

# Integrated Governance

## RUCHI INFRASTRUCTURE LIMITED

### General information about company

Scrip code	509020	
NSE Symbol	RUCHINFRA	
MSEI Symbol	NOTLISTED	
ISIN	INE413B01023	
Date of start of financial year	01-04-2025	
Date of end of financial year	31-03-2026	
Reporting Quarter Type	Quarterly	
Date of Quarter Ending	31-12-2025	
Type of company	Equity	
Whether Annexure I (Part A) of the SEBI Circular dated December 31, 2024 related to Compliance Report on Corporate Governance is applicable to the entity?	true	
Whether Annexure I (Part B) of the SEBI Circular dated December 31, 2024 related to Investor Grievance Redressal Report is Applicable to the entity?	true	
Whether Annexure I (Part C) of the SEBI Circular dated December 31, 2024 related to Disclosure of Acquisition of Shares or Voting Rights in Unlisted Companies is Applicable to the entity?	false	Not Applicable for quarter ended 31st December, 2025.
Whether Annexure I (Part D) of the SEBI Circular dated December 31, 2024 related to Disclosure of Imposition of Fine or Penalty is Applicable to the entity?	false	Not Applicable for quarter ended 31st December, 2025.
Whether Annexure I (Part E) of the SEBI Circular dated December 31, 2024 related to Disclosure of Updates to Ongoing Tax Litigations or Disputes is Applicable to the entity?	true	
Risk management committee	false	
Market Capitalisation as per immediate previous Financial Year	Top 2000 listed entities	
Is SCORE ID Available ?	true	
SCORE Registration ID	R00252	
Reason For No SCORE ID		
Type of Submission	Original	
Remarks (website dissemination)		

**Annexure I**

**Annexure I to be submitted by listed entity on quarterly basis**

**I. Composition of Board of Directors**

Disclosure of notes on composition of board of directors explanatory

Whether the listed entity has a Regular Chairperson

true

Whether Chairperson is related to MD or CEO

false

Disqualification of Directors under section 164 of the Companies Act, 2013

Sr no.	Title(Mr/Ms)	Name of the Director	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status	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 pos of Chairpers in Audit/ Stakehold Committe held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)
1	Mr	Narendra Shah	02143172	Executive Director	Not Applicable		false				Active	NA		08-04-2016	01-09-2024			1	0	2	0
2	Mrs	Ruchi Joshi Meratia	07406579	Non-Executive - Independent Director	Not Applicable		false				Active	NA		27-09-2017	27-09-2022		99	3	3	4	1
3	Mr	Mohan Das Kabra	07896243	Non-Executive - Independent Director	Chairperson		false				Active	NA		27-09-2017	27-09-2022		99	1	1	1	1
4	Mr	Parag Chaudhary	07845977	Executive Director	Not Applicable		false				Active	NA		29-06-2020	29-06-2023			1	0	0	0
5	Mr	Ashutosh Pandey	07828687	Non-Executive - Independent Director	Not Applicable		false				Active	NA		16-09-2024	16-09-2024		16	1	1	0	0
6	Mr	Sankalp Ved	10729867	Executive Director	Not Applicable		false				Active	NA		01-09-2024				1	0	1	0

**Annexure I**

**II. Composition of Committees**

Disclosure of notes on composition of committees explanatory

### Audit Committee Details

Whether the Audit Committee has a Regular Chairperson						true	
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	07896243	Mohan Das Kabra	Non-Executive - Independent Director	Chairperson	22-08-2017		
2	02143172	Narendra Shah	Executive Director	Member	18-05-2016		
3	07406575	Ruchi Joshi Meratia	Non-Executive - Independent Director	Member	08-08-2025		

### Nomination and remuneration committee

Whether the Nomination and remuneration committee has a Regular Chairperson							true
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	07406575	Ruchi Joshi Meratia	Non-Executive - Independent Director	Chairperson	31-12-2016		
2	07896243	Mohan Das Kabra	Non-Executive - Independent Director	Member	22-08-2017		
3	07828687	Ashutosh Pandey	Non-Executive - Independent Director	Member	08-08-2025		

### Stakeholders Relationship Committee

Whether the Stakeholders Relationship Committee has a Regular Chairperson						true	
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	07406575	Ruchi Joshi Meratia	Non-Executive - Independent Director	Chairperson	22-08-2017		
2	02143172	Narendra Shah	Executive Director	Member	18-05-2016		
3	10729867	Sankalp Ved	Executive Director	Member	11-11-2024		

### 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
No records available							

### Corporate Social Responsibility Committee

Whether the Corporate Social Responsibility Committee has a Regular Chairperson							true
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	07896243	Mohan Das Kabra	Non-Executive - Independent Director	Chairperson	22-08-2017		
2	07406575	Ruchi Joshi Meratia	Non-Executive - Independent Director	Member	31-12-2016		
3	07845977	Parag Chaudhary	Executive Director	Member	15-09-2020		

### Other Committee

Whether the Corporate Social Responsibility Committee has a Regular Chairperson					true	
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks
No records available						

**Annexure I**

**III. Meeting of Board of Directors**

Disclosure of notes on meeting of board of directors explanatory

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)	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	08-08-2025			true	7	7	4
2	13-11-2025	96		true	6	6	3

**Annexure I**

**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	08-08-2025				true	3	3	2	0
2	Audit Committee	13-11-2025	96			true	3	3	2	0
3	Stakeholders Relationship Committee	07-08-2025				true	3	3	1	0
4	Stakeholders Relationship Committee	13-11-2025	97			true	3	3	1	0
5	Nomination and remuneration committee	07-08-2025				true	3	3	3	0
6	Corporate Social Responsibility Committee	07-08-2025				true	3	3	2	0

## Annexure I

### V. 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	true
2	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee	true
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	true
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c.Stakeholders relationship committee	true
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable the top 1000 listed entities)	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.	true
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.	true
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	true
9	Any comments/observations/advice of Board of Directors may be mentioned here:	

### Annexure I

Sr	Subject	Compliance status
1	Name of signatory	Ashish Mehta
2	Designation	Company Secretary and Compliance Officer

### 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	false
Other details of cyber security incidence or breaches or loss of data event	
Number of cyber security incidence or breaches or loss of data event occurred during the quarter	
No records available	

### Signatory Details

Name of signatory	Ashish Mehta
Designation of person	Company Secretary and Compliance Officer
Place	Indore
Date	29-01-2026

### Investor Grievance Details

No. of investor complaints pending at the beginning of Quarter	0
No. of investor complaints received during the Quarter	0
No. of investor complaints disposed off during the Quarter	0
No. of investor complaints those remaining unresolved at the end of the Quarter	0

**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:**

Any Other Information for Disclosure of Acquisition of Shares or Voting Rights in Unlisted Companies					
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
No records available					

**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:

Any Other Information for Disclosure of Imposition of Fine or Penalty					
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
No records available					

**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:

Any Other Information for Disclosure of Updates to Ongoing Tax Litigations or Disputes				
Sr.No.	Name of the opposing party	Date of initiation of the litigation / dispute	Status of the litigation / dispute as per last disclosure	Current status of the litigation / dispute
1	The Joint Commissioner of Commercial Tax -West Bengal.	29-06-2016	The Company has filed Special Leave Petition with Hon'ble Supreme Court on 17th July, 2025, which is pending as at 30th September, 2025.	The company challenged the actions of the Entry tax authorities by filing special leave petition before the Hon'ble Supreme Court during previous quarter. However, in the interregnum the state of West Bengal have brought in special scheme for settlement. Pursuant thereto, the Company, during quarter ended 31st December, 2025, had availed the settlement thereof and made payments as per revised demands being 75% of entry tax liability, without any penalty/fine for the assessment years 2013-14, 14-15 and 15-16. Also, as per prerequisite, the Company filed withdrawal application on 30.11.2025, which has subsequently been ordered in January, 2026.
2	Joint Commissioner of Revenue, Park Street Charge, Kolkata, Government of West Bengal.	19-06-2025	The Company has filed Special Leave Petition with Hon'ble Supreme Court on 17th July, 2025, which is pending as at 30th September, 2025.	The company challenged the actions of the Entry tax authorities by filing special leave petition before the Hon'ble Supreme Court during previous quarter. However, in the interregnum the state of West Bengal have brought in special scheme for settlement. Pursuant thereto, the Company, during quarter ended 31st December, 2025, had availed the settlement thereof and made payments as per revised demands being 75% of entry tax liability, without any penalty/fine for the assessment years 2013-14, 14-15 and 15-16. Also, as per prerequisite, the Company filed withdrawal application on 30.11.2025, which has subsequently been ordered in January, 2026.
3	Commissioner of Customs (Export) - Mumbai.	26-06-2025	The alleged liability forms part of the business disposed off by the Company during financial year 2013-14 and accordingly the buyer of such business has represented its matter to Customs, Excise and Service Tax Appellate Tribunal (CESTAT), Mumbai and has prayed to set-aside the impugned order in original dated 13th June, 2025 issued by Commissioner of Customs (Export), Mumbai.	Subsequent to and apart from the alleged liability of Rs. 28.30 lakhs of Customs Department (which forms part of business disposed off by the Company during the financial year 2013-14) as reported in previous quarter where in there is no change in status, the Company has received Notice and also identified some other proceedings regarding demand of Excise and Service Tax on activities, which also formed part of the business disposed, as aforesaid. The Company is under process of establishing appropriate representation by the buyer of business disposed off in the financial year 2013-14.