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### General information about company

Scrip code	533207
NSE Symbol	JPINFRATEC
MSEI Symbol	NOTLISTED
ISIN	INE099J01015
Name of the entity	JAYPEE INFRATECH LIMITED
Date of start of financial year	01-04-2020
Date of end of financial year	31-03-2021
Reporting Quarter	Yearly
Date of Report	31-03-2021
Risk management committee	Not Applicable
Market Capitalisation as per immediate previous Financial Year	Top 2000 listed entities

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ended date only

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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																	Add Notes			
Whether the listed entity has a Regular Chairperson																	Yes			
Whether Chairperson is related to MD or CEO																	Yes			
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	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 (Refer Regulation 17A(1) of Listing Regulations)	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)	Notes for not providing PAN	Notes for not providing DIN
Add Delete																				
1	Mr	Manoj Gaur	AAOPG1931A	00008480	Executive Director	Chairperson		16-06-1964	NA		05-04-2007	07-05-2016			3	0	0	0		
2	Mr	Sunil Kumar Sharma	ABKPS1549R	00008125	Non-Executive - Non Independent Director	Not Applicable		01-07-1959	NA		05-04-2007	05-04-2007			3	0	6	1		
3	Mr	Sameer Gaur	AAOPG1933C	00009496	Non-Executive - Non Independent Director	Not Applicable		22-04-1971	NA		05-04-2007	01-08-2016			1	0	1	0		
4	Ms	Rekha Dixit	AAJPD9198H	00913685	Non-Executive - Non Independent Director	Not Applicable		09-08-1958	NA		28-05-2010	01-06-2016			1	0	2	0		
5	Mr	Rakesh Sharma	ABKPS1562Q	00009952	Non-Executive - Non Independent Director	Not Applicable		05-06-1960	NA		14-03-2012	01-04-2015			1	0	1	0		
6	Mr	Basant Kumar Goswami (tendered resignation)	AAVPG7152Q	00003782	Non-Executive - Independent Director	Not Applicable		29-01-1935	No		16-11-2009	01-10-2014		47	1	1	1	1		
7	Mr	Brij Behari Tandon (tendered resignation)	AAAPT1143M	00740511	Non-Executive - Independent Director	Not Applicable		30-06-1941	No		16-11-2009	01-10-2014		46	1	1	0	0		
8	Mr	Sundaram Balasubramanian (tendered resignation)	AADPB8034A	02849971	Non-Executive - Independent Director	Not Applicable		03-11-1942	No		16-11-2009	01-10-2014		46	1	1	0	0		
9	Mr	Lalit Bhasin (tendered resignation but not accepted)	AADPB2550A	00002114	Non-Executive - Independent Director	Not Applicable		14-08-1968	NA		09-02-2015			43	1	1	0	0		
10	Mr	Sham Lal Mohan (tendered resignation but not accepted)	AALPM2005Q	00028126	Non-Executive - Independent Director	Not Applicable		10-02-1945	No		23-11-2016			21	1	1	2	0		
11	Mr	Keshav Prasad Rau (tendered resignation)	ABQPR4165G	02327446	Non-Executive - Independent Director	Not Applicable		11-10-1947	NA		31-07-2017			13	1	1	0	0		
12	Mr	Shanti Sarup Gupta (tendered resignation)	ADBPG9778R	02284265	Non-Executive - Independent Director	Not Applicable		13-07-1943	No		31-07-2017			12	1	1	0	0		

**The following Notes are appended in the “Add Notes” button in Annexure – I  
I – Composition of Board of Directors**

**Note**

1. The Company was under CIR Process from 9-8-2017. Further, the period of 180 days recommenced vide Order dated 9-8-2018 of Hon'ble Supreme Court of India from the date of the said order. Consequently, the powers of the Board had vested in and exercised by Interim Resolution Professional.
2. The Hon'ble NCLT, vide its order dated 28.01.2019 extended the period of Insolvency Resolution Process of the Company for another 90 days beyond the period of 180 days. The aforesaid period of 90 days, came to an end on 06.05.2019. The Hon'ble NCLT, Allahabad, in an application filed by the IDBI Bank directed per its order dated 06.05.2019/21.05.2019 that CoC and Interim Resolution Professional (IRP) must be allowed to proceed further with the CIRP process in accordance with law.
3. Hon'ble Supreme vide its order dated 06-11-2019 directed the IRP to complete the CIRP within a period of 90 days from the date of the said order. As per directions of the order, IRP invited the Resolution Plans from two Resolution Applicants. The Committee of Creditors approved the resolution plan submitted by NBCC (India) Limited and IRP filed the same with Hon'ble NCLT for its approval. The Hon'ble NCLT, Principal Bench, New Delhi approved the Resolution plan of the NBCC (India) Limited with certain modification on 03.03.2020. The, successful Resolution Applicant, NBCC (India) Limited filed an appeal with NCLAT on 20.03.2020 against the aforesaid order. The Hon'ble NCLAT vide its interim order dated 22.04.2020 directed that an Interim Monitoring Committee may be formed and the Resolution Plan may be implemented. The successful Resolution Applicant NBCC (India) Limited, three financial Creditors and Interim Resolution Professional have formed an Interim Monitoring Committee (IMC). The successful Resolution applicant has not implemented the Resolution Plan.

Hon'ble Supreme Court in the Civil Appeal Diary No(s). 14741/2020 between Jaypee Kensington Boulevard Apartments Welfare Association & Ors. Vs NBCC (India) Ltd & Ors. vide its order dated 06.08.2020 has transferred all the pending appeals/cases with NCLAT to itself i.e. to Supreme Court to avoid further delay in execution of scheme. Further, it stayed the order dated 22.04.2020 and in the meanwhile Hon'ble Supreme Court has ordered the Interim Resolution Professional (IRP) to manage the affairs of the company. The arguments in the matter before Hon'ble Supreme Court concluded on 8th October, 2020 and Hon'ble Supreme Court of India vide its order dated 24<sup>th</sup> March, 2021 has directed to complete CIR process within 45 days from the date of the order while inviting resolution plan from Suraksha and NBCC only.

4. Seven Independent Directors from Sl. 6 to 12 resigned w.e.f. 10-9-2018, 17-8-2018, 24-8-2018, 12-9-2018, 17-9-2018, 9-9-2018 & 17-8-2018 respectively. As informed to the stock exchanges with each intimation of resignations tendered by the Independent Directors during the quarter ended 30-09-2018, the same was placed for approval by the Committee of Creditors, in terms of the provisions of Section 28(1)(j) of the Insolvency and Bankruptcy Code, 2016. As reported in our disclosure dated 23-10-2018, the resolution for acceptance of resignations requiring approval by 66% voting rights was deemed to be rejected since 41.38% abstained from voting (which is considered as negative vote under IBC).
5. Pursuant to sub-regulation (2A) and (2B) in Regulation 15 in LODR, the Company is fully exempt from the provisions of Regulation 17, 18, 19, 20 and 21, including with regard to holding requisite number of meetings in a year and composition of the Board of Directors, continuation of directorship of a non-executive director who has attained the age of seventy five years unless a special resolution is passed to that effect, Audit Committee, Nomination and Remuneration Committee, Stakeholders Relationship Committee and Risk Management Committee.

By reason of Point no. 4 and 5 mentioned above, the Company has not passed any special resolution pursuant to regulation 17(1A) of Listing Regulations.

6. As the Independent Directors have tendered their resignations as mentioned in Para 4 above, the details of directorships and Committee Membership/ Chairmanship in other companies are not available and hence, the details are being given in respect of this company only.
7. The detailed Corporate Governance Report in PDF format with Notes appended thereto at its various sections is available on the website of the Company.

Annexure 1

II. Composition of Committees

Disclosure of notes on composition of committees explanatory

Add Notes

For this quarter kindly note the following points:

1. Date of Appointment and Date of Cessation (if applicable) must be mandatorily filled for every Committee.
2. Date of Appointment can be any day upto September 30, 2020.
3. Date of Cessation must be for the current quarter only, i.e. July 1,2020 to September 30,2020.

Note: Please enter DIN. After entering DIN, Name of Committee members and Category 1 of Directors shall be prefilled automatically

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	00003782	Basant Kumar Goswami (tendered resignation)	Non-Executive - Independent Director	Chairperson	16-11-2009		158
2	00028126	Sham Lal Mohan (tendered resignation)	Non-Executive - Independent Director	Member	31-07-2017		159
3	00009952	Rakesh Sharma	Non-Executive - Non Independent Director	Member	27-05-2017		
4							
5							
6							
7							
8							
9							
10							

Note: Please enter DIN. After entering DIN, Name of Committee members and Category 1 of Directors shall be prefilled automatically

Nomination and remuneration committee							
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	00740511	Brij Behari Tandon (tendered resignation)	Non-Executive - Independent Director	Chairperson	09-12-2016		160
2	00002114	Lalit Bhasin (tendered resignation)	Non-Executive - Independent Director	Member	31-07-2017		161
3	00008125	Sunil Kumar Sharma	Non-Executive - Non Independent Director	Member	21-12-2007		
4							
5							
6							
7							
8							
9							
10							

Note: Please enter DIN. After entering DIN, Name of Committee members and Category 1 of Directors shall be prefilled automatically

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	00008125	Sunil Kumar Sharma	Non-Executive - Non Independent Director	Chairperson	16-11-2009		
2	00028126	Sham Lal Mohan (tendered resignation)	Non-Executive - Independent Director	Member	13-02-2017		162
3	00009496	Sameer Gaur	Non-Executive - Non Independent Director	Member	16-11-2009		
4							
5							
6							
7							
8							

10							
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Risk Management Committee							
Whether the Risk Management Committee has a Regular Chairperson							
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1							
2							
3							
4							
5							
6							
7							
8							
9							
10							

Note: Please enter DIN. After entering DIN, Name of Committee members and Category 1 of Directors shall be prefilled automatically

Corporate Social Responsibility Committee							
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	00740511	Brij Behari Tandon (tendered resigna	Non-Executive - Independent Director	Chairperson	31-07-2017		163
2	00008125	Sunil Kumar Sharma	Non-Executive - Non Independent Director	Member	13-02-2017		
3	00913685	Rekha Dixit	Non-Executive - Non Independent Director	Member	26-05-2014		
4							
5							
6							
7							
8							
9							
10							

Other Committee						
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks
1						
2						
3						
4						
5						
6						
7						
8						
9						
10						

**The following Notes are appended in the “Add Notes” button in Annexure 1**

**II – Composition of Committees**

**Notes**

1. The Company was under CIR Process from 9-8-2017. Further, the period of 180 days recommenced vide Order dated 9-8-2018 of Hon'ble Supreme Court of India from the date of the said order. Consequently, the powers of the Board had vested in and exercised by Interim Resolution Professional.
2. The Hon'ble NCLT, vide its order dated 28.01.2019 extended the period of Insolvency Resolution Process of the Company for another 90 days beyond the period of 180 days. The aforesaid period of 90 days, came to an end on 06.05.2019. The Hon'ble NCLT, Allahabad, in an application filed by the IDBI Bank directed per its order dated 06.05.2019/21.05.2019 that CoC and Interim Resolution Professional (IRP) must be allowed to proceed further with the CIRP process in accordance with law.
3. Hon'ble Supreme vide its order dated 06-11-2019 directed the IRP to complete the CIRP within a period of 90 days from the date of the said order. As per directions of the order, IRP invited the Resolution Plans from two Resolution Applicants. The Committee of Creditors approved the resolution plan submitted by NBCC (India) Limited and IRP filed the same with Hon'ble NCLT for its approval. The Hon'ble NCLT, Principal Bench, New Delhi approved the Resolution plan of the NBCC (India) Limited with certain modification on 03.03.2020. The, successful Resolution Applicant, NBCC (India) Limited filed an appeal with NCLAT on 20.03.2020 against the aforesaid order. The Hon'ble NCLAT vide its interim order dated 22.04.2020 directed that an Interim Monitoring Committee may be formed and the Resolution Plan may be implemented. The successful Resolution Applicant NBCC (India) Limited, three financial Creditors and Interim Resolution Professional have formed an Interim Monitoring Committee (IMC). The successful Resolution applicant has not implemented the Resolution Plan.

Hon'ble Supreme Court in the Civil Appeal Diary No(s). 14741/2020 between Jaypee Kensington Boulevard Apartments Welfare Association & Ors. Vs NBCC (India) Ltd & Ors. vide its order dated 06.08.2020 has transferred all the pending appeals/cases with NCLAT to itself i.e. to Supreme Court to avoid further delay in execution of scheme. Further, it stayed the order dated 22.04.2020 and in the meanwhile Hon'ble Supreme Court has ordered the Interim Resolution Professional (IRP) to manage the affairs of the company. The arguments in the matter before Hon'ble Supreme Court concluded on 8th October, 2020 and Hon'ble Supreme Court of India vide its order dated 24<sup>th</sup> March, 2021 has directed to complete CIR process within 45 days from the date of the order while inviting resolution plan from Suraksha and NBCC only.

4. As informed to the stock exchanges with each intimation of resignations tendered by the Independent Directors during the quarter ended 30-09-2018, the same was placed for approval by the Committee of Creditors, in terms of the provisions of Section 28(1)(j) of the Insolvency and Bankruptcy Code, 2016. As reported in our disclosure dated 23-10-2018, the resolution for acceptance of resignations requiring approval by 66% voters was deemed to be rejected since 41.38% voters abstained from voting (which is considered as negative vote under IBC). In view of resignation by seven Independent Directors, please refer to the remark against each independent director who is member of below committees.
5. Pursuant to sub-regulation (2A) and 2(B) in Regulation 15 in LODR, the entire provisions of Regulation 17, 18, 19, 20 and 21, including with regard to holding requisite number of meetings in a year and composition of the Board of Directors, Audit Committee, Nomination and Remuneration Committee, Stakeholders Relationship Committee and Risk Management Committee, are not applicable.

**The following Remarks are appended against the following directors in the column “Remarks” under respective Remark No.**

**Annexure – I**

**II – Composition of Committees**

**Audit Committee Details**

**Remark No. Remark**  
**158 In respect of Mr. Basant Kumar Goswami**

Since the Company was under CIR Process, the powers of the Board & its committees were vested in IRP/RP. Regulation 15 (2A) and 15 (2B) mandates that provisions of Regulations 17, 18, 19, 20 and 21 shall not apply during CIRP and roles and responsibilities under respective regulations shall be fulfilled by the IRP/RP.

Shri B. K. Goswami - Resigned w.e.f. 10-9-2018. However, Resolution was placed before Committee of Creditors for acceptance on 17-10-2018. It required 66% votes. Since 41.38% abstained from voting which is considered negative vote under IBC, resolution was deemed as rejected.

**159 In respect of Mr. Sham Lal Mohan**

Since the Company remained under CIR Process, the powers of the Board & its committees were vested in IRP/RP. Regulation 15 (2A) and 15 (2B) mandates that provisions of Regulations 17, 18, 19, 20 and 21 shall not apply during CIRP and roles and responsibilities under respective regulations shall be fulfilled by the IRP/RP.

Shri Sham Lal Mohan - Resigned w.e.f. 17-9-2018. However, Resolution was placed before CoC for acceptance on 17-10-2018. It required 66% votes. Since 41.38% abstained from voting which is considered negative vote under IBC, resolution was deemed as rejected.



## **Nomination and Remuneration Committee**

**Remark No. 160      Remark**  
**In respect of Mr. Brij Behari Tandon**

Since the Company remained under CIR Process, the powers of the Board & its committees were vested in IRP/RP. Regulation 15 (2A) and 15 (2B) mandates that provisions of Regulations 17, 18, 19, 20 and 21 shall not apply during CIRP and roles and responsibilities under respective regulations shall be fulfilled by the IRP/RP.

Shri Brij Behari Tandon - Resigned w.e.f. 17-8-2018. However, Resolution was placed before CoC for acceptance on 17-10-2018. It required 66% votes. Since 41.38% abstained from voting which is considered negative vote under IBC, resolution was deemed as rejected.

**Remark No. 161      Remark**  
**In respect of Mr. Lalit Bhasin**

Since the Company remained under CIR Process, the powers of the Board & its committees were vested in IRP/RP. Regulation 15 (2A) and 15 (2B) mandates that provisions of Regulations 17, 18, 19, 20 and 21 shall not apply during CIRP and roles and responsibilities under respective regulations shall be fulfilled by the IRP/RP.

Shri Lalit Bhasin - Resigned w.e.f. 12-9-2018. However, Resolution was placed before CoC for acceptance on 17-10-2018. It required 66% votes. Since 41.38% abstained from voting which is considered negative vote under IBC, resolution was deemed as rejected.

## **Stakeholders Relationship Committee**

<b>Remark No.</b>	<b>Remark</b>
<b>162</b>	<b>In respect of Mr. Sham Lal Mohan</b>

Since the Company remained under CIR Process, the powers of the Board & its committees were vested in IRP/RP. Regulation 15 (2A) and 15 (2B) mandates that provisions of Regulations 17, 18, 19, 20 and 21 shall not apply during CIRP and roles and responsibilities under respective regulations shall be fulfilled by the IRP/RP.

Shri Sham Lal Mohan - Resigned w.e.f. 17-9-2018. However, Resolution was placed before CoC for acceptance on 17-10-2018. It required 66% votes. Since 41.38% abstained from voting which is considered negative vote under IBC, resolution was deemed as rejected.

## **Corporate Social Responsibility Committee**

<b>Remark No.</b>	<b>Remark</b>
<b>163</b>	<b>In respect of Brij Behari Tandon</b>

Since the Company remained under CIR Process, the powers of the Board & its committees were vested in IRP/RP. Regulation 15 (2A) and 15 (2B) mandates that provisions of Regulations 17, 18, 19, 20 and 21 shall not apply during CIRP and roles and responsibilities under respective regulations shall be fulfilled by the IRP/RP.

Shri Brij Behari Tandon - Resigned w.e.f. 17-8-2018. However, Resolution was placed before CoC for acceptance on 17-10-2018. It required 66% votes. Since 41.38% abstained from voting which is considered negative vote under IBC, resolution was deemed as rejected.

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Disclosure of notes on meeting of board of directors explanatory

[Add Notes](#)

Sr	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)	Notes for not providing Date	Whether requirement of Quorum met (Yes/No)	Number of Directors present*	No. of Independent Directors attending the meeting*

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\* to be filled in only for the current quarter meetings

**The following Notes are appended in the “Add Notes” button in Annexure – I**

**III – Meeting of Board of Directors**

**Note**

Pursuant to sub-regulation (2A) in Regulation 15 in LODR, the provisions of Regulation 17 including with regard to meetings of Board are not applicable during the period of CIR Process.

Consequently, no meeting of the Board has been held during the reporting quarter, i.e. January – March, 2021.

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Disclosure of notes on meeting of committees explanatory

[Add Notes](#)

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)	Number of Directors present*	No. of Independent Directors attending the meeting*
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\* to be filled in only for the current quarter meetings

**The following Notes are appended in the “Add Notes” button in Annexure – I**

**IV – Meeting of Committees**

**Note**

Pursuant to sub-regulation (2B) in Regulation 15 in LODR, the provisions of Regulation 18, 19, 20 and 21, including with regard to meetings of Committees of the Board are not applicable during the period of CIR Process.

Consequently, no meeting of any Committee of the Board has been held during reporting quarter, i.e, January – March, 2021.

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**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	NA	
2	Whether shareholder approval obtained for material RPT	NA	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	NA	
Disclosure of notes on related party transactions			<a href="#">Add Notes</a>
Disclosure of notes of material transaction with related party			<a href="#">Add Notes</a>

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**The following Notes are appended in the “Add Notes” button in Annexure – I**

**V – Related Party Transactions**

**Note**

This section is not applicable due to the fact that the Company was under Corporate Insolvency Resolution Process by virtue of Order dated 9-8-2017 of Hon'ble National Company Law Tribunal and the period of 180 days has recommenced vide Order dated 9-8-2018 of Hon'ble Supreme Court of India from the date of the said order that has been further extended by 90 days by NCLT vide order dated 28-1-2019. The aforesaid period of 90 days came to an end on 06-05-2019. The Hon'ble NCLT, Allahabad in an application filed by the IDBI Bank directed as per its order dated 06-05-2019/21-05-2019 that CoC and IRP must be allowed to proceed further with the CIRP process in accordance with law.

Hon'ble Supreme vide its order dated 06-11-2019 directed the IRP to complete the CIRP within a period of 90 days from the date of the said order. As per directions of the order, IRP invited the Resolution Plans from two Resolution Applicants. The Committee of Creditors approved the resolution plan submitted by NBCC (India) Limited and IRP filed the same with Hon'ble NCLT for its approval. The Hon'ble NCLT, Principal Bench, New Delhi approved the Resolution plan of the NBCC (India) Limited with certain modification on 03.03.2020. The, successful Resolution Applicant, NBCC (India) Limited filed an appeal with NCLAT on 20.03.2020 against the aforesaid order. The Hon'ble NCLAT vide its interim order dated 22.04.2020 directed that an Interim Monitoring Committee may be formed and the Resolution Plan may be implemented. The successful Resolution Applicant NBCC (India) Limited, three financial Creditors and Interim Resolution Professional have formed an Interim Monitoring Committee (IMC). The successful Resolution applicant has not implemented the Resolution Plan.

Hon'ble Supreme Court in the Civil Appeal Diary No(s). 14741/2020 between Jaypee Kensington Boulevard Apartments Welfare Association & Ors. Vs NBCC (India) Ltd & Ors. vide its order dated 06.08.2020 has transferred all the pending appeals/cases with NCLAT to itself i.e. to Supreme Court to avoid further delay in execution of scheme. Further, it stayed the order dated 22.04.2020 and in the meanwhile Hon'ble Supreme Court has ordered the Interim Resolution Professional (IRP) to manage the affairs of the company. The arguments in the matter before Hon'ble Supreme Court concluded on 8th October, 2020 and Hon'ble Supreme Court of India vide its order dated 24<sup>th</sup> March, 2021 has directed to complete CIR process within 45 days from the date of the order while inviting resolution plan from Suraksha and NBCC only.

The powers of the Board and its committees remained suspended and the affairs of the Company were/are being managed by the IRP/Interim Monitoring Committee.



## Annexure II

## Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)

## I. Disclosure on website in terms of Listing Regulations

Sr	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="http://www.jaypeeinfotech.com/index.html">http://www.jaypeeinfotech.com/index.html</a>
2	Terms and conditions of appointment of independent directors	Yes		Terms_ID.pdf
3	Composition of various committees of board of directors	Yes		Committee_Composition.pdf
4	Code of conduct of board of directors and senior management personnel	Yes		CONDUCT%20_Final.pdf
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		Vigil-Mechanism.pdf
6	Criteria of making payments to non-executive directors	Yes		Criteria-for-payment-to-Non-executive-Directors.pdf
7	Policy on dealing with related party transactions	Yes		Related-Party-Transactions.pdf
8	Policy for determining 'material' subsidiaries	Yes		Material-Subsidiaries-Template.pdf
9	Details of familiarization programmes imparted to independent directors	NA		
10	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		<a href="http://www.jaypeeinfotech.com/jp%20infotech/Contacts-Details-for-Investors.pdf">http://www.jaypeeinfotech.com/jp%20infotech/Contacts-Details-for-Investors.pdf</a>
11	email address for grievance redressal and other relevant details	Yes		ontacts-Details-for-Investors.pdf
12	Financial results	Yes		<a href="http://www.jaypeeinfotech.com/fresults.html">http://www.jaypeeinfotech.com/fresults.html</a>
13	Shareholding pattern	Yes		rn.html
14	Details of agreements entered into with the media companies and/or their associates	NA		
15	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		
16	New name and the old name of the listed entity	NA		
17	Advertisements as per regulation 47 (1)	Yes		<a href="http://www.jaypeeinfotech.com/sebi.html">http://www.jaypeeinfotech.com/sebi.html</a>
18	Credit rating or revision in credit rating obtained	Yes		<a href="http://www.jaypeeinfotech.com/sebi.html">http://www.jaypeeinfotech.com/sebi.html</a>
19	Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	Yes		<a href="http://www.jaypeeinfotech.com/subsidiary.html">http://www.jaypeeinfotech.com/subsidiary.html</a>
20	Whether company has provided information under separate section on its website as per Regulation 46(2)	Yes		<a href="http://www.jaypeeinfotech.com/sebi.html">http://www.jaypeeinfotech.com/sebi.html</a>
21	Materiality Policy as per Regulation 30	Yes		Materiality-of-Events.pdf
22	Dividend Distribution policy as per Regulation 43A (as applicable)	NA		
23	It is certified that these contents on the website of the listed entity are correct	Yes		<a href="http://www.jaypeeinfotech.com/sebi.html">http://www.jaypeeinfotech.com/sebi.html</a>
24	Disclosure of notes on website in terms of Listing Regulations explanatory [Text Block]		<a href="#">Add Notes</a>	

**The following Notes are appended in the “Add Notes” button in Annx. – II**

**I – Disclosure on website in terms of Listing Regulations**

**Note**

The detailed Corporate Governance Report in PDF format with Notes appended thereto at its various sections is available on the website of the Company.

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## 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 <b>a. Audit Committee</b>	Yes
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. <b>b. Nomination &amp; remuneration committee</b>	Yes
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. <b>c. Stakeholders relationship committee</b>	Yes
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. <b>d. Risk management committee (applicable to the top 500 listed entities)</b>	NA
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
9	<b>Any comments/observations/advice of Board of Directors may be mentioned here:</b>	<a href="#">Add Notes</a>

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## Annexure 1

Sr	Subject	Compliance status
1	Name of signatory	Surender Kumar Mata
2	Designation	Company Secretary and Compliance Officer

**The following Notes are appended in the “Add Notes” button in Annexure – I**

## **VI – Affirmations**

### **Note**

The Company was under CIR Process since 9-8-2017 and the period of 180 days has recommenced vide Order dated 9-8-2018 of Hon'ble Supreme Court of India from the date of the said order. Consequently, the powers of the Board remained suspended.

Hon'ble Supreme vide its order dated 06-11-2019 directed the IRP to complete the CIRP within a period of 90 days from the date of the said order. As per directions of the order, IRP invited the Resolution Plans from two Resolution Applicants. The Committee of Creditors approved the resolution plan submitted by NBCC (India) Limited and IRP filed the same with Hon'ble NCLT for its approval. The Hon'ble NCLT, Principal Bench, New Delhi approved the Resolution plan of the NBCC (India) Limited with certain modification on 03.03.2020. The, successful Resolution Applicant, NBCC (India) Limited filed an appeal with NCLAT on 20.03.2020 against the aforesaid order. The Hon'ble NCLAT vide its interim order dated 22.04.2020 directed that an Interim Monitoring Committee may be formed and the Resolution Plan may be implemented. The successful Resolution Applicant NBCC (India) Limited, three financial Creditors and Interim Resolution Professional have formed an Interim Monitoring Committee (IMC). The successful Resolution applicant has not implemented the Resolution Plan.

Hon'ble Supreme Court in the Civil Appeal Diary No(s). 14741/2020 between Jaypee Kensington Boulevard Apartments Welfare Association & Ors. Vs NBCC (India) Ltd & Ors. vide its order dated 06.08.2020 has transferred all the pending appeals/cases with NCLAT to itself i.e. to Supreme Court to avoid further delay in execution of scheme. Further, it stayed the order dated 22.04.2020 and in the meanwhile Hon'ble Supreme Court has ordered the Interim Resolution Professional (IRP) to manage the affairs of the company. The arguments in the matter before Hon'ble Supreme Court concluded on 8th October, 2020 and Hon'ble Supreme Court of India vide its order dated 24<sup>th</sup> March, 2021 has directed to complete CIR process within 45 days from the date of the order while inviting resolution plan from Suraksha and NBCC only.

Pursuant to sub-regulation (2A) and (2B) of Regulation 15 of LODR, Regulation 17, 18, 19, 20 and 21 are not applicable during CIR Process.

In view of the above facts:

a) Affirmations in Para 1, 2, 3, 4, 6, 7 & 8 in case of the Company should be read/construed as not applicable.

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<b>II. Annual Affirmations</b>				
<b>Sr</b>	<b>Particulars</b>	<b>Regulation Number</b>	<b>Compliance status (Yes/No/NA)</b>	<b>If status is "No" details of non-compliance may be given here.</b>
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(1B)	NA	
3	Meeting of Board of directors	17(2)	NA	
4	Quorum of Board meeting	17(2A)	NA	
5	Review of Compliance Reports	17(3)	NA	
6	Plans for orderly succession for appointments	17(4)	NA	
7	Code of Conduct	17(5)	Yes	
8	Fees/compensation	17(6)	NA	
9	Minimum Information	17(7)	NA	
10	Compliance Certificate	17(8)	NA	
11	Risk Assessment & Management	17(9)	NA	
12	Performance Evaluation of Independent Directors	17(10)	NA	
13	Recommendation of Board	17(11)	Yes	
14	Maximum number of Directorships	17A	NA	
15	Composition of Audit Committee	18(1)	NA	
16	Meeting of Audit Committee	18(2)	NA	
17	Composition of nomination & remuneration committee	19(1) & (2)	NA	
18	Quorum of Nomination and Remuneration Committee meeting	19(2A)	NA	
19	Meeting of Nomination and Remuneration Committee	19(3A)	NA	
20	Composition of Stakeholder Relationship Committee	20(1), 20(2) & 20(2A)	NA	
21	Meeting of Stakeholders Relationship Committee	20(3A)	NA	
22	Composition and role of risk management committee	21(1),(2),(3),(4)	NA	
23	Meeting of Risk Management Committee	21(3A)	NA	
24	Vigil Mechanism	22	Yes	
25	Policy for related party Transaction	23(1),(1A),(5),(6),(7) & (8)	Yes	
26	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	NA	
27	Approval for material related party transactions	23(4)	NA	
28	Disclosure of related party transactions on consolidated basis	23(9)	Yes	
29	Composition of Board of Directors of unlisted material Subsidiary	24(1)	NA	
30	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	NA	
31	Annual Secretarial Compliance Report	24(A)	Yes	
32	Alternate Director to Independent Director	25(1)	Yes	
33	Maximum Tenure	25(2)	Yes	
34	Meeting of independent directors	25(3) & (4)	NA	
35	Familiarization of independent directors	25(7)	NA	
36	Declaration from Independent Director	25(8) & (9)	NA	

37	D & O Insurance for Independent Directors	25(10)	NA	
38	Memberships in Committees	26(1)	NA	
39	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes	
40	Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes	
41	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes	
<b>Any other information to be provided</b>				<a href="#">Add Notes</a>

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Annexure II		
1	Name of signatory	Surender Kumar Mata
2	Designation	Company Secretary and Compliance Officer

**The following Notes are appended in the “Add Notes” button in Anex. – II**

**VI – Annual Affirmations**

**Note**

The Company was under CIR Process since 9-8-2017 and the period of 180 days has recommenced vide Order dated 9-8-2018 of Hon'ble Supreme Court of India from the date of the said order. Consequently, the powers of the Board remained suspended.

Hon'ble Supreme vide its order dated 06-11-2019 directed the IRP to complete the CIRP within a period of 90 days from the date of the said order. As per directions of the order, IRP invited the Resolution Plans from two Resolution Applicants. The Committee of Creditors approved the resolution plan submitted by NBCC (India) Limited and IRP filed the same with Hon'ble NCLT for its approval. The Hon'ble NCLT, Principal Bench, New Delhi approved the Resolution plan of the NBCC (India) Limited with certain modification on 03.03.2020. The, successful Resolution Applicant, NBCC (India) Limited filed an appeal with NCLAT on 20.03.2020 against the aforesaid order. The Hon'ble NCLAT vide its interim order dated 22.04.2020 directed that an Interim Monitoring Committee may be formed and the Resolution Plan may be implemented. The successful Resolution Applicant NBCC (India) Limited, three financial Creditors and Interim Resolution Professional have formed an Interim Monitoring Committee (IMC). The successful Resolution applicant has not implemented the Resolution Plan.

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The powers of the Board of Directors of the Company stand suspended w.e.f. 9-8-2017 and shall remain suspended till the resolution process is continuing and powers are vested in and are being exercised by the Interim Resolution Professional

Holding meetings of the Board or Committees may not be requisite and would only be considered for compliance purposes and not for conducting any business;

The declaration of affirmation / not applicability mentioned against each annual affirmation at Serial No. 1 to 41 may be construed in accordance with the above facts.

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### Annexure II

#### III. Affirmations

Sr	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	NA
Any other information to be provided		<a href="#">Add Notes</a>

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### Annexure II

1	Name of signatory	Surender Kumar Mata
2	Designation	Company Secretary and Compliance Officer



**The following Notes are appended in the “Add Notes” button in Anex. – II**

**VI – Annual Affirmations Cont.**

**Note**

The Company had approved Material Subsidiary Policy upon commencement of LODR and the same is in place. Subsequently, the Corporate Insolvency Resolution Process (CIRP) commenced from 9-8-2017 and the same is continuing. Consequently, no meetings are being held and therefore, the Corporate Governance requirements with respect to subsidiary are not applicable.

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### Signatory Details

Name of signatory	Surender Kumar Mata
Designation of person	Company Secretary and Compliance Officer
Place	Noida
Date	13-04-2021

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