.	Approval for material related party transactions	23(4)	Yes	
33.	Disclosure of related party transactions on consolidated basis	23(9)	Yes	
34.	Composition of Board of Directors of unlisted material Subsidiary	24(1)	NA	
35.	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	NA	
36.	Alternate Director to Independent Director	25(1)	NA	

37.	Maximum Tenure	25(2)	Yes	
38.	Appointment, Re-appointment or removal of an Independent Director through special resolution or the alternate mechanism	25(2A)	Yes	
39.	Meeting of independent directors	25(3) & (4)	Yes	
40.	Familiarization of independent directors	25(7)	Yes	
41.	Declaration from Independent Director	25(8) & (9)	Yes	
42.	Directors and Officers insurance	25(10)	NA	
43.	Confirmation with respect to appointment of Independent Directors who resigned from the listed entity	25(11)	Yes	
44.	Memberships in Committees	26(1)	Yes	
45.	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes	
46.	Disclosure of Shareholding by Non-Executive Directors	26(4)	NA	
47.	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes	
48.	Approval of the Board and shareholders for compensation or profit sharing in connection with dealings in the securities of the listed entity	26(6)	NA	
49.	Vacancies in respect Key Managerial Personnel	26A(1) & 26A(2)	Yes	
	Any other information to be provided - Add Notes			

Name of Signatory	Ms. Muskaan Gupta
Designation of Person	Company Secretary and Compliance Officer

III. Affirmations:

Sr. No.	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	Yes
	Any other information to be provided	Company has approved and disclosed the Material Subsidiary Policy on its Website, however Company does not have any subsidiary.

Name of Signatory	Ms. Muskaan Gupta
Designation of Person	Company Secretary and Compliance Officer

Additional Half Yearly Disclosure

Applicability of Disclosure	Not Applicable
Reason for Non-Applicability	The Company does not have any debt, guarantee, comfort letter or security.

Details of Cyber Security Incidence

Details of Cyber Security Incidence			
Whether as per Regulation 27(2)(ba) of SEBI (LODR) Regulations, 2015 there has been cyber security incidents or breaches or loss of data or documents during the quarter		NO	
Date of the Event	NA	Brief Details of the Event	NA

Signatory Details

Name of Signatory	Ms. Muskaan Gupta
Designation of Person	Company Secretary and Compliance Officer
Place	Raipur
Date	18-04-2024