

**General information about company**

Scrip code	543994
NSE Symbol	JSWINFRA
MSEI Symbol	NOTLISTED
ISIN	INE880J01026
Name of the entity	JSW INFRASTRUCTURE LIMITED
Date of start of financial year	01-04-2024
Date of end of financial year	31-03-2025
Reporting Quarter	Half Yearly
Date of Report	30-09-2024
Risk management committee	Applicable
Market Capitalisation as per immediate previous Financial Year	Top 100 listed entities

**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							Textual Information(1)	
Whether the listed entity has a Regular Chairperson							Yes	
Whether Chairperson is related to MD or CEO							No	
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
1	Mr	SAJJAN JINDAL		00017762	Non-Executive - Non Independent Director	Chairperson related to Promoter		05-12-1959
2	Mr	NIRMAL KUMAR JAIN		00019442	Non-Executive - Independent Director	Not Applicable		03-05-1946
3	Mr	ARUN SITARAM MAHESHWARI		01380000	Executive Director	Not Applicable	CEO-MD	14-10-1969
4	Mr	LALIT CHANDANMAL SINGHVI		05335938	Executive Director	Not Applicable		31-08-1963
5	Mr	KANTILAL NARANDAS PATEL		00019414	Non-Executive - Non Independent Director	Not Applicable		30-05-1951
6	Mrs	AMEETA CHATTERJEE		03010772	Non-Executive - Independent Director	Not Applicable		27-12-1972
7	Mr	GERARD EARNEST PAUL DA CUNHA		00406461	Non-Executive - Independent Director	Not Applicable		10-02-1955
8	Mr	AMITABH KUMAR SHARMA		06707535	Non-Executive - Independent Director	Not Applicable		20-05-1971
9	Mr	ANOOP KUMAR MITTAL		05177010	Non-Executive - Independent Director	Not Applicable		05-01-1960

**I. Composition of Board of Directors****Disqualification of Directors under section 164 of the Companies Act, 2013**

Sr	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status
1	No				Active
2	No				Active
3	No				Active
4	No				Active
5	No				Active
6	No				Active
7	No				Active
8	No				Active
9	No				Active

**I. Composition of Board of Directors**

Sr	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 [with reference to proviso to regulation 17A(1) & 17A(2)]	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)	Reason for Cessation	Notes for not providing PAN	Notes for not providing DIN
1	NA		05-05-2023	05-05-2023			3	0	0	0			
2	Yes	28-12-2022	21-04-2006	09-11-2022		82	3	3	8	3			
3	NA		18-04-2019	18-04-2024			1	0	0	0			
4	NA		09-11-2017	09-11-2022			1	0	1	0			
5	NA		27-10-2006				3	1	7	2			
6	NA		30-03-2015	31-08-2020		114	4	4	8	3			
7	NA		28-03-2023	28-03-2023		18	1	1	1	0			
8	NA		28-03-2023	28-03-2023		18	1	1	1	0			
9	NA		15-04-2024	15-04-2024		6	3	3	4	0			

**Text Block**

Textual Information(1)

As per Reg 17(1A) of SEBI (LODR) Regulations, 2015, Mr. Nirmal Kumar Jain is the only Director to have attained the age of 75 years for which the Company has passed the special resolution on December 28, 2022.  
For all the other Directors viz Independent Director, the appointment/re-appointment has been passed through special resolution pursuant to the applicable provisions of the Companies Act, 2013 and SEBI (LODR) Regulations, 2015.

<b>Annexure 1</b>	
<b>II. Composition of Committees</b>	
Disclosure of notes on composition of committees explanatory	Textual Information(1)

**Annexure 1 Text Block**

Textual Information(1)

Date of appointment tab - in the previous filing was taken as the original date of appointment on the Board.  
Now the report has been filed with the date of appointment in the respective Committees.

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	03010772	AMEETA CHATTERJEE	Non-Executive - Independent Director	Chairperson	30-03-2015		
2	00019442	NIRMAL KUMAR JAIN	Non-Executive - Independent Director	Member	02-05-2007		
3	00019414	KANTILAL NARANDAS PATEL	Non-Executive - Non Independent Director	Member	05-05-2018		
4	06707535	AMITABH KUMAR SHARMA	Non-Executive - Independent Director	Member	24-04-2024		

<b>Nomination and remuneration committee</b>							
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	03010772	AMEETA CHATTERJEE	Non-Executive - Independent Director	Chairperson	30-03-2015		
2	00019442	NIRMAL KUMAR JAIN	Non-Executive - Independent Director	Member	30-03-2015		
3	00019414	KANTILAL NARANDAS PATEL	Non-Executive - Non Independent Director	Member	08-12-2017		

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	03010772	AMEETA CHATTERJEE	Non-Executive - Independent Director	Chairperson	26-12-2022		
2	00019442	NIRMAL KUMAR JAIN	Non-Executive - Independent Director	Member	26-12-2022		
3	05335938	LALIT CHANDANMAL SINGHVI	Executive Director	Member	26-12-2022		

Risk Management Committee							
Whether the Risk Management 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	03010772	AMEETA CHATTERJEE	Non-Executive - Independent Director	Chairperson	26-12-2022		
2	00019442	NIRMAL KUMAR JAIN	Non-Executive - Independent Director	Member	26-12-2022		
3	01380000	ARUN SITARAM MAHESHWARI	Executive Director	Member	26-12-2022		
4	05335938	LALIT CHANDANMAL SINGHVI	Executive Director	Member	26-12-2022		

<b>Corporate Social Responsibility Committee</b>							
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	03010772	AMEETA CHATTERJEE	Non-Executive - Independent Director	Chairperson	30-03-2015		
2	00019442	NIRMAL KUMAR JAIN	Non-Executive - Independent Director	Member	30-03-2015		
3	00406461	GERARD EARNEST PAUL DA CUNHA	Non-Executive - Independent Director	Member	28-03-2023		

Other Committee						
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks
1	03010772	AMEETA CHATTERJEE	COMPENSATION COMMITTEE	Non-Executive - Independent Director	Chairperson	
2	00019442	NIRMAL KUMAR JAIN	COMPENSATION COMMITTEE	Non-Executive - Independent Director	Member	
3	06707535	AMITABH KUMAR SHARMA	COMPENSATION COMMITTEE	Non-Executive - Independent Director	Member	

**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)	Total Number of Directors as on date of the meeting	Number of Directors present* (All directors including Independent Director)	No. of Independent Directors attending the meeting*
1	15-04-2024				Yes	8	7	4
2	03-05-2024		17		Yes	9	8	4
3	27-05-2024		23		Yes	9	8	5
4	27-06-2024		30		Yes	9	8	5
5		18-07-2024	20		Yes	9	9	5
6		19-07-2024	0		Yes	9	7	4
7		01-08-2024	12		Yes	9	8	5
8		09-09-2024	38		Yes	9	7	4

## Annexure 1

### IV. Meeting of Committees

Disclosure of notes on meeting of committees explanatory										
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)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors Present (All Directors including Independent Director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
1	Audit Committee	15-04-2024				Yes	3	3	2	0
2	Audit Committee	03-05-2024	17			Yes	4	3	2	0
3	Audit Committee	27-06-2024	54			Yes	4	4	3	0
4	Audit Committee	18-07-2024	20			Yes	4	4	3	0
5	Nomination and remuneration committee	15-04-2024				Yes	3	3	2	0
6	Nomination and remuneration committee	02-05-2024	16			Yes	3	2	1	0

**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)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors Present (All Directors including Independent Director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
7	Nomination and remuneration committee	01-08-2024	90			Yes	3	3	2	0
8	Risk Management Committee	18-07-2024				Yes	4	4	2	0
9	Corporate Social Responsibility Committee	02-05-2024				Yes	3	2	2	0

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

## 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 1000 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

**Annexure 1**

Sr	Subject	Compliance status
1	Name of signatory	Gazal Qureshi
2	Designation	Company Secretary and Compliance Officer

**Annexure III**

**III. Affirmations**

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website	46(2)	Yes	
2	Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes	
3	Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	Yes	
4	Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting	20(3)	Yes	
5	Disclosure of the Secretarial Audit Report of the listed entity and the material subsidiaries in the Annual Report	24A(1)	Yes	
6	Submission of Annual Secretarial Compliance Report	24A(2)	Yes	
7	Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes	
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**Annexure III**

1	Name of signatory	Gazal Qureshi
2	Designation	Company Secretary and Compliance Officer

<b>Additional Half yearly Disclosure</b>			
Applicability of disclosure	Applicable		
Reason for Non Applicability	Textual Information(1)		
<b>I. Disclosure of Loans/ guarantees/comfort letters /securities etc.refer note below</b>			
(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	25668920989.4496	
Promoter Group or any other entity controlled by them	0	0	
Directors (including relatives) or any other entity controlled by them	0	0	
KMPs or any other entity controlled by them	0	0	
<b>(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</b>			
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	0	0	10150674231.25
Promoter Group or any other entity controlled by them	0	0	0
Directors (including relatives) or any other entity controlled by them	0	0	0
KMPs or any other entity controlled by them	0	0	0
<b>(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</b>			
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	0	0	0
Promoter Group or any other entity controlled by them	0	0	0
Directors (including relatives) or any other entity controlled by them	0	0	0
KMPs or any other entity controlled by them	0	0	0
(D) Additional Information			Textual Information(2)
<b>II. Affirmations</b>			
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	Textual Information(3)
Name	Lalit Singhvi		
Designation	CFO		
Place	Mumbai		
Date	18-10-2024		

<b>Details of Cyber security incidence</b>		
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
Number of cyber security incidence or breaches or loss of data event occurred during the quarter		
Sr.	Date of the event	Brief details of the event

**Signatory Details**

Name of signatory	Gazal Qureshi
Designation of person	Company Secretary and Compliance Officer
Place	MUMBAI
Date	18-10-2024