

ANNEXURE I

Format to be submitted by listed entity on quarterly basis

1. Name of Listed Entity - **ARSS Infrastructure Projects Limited**
2. Quarter ending - **30-Sep-2022**

i. Composition Of Board Of Director

Tit le(Mr / Ms)	Name of the Director	DIN	P AN	Category(Chairperson /Executive/ Non-Executive/ Independent/ Nominee)	Sub Category	Initial Date of Appointment	Date of Appointment	Date of cessation	Term	Date of Birth	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	No. of Directorship in listed entities including this listed entity [in reference to Regulation 17A (1)]	No of Independent Directorship in listed entities including this listed entity [in reference to provision to regulation 17A (1)]	No of memberships in Audit/ Stakeholder Committee(s) including this listed entity	No of post of Chairperson in Audit/ Stakeholder Committee in listed entities including this listed entity	Memberships in Committees of the Company	Remarks
Mr.	Subash Agarwal	00218066	AA TP A3716A	C & ED		05-Nov-2007	05-Nov-2007			01-Jan-1965	No				Active	NA		1	0	0	0		
Mr.	Rajesh Agarwal	00217823	AC EP A5209R	ED	MD	17-May-2000	01-Apr-2021			13-Jul-1974	No				Active	NA		1	0	0	0		
Mr.	Rajender Prashad Indoria	06600912	AA API 3945M	ID		22-Jan-2021	22-Jan-2021		21	17-Aug-19	No				Active	NA		1	1	2	0	AC, SC, NR C	

Mr.	Pareswar Panda	0790 2468	AA PPP 518 3N	ID		09-Aug-2017	09-Aug-2017		62	54 - Apr-19 57	No				Active	NA		1	1	2	0	AC,SC,NRC
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Company Remarks	The corporate insolvency resolution process (CIRP) has been initiated against ARSS Infrastructure Projects Limited. As per the section 17 of IBC Code, 2016 the board has been suspended and Shri Uday Narayan Mitra (Reg. No. IBBI/IPA001/IP-P00793/2017q8/11360) has been appointed as the Resolution Professional (IRP) via orders number nil dated 30.11.2021.
Whether Permanent chairperson appointed	Yes
Whether Chairperson is related to MD or CEO	Yes

ii. Composition of Committees

a. Audit Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Pareswar Panda	ID	Member	31-Mar-2021	
2	Rajender Prashad Indoria	ID	Member	23-Jul-2021	

Company Remarks	.Please be informed that pursuant to orders dated November 30, 2021 of the National Company Law Tribunal, Cuttack Bench (NCLT), (Under CP (IB) No. 34/CB/2021), the corporate insolvency resolution process (CIRP) has been initiated against ARSS Infrastructure Projects Limited. As per the section 17 of IBC Code, 2016 the board has been suspended and Shri Uday Narayan Mitra (Reg. No. IBBI/IPA001/IP-P00793/2017q8/11360) has been appointed as the Resolution Professional (IRP) via orders number nil dated 30.11.2021. As per Regulation 15 (2A) and (2B) of SEBI LODR Regulation, 2015, the provision of Regulation 17, 18, 19, 20 and 21 is not applicable during the insolvency resolution process period in respect of listed companies undergoing CIRP under Insolvency Code.
Whether Permanent chairperson appointed	No

b. Stakeholders Relationship Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Pareswar Panda	ID	Member	31-Mar-2021	
2	Rajender Prashad Indoria	ID	Member	23-Jul-2021	

Company Remarks	
Whether Permanent chairperson appointed	No

c. Risk Management Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
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Company Remarks	
Whether Permanent chairperson appointed	

d. Nomination and Remuneration Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Pareswar Panda	ID	Member	31-Mar-2021	
2	Rajender Prashad Indoria	ID	Member	23-Jul-2021	

Company Remarks	
Whether Permanent chairperson appointed	No

iii. Meeting of Board of Directors

Date(s) of meeting of the committee(s) in the previous quarter and in the relevant quarter	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)	Number of Independent Directors present
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Company Remarks	nnSince the Board has been suspended w.e.f. 30.11.2021 as the CIRP has been initiated against the company by NCLT Cuttack under IBC Code, no meeting of the board has been conducted during the quarter however the Power of the Board are vested with Mr. Uday Narayan Mitra , Resolution Professional (RP) and he is executing his duty including approval of annual/ quarterly financial results. The Un audited financial results for the quarter ended June 30, 2022 has been approved by the Resolution Professional on 13.08.2022
Maximum gap between any two consecutive (in number of days)	0

iv. Meeting of Committees

Name of the Committee	Date(s) of meeting of the committee(s) in the previous quarter and in the relevant quarter	Whether requirement of Quorum met (Yes/No)	Total Number of Directors as on date of the meeting	Total Number of Directors attended the meeting (All directors including Independent Director)	Number of Independent directors attending the meeting	Number of Members attending the Meeting (Other than Board of Directors)
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Company Remarks	nnSince the Board has been suspended w.e.f. 30.11.2021 as the CIRP has been initiated against the company by NCLT Cuttack under IBC Code, so no committee meeting of the board has been held during the quarter under review.n As per Regulation 15 (2A) and (2B) of SEBI LODR Regulation, 2015, the provision of Regulation 17, 18, 19, 20 and 21 is not applicable during the insolvency resolution process period in respect of listed companies undergoing CIRP under Insolvency Code.
Maximum gap between any two consecutive (in number of days) [Only for Audit Committee]	0

v. **RelatedPartyTransactions**

<i>Subject</i>	<i>Compliancestatus(Yes/No/NA)</i>	<i>Remark</i>
Whetherpriorapprovalofauditcommitteeobtained	Not Applicable	
WhethershareholderapprovalobtainedformaterialRPT	Not Applicable	
WhetherdetailsofRPTenteredintopursuanttoomnibusapprovalhavebeenreviewedbyAuditCommittee	Not Applicable	

Disclosure of notes on related party transactions and Disclosure of notes of material related party transactions	Since the Board has been suspended w.e.f. 30.11.2021 as the CIRP has been initiated against the company by NCLT Cuttack under IBC Code, so no committee meeting of the board has been held during the quarter under review. As per Regulation 15 (2A) and (2B) of SEBI LODR Regulation, 2015, the provision of Regulation 17, 18, 19, 20 and 21 is not applicable during the insolvency resolution process period in respect of listed companies undergoing CIRP under Insolvency Code. Since the Board and Audit committee has been suspended and the power of the same is vested with the resolution professional, he is looking in to the matter for any related party transaction during the quarter under review..Since the Board has been suspended w.e.f. 30.11.2021 as the CIRP has been initiated against the company by NCLT Cuttack under IBC Code, so no committee meeting of the board has been held during the quarter under review. As per Regulation 15 (2A) and (2B) of SEBI LODR Regulation, 2015, the provision of Regulation 17, 18, 19, 20 and 21 is not applicable during the insolvency resolution process period in respect of listed companies undergoing CIRP under Insolvency Code. Since the Board and Audit committee has been suspended and the power of the same is vested with the resolution professional, he is looking in to the matter for any related party transaction during the quarter under review. and shareholder also approved the material related party transaction in the Annual General Meeting held on 27.09.2022
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VI. **Affirmations**

1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. - **No**
2. The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015
 - a. Audit Committee - **No**
 - b. Nomination & remuneration committee - **No**
 - c. Stakeholders relationship committee - **No**
 - d. Risk management committee (applicable to the top 100 listed entities) - **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. - **No**
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. -

No

5. a. This report and/or the reports submitted in the previous quarter has been placed before Board of Directors. - No
b. Any comments/observations/advice of Board of Directors may be mentioned here:

Since the Board has been suspended w.e.f. 30.11.2021 as the CIRP has been initiated against the company by NCLT Cuttack under IBC Code, the board has been suspended therefore the composition of the board and committee thereof has not been constituted as per SEBI LODR Regulation. However As per Regulation 15 (2A) and (2B) of SEBI LODR Regulation, 2015, the provision of Regulation 17, 18, 19, 20 and 21 is not applicable during the insolvency resolution process period in respect of listed companies undergoing CIRP under Insolvency Code. Also further note that since the board has been suspended the question of meeting of the board and committee thereof does not arise.

Name : PRAKASH CHHAJER
Designation : Company Secretary & Compliance Officer

ANNEXURE III

Affirmations

Broad Heading	Regulation Number	Compliance Status	Company Remark
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	
Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	No	Since the Board has been suspended w.e.f. 30.11.2021 as the CIRP has been initiated against the company by NCLT Cuttack under IBC Code, the board has been suspended therefore the composition of the board and committee thereof has not been constituted as per SEBI LODR Regulation. However As per Regulation 15 (2A) and (2B) of SEBI LODR Regulation, 2015, the provision of Regulation 17, 18, 19, 20 and 21 is not applicable during the insolvency resolution process period in respect of listed companies undergoing CIRP under Insolvency Code. However the Power of the Board is vested with the Resolution Professional and Mr. Uday Narayan Mitra,

			RP was present at the Annual General Meeting and act as the chairman of the meeting.
Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	No	Since the Board has been suspended w.e.f. 30.11.2021 as the CIRP has been initiated against the company by NCLT Cuttack under IBC Code, the board has been suspended therefore the composition of the board and committee thereof has not been constituted as per SEBI LODR Regulation. however As per Regulation 15 (2A) and (2B) of SEBI LODR Regulation, 2015, the provision of Regulation 17, 18, 19, 20 and 21 is not applicable during the insolvency resolution process period in respect of listed companies undergoing CIRP under Insolvency Code. However the Power of the Board is vested with the Resolution Professional and Mr. Uday Narayan Mitra, RP was present at the Annual General Meeting and act as the chairman of the meeting.
Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting	20(3)	No	Since the Board has been suspended w.e.f. 30.11.2021 as the CIRP has been initiated against the company by NCLT Cuttack under IBC Code, the board has been suspended therefore the composition of the board and committee thereof has not been constituted as per SEBI LODR Regulation. however As per Regulation 15 (2A) and (2B) of SEBI LODR Regulation, 2015, the provision of Regulation 17, 18, 19, 20 and 21 is not applicable during the insolvency resolution process period in respect of listed companies undergoing CIRP under Insolvency Code. However the Power of the Board is vested with the Resolution Professional and Mr. Uday Narayan Mitra, RP was present at the Annual General Meeting and act as the chairman of the meeting.
Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes	

Note:

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Name : PRAKASH CHHAJER
 Designation : Company Secretary & Compliance Officer

ANNEXURE IV

%symbol%	%companyName%	%quarterEnded%
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(A) Any loan or any other form of debt advanced by the listed entity directly or indirectly to

Aggregate amount advanced during six months				Balance outstanding at the end of six months			
<i>Promoter or any other entity controlled by them</i>	<i>Promoter Group or any other entity controlled by them</i>	<i>Directors (including relatives) or any other entity controlled by them</i>	<i>KMPs or any other entity controlled by them</i>	<i>Promoter or any other entity controlled by them</i>	<i>Promoter Group or any other entity controlled by them</i>	<i>Directors (including relatives) or any other entity controlled by them</i>	<i>KMPs or any other entity controlled by them</i>

(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)
<i>Promoter or any other entity controlled by them</i>			
<i>Promoter Group or any other entity controlled by them</i>			
<i>Directors (including relatives) or any other entity controlled by them</i>			
<i>KMPs or any other entity controlled by them</i>			

(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
<i>Promoter or any other entity controlled by them</i>			
<i>Promoter Group or any other entity controlled by them</i>			
<i>Directors (including relatives) or any other entity controlled by them</i>			

<i>KMPs or any other entity controlled by them</i>			
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(D) If the Listed Entity would like to provide any other information the same may be indicated here

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Affirmations

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

Company Remarks in case of non-compliant status

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Name:
Designation:anx4Designation
Place:
Date: