

Dated: April 18, 2025

To,  
The Listing Department  
National Stock Exchange of India Ltd.,  
Exchange Plaza, Bandra Kurla Complex,  
Bandra (East), Mumbai – 400051

Dear Sir/Madam,

**Subject: Intimation in terms of Regulation 27(2) read with Regulation 62Q(2) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.**

Pursuant to the provision of Regulation 27(2) read with Regulation 62Q(2) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the compliance report on corporate governance for the quarter ended March 31, 2025.

You are requested to take note of the same.

**For Oriental Nagpur Betul Highway Limited**

**Amit Kumar**  
**Company Secretary & Compliance Officer**

*Encl: as above*

**Report on Corporate Governance for the quarter ended March 31, 2025**

<b>1</b>	<b>Name of Listed Entity</b>	<b>Oriental Nagpur Betul Highway Limited</b>
<b>2</b>	<b>Quarter Ending</b>	<b>March 31, 2025</b>

**I. Composition of Board of Directors**

<b>Title (Mr./ Ms.)</b>	<b>Name of the Directors</b>	<b>PAN<sup>§</sup> &amp; DIN</b>	<b>Category (Chairperson /Executive/ Non- Executive/ independent / Nominee)&amp;</b>	<b>Initial Date of Appointment</b>	<b>Date of Re- appointment</b>	<b>Date of Cessation</b>	<b>Tenure*</b>	<b>Date of Birth</b>	<b>No. of directorship in listed entities including this listed entity  [in reference to Regulation 17A]**</b>	<b>No of Independent Directorship in listed entities including this listed entity  [in reference to proviso to regulation 17A(1) &amp; 17A (2)]**</b>	<b>Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity  (Refer Regulation 26(1) of Listing Regulations)<sup>#</sup></b>	<b>No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity  (Refer Regulation 26(1) of LODR Regulations)<sup>#</sup></b>
Mr.	Ranveer Sharma	02483364	Non-Executive Director	06-10-2020	-	NA	-	28-02-1975	1	Nil	4	Nil
Mr.	Deepak Kukreja	00175365	Non-Executive Independent Director	01-06-2020	-	NA	58 months	27-10-1967	1	1	2	2
Ms.	Monika Kohli	06990318	Non-Executive Independent Director	01-06-2020	-	NA	58 months	23-06-1977	1	1	1	Nil
Ms.	Smita Rastogi	07813787	Non-Executive Independent Director	31-03-2022	-	NA	36 months	07-02-1978	1	1	1	Nil
Mr.	Rajesh Yadav	08397240	Chairperson/ Executive Director	15-06-2024	-	NA	-	01-09-1960	1	Nil	1	Nil

**\*\***Pursuant to SEBI (LODR) (Amendment) Regulations, 2025, introduced w.e.f. March 27, 2025, for the purpose of calculation of maximum no. of directorships, we have also considered the provisions of Regulation 62E of SEBI Listing Regulations. As per Regulation 62E, the count for the number of listed entities on which a person is a director / independent director shall be cumulative of those entities whose equity shares are listed on a stock exchange and high value debt listed entities.

As per the SEBI circular no. SEBI/HO/CFD/CMD-2/P/CIR/2021/567 dated May 31, 2021, PAN details of any directors would not be displayed on the website of Stock Exchange, hence we have not provided the same.

Whether Regular chairperson appointed: **Yes / Chairperson of the Board of the Company has been appointed.**

Whether Chairperson is related to managing director or CEO: **Yes (Mr. Rajesh Yadav has been designated as CEO of the Company and he also elected as a Chairperson of the Board to Chair the meetings of Board and General meetings of the Company).**

<sup>§</sup> PAN of any director would not be displayed on the website of Stock Exchange.

<sup>&</sup> 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.

<sup>\*</sup> 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.

<sup>#</sup> Pursuant to SEBI (LODR) (Amendment) Regulations, 2025, introduced w.e.f. March 27, 2025, for the purpose of calculation of maximum no. committee memberships, we have also considered the provisions of Regulation 62O of SEBI Listing Regulations. As per Regulation 62O, all the public limited companies, whether listed or not, and high value debt listed entities shall be considered for the purpose of counting the number of committees in which a director is a member.

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	Deepak Kukreja	Chairperson of the committee (Non-Executive Independent Director)	August 14, 2020	-
		Ranveer Sharma	Non-Executive Director	February 09, 2021	-
		Monika Kohli	Non-Executive Independent Director	August 14, 2020	-
		Smita Rastogi	Non-Executive Independent Director	March 31, 2022	-
2. Nomination & Remuneration Committee	Yes	Monika Kohli	Chairperson of the committee (Non-Executive Independent Director)	August 14, 2020	-
		Ranveer Sharma	Non-Executive Director	February 09, 2021	-
		Deepak Kukreja	Non-Executive Independent Director	August 14, 2020	-
		Smita Rastogi	Non-Executive Independent Director	February 13, 2023	-
3. Risk Management Committee (if Applicable)	Yes	Rajesh Yadav	Chairperson of the committee (Executive Director)	June 15, 2024	-
		Ranveer Sharma	Non-Executive Director	February 03, 2022	-
		Monika Kohli	Non-Executive Independent Director	February 03, 2022	-
4. Stakeholders Relationship Committee	Yes	Deepak Kukreja	Chairperson of the committee (Non-Executive Independent Director)	February 03, 2022	-
		Ranveer Sharma	Non-Executive Director	February 03, 2022	-
		Rajesh Yadav	Executive Director	June 15, 2024	-
& 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					
Date(s) of Meeting (if any) in the relevant quarter	Whether requirement of Quorum met*	Number of Directors present*	Number of independent directors present*	Date(s) of Meeting in the previous quarter	Maximum gap between any two consecutive (in number of days)
				October 16, 2024	
				November 11, 2024	
				November 26, 2024	
February 12, 2025	Yes	4	2		77 days
* to be filled in only for the current quarter meetings					

IV. Meetings of Committees					
Date(s) of Meeting of the Committee in the relevant quarter	Whether requirement of Quorum met*	Number of Directors present*	Number of independent directors present*	Date(s) of Meeting of the Committee in the previous quarter	Maximum gap between any two consecutive meetings (in number of days)**
<b>Audit Committee</b>					
				October 16, 2024	
				November 11, 2024	
				November 26, 2024	
February 12, 2025	Yes	3	2		77 days
** This information has to be mandatorily be given for Audit Committee, for rest of the committees giving this information is optional *to be filled in only for the current quarter meetings					

<b>V. Related Party Transactions*</b>
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<i>Subject</i>	<i>Compliance status (Yes/No/NA)</i> <i>refer note below</i>
Whether prior approval of audit committee obtained	YES
Whether shareholder approval obtained for material RPT	NA
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by the Audit Committee	NA

**Note:**  
1. In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/NA. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated.  
2. If status is "No" details of non-compliance may be given here.  
\* These details pertains to fresh transactions, if any, undertaken during the relevant quarter only.

<b>VI. Affirmations</b>
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| 1. The composition of Board of Directors is in terms of SEBI (Listing Obligations and Disclosure requirements) Regulations, 2015: <b>Yes</b><br>2. The composition of the following committees is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.<br>a. Audit Committee - <b>Yes</b><br>b. Nomination & Remuneration Committee - <b>Yes</b><br>c. Stakeholders Relationship Committee - <b>Yes</b><br>d. Risk Management Committee - <b>Yes</b><br>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 - <b>Yes</b><br>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. - <b>Yes</b><br>5. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. Any comments/observations/advice of the board of directors may be mentioned here. - <b>Yes, the report for the quarter ended December 31, 2024 was placed before the Board at its meeting held on February 12, 2025. Board noted the Report and there was no comment/observation from Board.</b> |
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<b>VII. Details of Cyber Security Incidence</b>
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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
Other details of cyber security incidence or breaches or loss of data event	N.A
Number of cyber security incidence or breaches or loss of data event occurred during the quarter	N.A
Date of the event	N.A.

For <b>Oriental Nagpur Betul Highway Limited</b>
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<b>Name &amp; Designation: Amit Kumar</b> <b>Company Secretary &amp; Compliance Officer</b> <b>Date : April 18, 2025</b>
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