

**A. COMPLIANCE REPORT ON CORPORATE GOVERNANCE TO BE SUBMITTED BY A LISTED ENTITY ON A QUARTERLY BASIS**  
**(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, 2025**

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	No. of directorship in listed entities including this listed entity [with reference to Regulation 17A]	No. of Independent Directorships in Listed entities including this listed entity [with reference to proviso to regulation 17A(1) & (2)]	No. of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of the LODR Regulations)	No. of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of the LODR Regulations )
Mr.	Gopal Kumar Agrawalla	07941122	Chairman - Non- Independent- Non-Executive	28-Feb-22	20-Sept-23	-	-	8-Apr-65	1	0	1	0
Mr.	Ravi Agrawal	01392652	Managing Director - Executive	1-Jul-18	01-07-2023	-	-	02-Nov-86	1	0	1	0
Mrs.	Shakuntala Devi Agrawal	01540586	Non- Independent - Non-Executive	12-May-05	27-Aug-24	-	-	16-Aug-60	1	0	0	0
Mrs.	Priti Agrawal	06726530	Executive- Wholetime Director	01-Jul-23	01-Oct-23	-	-	05-Sept-87	1	0	0	0
Mr.	Ashish Dakalia	09201624	Independent - Non-Executive	01-Oct-21	01-Oct-21	-	42 Months	20-Jul-87	1	1	2	2
Mr.	Manish Kumar Agrawal	09781023	Independent - Non-Executive	01-Oct-23	01-Oct-23	-	18 Months	06-Feb-95	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					
Name of Committee	Whether regular Chairperson appointed	Name of Committee members	Category (Chairperson/ Executive/Non-Executive/ Independent/ Nominee)&	Date of Appointment	Date of Cessation
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	-
&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.					

### III. Meeting of Board of Directors

<i>Date(s) of Meeting in the relevant quarter</i>	<i>Date(s) of Meeting in the previous quarter</i>	<i>Number of Directors present*</i>	<i>Number of Independent Directors present*</i>	<i>Whether requirement of Quorum Met*</i>	<i>Maximum gap between any two consecutive meetings (in number of days)</i>
February 14, 2025	November 11, 2024	6	2	Yes	91 days
March 31, 2025	-	6	2	Yes	44 days
-	-	-	-	-	-
* be filled in only for the 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>
<b>Audit Committee</b>	February 14, 2025	Yes	3	2	November 11, 2024	91 days
<b>Nomination &amp; Remuneration Committee</b>	March 31, 2025	Yes	3	2	-	-
<b>Corporate Social Responsibility Committee</b>	March 31, 2025	Yes	3	1	November 11, 2024	136 days
<b>Stakeholders' Relationship Committee</b>	-	-	-	-	-	-

\* be filled in only for the current quarter meetings  
\*\*This information has to be mandatorily be given for audit committee and Risk Management Committee, for rest of the committees giving this information is optional.

V. 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. Any comments/observations/advice of Board of Directors may be mentioned here: NA	Yes
For, Orissa Bengal Carrier Limited  Sd/- Muskaan Gupta Company Secretary & Compliance Officer	

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

**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		<a href="https://www.obclimited.com/about-company.php">https://www.obclimited.com/about-company.php</a>
1.1.	Memorandum of Association and Articles of Association	Yes		<a href="https://www.obclimited.com/pdf/charterDocuments/OBCL%20CHARTER%20DOCUMENTS.pdf">https://www.obclimited.com/pdf/charterDocuments/OBCL%20CHARTER%20DOCUMENTS.pdf</a>
1.2.	Brief profile of Board of Directors including directorship and full-time positions in body corporates	Yes		<a href="https://www.obclimited.com/signatories_profile.php">https://www.obclimited.com/signatories_profile.php</a>
2.	Terms and conditions of appointment of independent directors	Yes		<a href="https://www.obclimited.com/pdf/p&amp;p/09.%20TERMS%20AND%20CONDITIONS%20OF%20APPOINTMENT%20OF%20INDEPENDENT%20DIRECTOR%20S.pdf?v=20220829">https://www.obclimited.com/pdf/p&amp;p/09.%20TERMS%20AND%20CONDITIONS%20OF%20APPOINTMENT%20OF%20INDEPENDENT%20DIRECTOR%20S.pdf?v=20220829</a>
3.	Composition of various committees of board of directors	Yes		<a href="https://www.obclimited.com/committee.php">https://www.obclimited.com/committee.php</a>
4.	Code of conduct of board of directors and senior management personnel	Yes		<a href="https://www.obclimited.com/pdf/p&amp;p/12.%20CODE%20OF%20CONDUCT%20FOR%20DIRECTORS%20AND%20SENIOR%20MANAGEMENT%20PERSONNEL.pdf?v=20220829">https://www.obclimited.com/pdf/p&amp;p/12.%20CODE%20OF%20CONDUCT%20FOR%20DIRECTORS%20AND%20SENIOR%20MANAGEMENT%20PERSONNEL.pdf?v=20220829</a>
5.	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		<a href="https://www.obclimited.com/pdf/p&amp;p/04.%20WHISTLE%20BLOWER%20POLICY.pdf?v=20220829">https://www.obclimited.com/pdf/p&amp;p/04.%20WHISTLE%20BLOWER%20POLICY.pdf?v=20220829</a>
6.	Criteria of making payments to non-executive directors	Yes		<a href="https://www.obclimited.com/pdf/p&amp;p/07.%20CRITERIA%20FOR%20MAKING%20PAYMENTS%20TO%20NON-EXECUTIVE%20DIRECTORS.pdf?v=20220829">https://www.obclimited.com/pdf/p&amp;p/07.%20CRITERIA%20FOR%20MAKING%20PAYMENTS%20TO%20NON-EXECUTIVE%20DIRECTORS.pdf?v=20220829</a>
7.	Policy on dealing with related party transactions	Yes		<a href="https://www.obclimited.com/pdf/p&amp;p/01.%20POLICY%20ON%20MATERIALITY%20OF%20RELATED%20PARTY%20TRANSACTIONS.pdf?v=20220829">https://www.obclimited.com/pdf/p&amp;p/01.%20POLICY%20ON%20MATERIALITY%20OF%20RELATED%20PARTY%20TRANSACTIONS.pdf?v=20220829</a>
8.	Policy for determining ‘material’ subsidiaries	Yes		<a href="https://www.obclimited.com/pdf/p&amp;p/10.%20POLICY%20FOR%20DETERMINING%20MATERIAL%20SUBSIDIARIES.pdf?v=20220829">https://www.obclimited.com/pdf/p&amp;p/10.%20POLICY%20FOR%20DETERMINING%20MATERIAL%20SUBSIDIARIES.pdf?v=20220829</a>

9.	Details of familiarization programmes imparted to independent directors	Yes		<a href="https://www.obclimited.com/policies.php">https://www.obclimited.com/policies.php</a>
10.	Email address for grievance redressal and other relevant details	Yes		<a href="https://www.obclimited.com/investor_grievance.php">https://www.obclimited.com/investor_grievance.php</a>
11.	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		<a href="https://www.obclimited.com/investor_grievance.php">https://www.obclimited.com/investor_grievance.php</a>
12.	Financial results	Yes		<a href="https://www.obclimited.com/financial-information.php">https://www.obclimited.com/financial-information.php</a>
13.	Shareholding pattern	Yes		<a href="https://www.obclimited.com/shareholding_pattern.php">https://www.obclimited.com/shareholding_pattern.php</a>
14.	Details of agreements entered into with the media companies and/or their associates	NA		
15.	(I) Schedule of analyst or institutional investor meet (II) Presentations made by the listed entity to analysts or institutional investors simultaneously with submission to stock exchange	NA		
	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		<a href="https://www.obclimited.com/notice.php">https://www.obclimited.com/notice.php</a>
18.	Credit rating or revision in credit rating obtained	Yes		<a href="https://www.obclimited.com/rating.php">https://www.obclimited.com/rating.php</a>
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		<a href="https://www.obclimited.com/other-information.php">https://www.obclimited.com/other-information.php</a>
21.	Materiality Policy as per Regulation 30(4)	Yes		<a href="https://www.obclimited.com/pdf/p&amp;p/05.%20POLICY%20FOR%20DETERMINATION%20OF%20MATERIALITY%20OF%20INFORMATION%20OR%20EVENTS.pdf?v=20250408.02">https://www.obclimited.com/pdf/p&amp;p/05.%20POLICY%20FOR%20DETERMINATION%20OF%20MATERIALITY%20OF%20INFORMATION%20OR%20EVENTS.pdf?v=20250408.02</a>
22.	Disclosure of contact details of KMP who are authorized for the purpose of determining materiality as required under regulation 30(5)	Yes		<a href="https://www.obclimited.com/pdf/p&amp;p/05.%20POLICY%20FOR%20DETERMINATION%20OF%20MATERIALITY%20OF%20INFORMATION%20OR%20EVENTS.pdf?v=20250408.02">https://www.obclimited.com/pdf/p&amp;p/05.%20POLICY%20FOR%20DETERMINATION%20OF%20MATERIALITY%20OF%20INFORMATION%20OR%20EVENTS.pdf?v=20250408.02</a>
23.	Disclosures under regulation 30(8)	Yes		<a href="https://obclimited.com/disclosures-under-regulation-30-of-the-lodr.php">https://obclimited.com/disclosures-under-regulation-30-of-the-lodr.php</a>
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.	26.1 Annual return as provided under section 92 of the Companies Act, 2013	Yes		<a href="https://www.obclimited.com/other-information.php">https://www.obclimited.com/other-information.php</a>
	26.2 Employee Benefit Scheme Documents framed in terms of SEBI (SBEB) Regulations, 2021	NA		
27.	Confirmation that the above disclosures are in a separate section as specified in regulation 46(2)	Yes		<a href="https://obclimited.com/">https://obclimited.com/</a>
28.	Compliance with regulation 46(3) with respect to accuracy of disclosures on the website and timely updating	Yes		<a href="https://obclimited.com/">https://obclimited.com/</a>

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)	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.	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes	
47.	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	
48.	Vacancies in respect Key Managerial Personnel	26A(1) & 26A(2), 26A(3)	Yes	
	Any other information to be provided - Add Notes			

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 material subsidiary as on March 31, 2025.

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

Additional Half-Yearly Disclosure

Disclosures of Loans/Guarantees/Comfort Letters/Securities etc.

I. Disclosure of Loans / guarantees / comfort letters / securities etc.			
(A)Any loan or any other form of debt advanced by the listed entity directly or indirectly to:			
Entity		Aggregate amount advanced during six months	Balance outstanding at the end of six months
Promoter or any other entity controlled by them		0.00	0.00
Promoter Group or any other entity controlled by them		1040000.00	36514334.00
Directors (including relatives) or any other entity controlled by them		0.00	0.00
KMPs or any other entity controlled by them		0.00	0.00
(B) Any guarantee/ comfort letter (by whatever name called) provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by:			
Entity	Type (Guarantee, Comfort Letter, etc.)	Aggregate amount of issuance during six months	Balance outstanding at the end of six months (taking into account any invocation)
Promoter or any other entity controlled by them	NA	0.00	0.00
Promoter Group or any other entity controlled by them	NA	0.00	0.00
Directors (including relatives) or any other entity controlled by them	NA	0.00	0.00
KMPs or any other entity controlled by them	NA	0.00	0.00
(C) Any security provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by:			
Entity	Type of Security (Cash, Shares, etc.)	Aggregate value of security provided during six months	Balance outstanding at the end of six months
Promoter or any other entity controlled by them	NA	0.00	0.00
Promoter Group or any other entity controlled by them	NA	0.00	0.00
Directors (including relatives) or any other entity controlled by them	NA	0.00	0.00
KMPs or any other entity controlled by them	NA	0.00	0.00
(D)Additional Information			
II. Affirmations:		Compliance Status	Company Remarks
All loans (or other form of debt), guarantees, comfort letters (by whatever name called) or securities in connection with any loan(s) (or other form of debt) given directly or indirectly by the listed entity to promoter(s), promoter group, director(s) (including their relatives), key managerial personnel (including their relatives) or any entity controlled by them are in the economic interest of the company.		Yes	
Name: Kapil Mittal			
Designation: CFO			
Place: Raipur			
Date: 23.04.2025			
Notes:			
1. These disclosures shall exclude any loan (or other form of debt), guarantee/comfort letter (by whatever name called) or security provided in connection with any loan or any other form of debt; a) by a government company to/for the Government or government company b) by the listed entity to/for its subsidiary [and joint-venture company] whose accounts are consolidated with the listed entity. c) by a banking company or an insurance company; and d) by the listed entity to its employees or directors as a part of the service conditions			
2. If the Listed Entity would like to provide any other information, the same may be indicated as Para D in the above table.			

**B. INVESTOR GRIEVANCE REDRESSAL REPORT**

Investor Grievance Redressal Report	
No. of Investor Complaints at the Beginning of the Quarter	NIL
No. of Investor Complaints received during the Quarter	NIL
No. of Investor Complaints disposed off during the Quarter	NIL
No. of Investor Complaints those remaining unresolved at the end of the Quarter	NIL

**C. DISCLOSURE OF ACQUISITION OF SHARES OR VOTING RIGHTS IN UNLISTED COMPANIES**

The details of acquisition of shares or voting rights in unlisted companies during the quarter in terms of sub-para 1 of para A of Part A of Schedule III are given below: NA

Sr. No.	Name of the Unlisted Company in which shares or voting rights have been acquired	Date of acquisition	Aggregate holding (% shares or voting rights) as at the end of the previous quarter	% shares or voting rights acquired during the quarter	Aggregate holding (% shares or voting rights) as at the end of the quarter

**D. DISCLOSURE OF IMPOSITION OF FINE OR PENALTY**

The details of imposition of fine or penalty during the quarter in terms of sub-para 20 of para A of Part A of Schedule III are given below: NA

Sr. No.	Name of the Authority	Nature and details of the action(s) taken or order (s) passed	Date of receipt of direction or order, including any ad-interim or interim orders, or any other communication from the authority	Details of the violation(s)/contravention(s) committed or alleged to be committed	Impact on financial, operation or other activities of the listed entity, quantifiable in monetary terms to the extent possible

**E. DISCLOSURE OF UPDATES TO ONGOING TAX LITIGATIONS OR DISPUTES**

The updates on tax litigations or disputes in terms of sub-para 8 of para B of Part A of Schedule III read with corresponding provisions of Annexure 18 of the Master Circular are given below: NA

Sr. No.	Name of the Opposing Party	Date of the initiation of the litigation/dispute	Status of the litigation/dispute as per the last disclosure	Current status of the litigation/dispute