

General information about company	
Scrip code	532955
NSE Symbol	RECLTD
MSEI Symbol	NOTLISTED
ISIN	INE020B01018
Name of the entity	REC LIMITED
Date of start of financial year	01-04-2022
Date of end of financial year	31-03-2023
Reporting Quarter	Yearly
Date of Report	31-03-2023
Risk management committee	Applicable
Market Capitalisation as per immediate previous Financial Year	Top 500 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	Disqualification of Directors under section 164 of the Companies Act, 2013																		
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 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 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		
1	Mr	Vivek Kumar Dewangan	AFXPD5243G	01377212	Executive Director	Chairperson		14-04-1967	No				Active	NA		17-05-2022				1	0	0	0				
2	Mr	Ajoy Choudhury	AAVPC6591M	06629871	Executive Director	Not Applicable		21-01-1964	No				Active	NA		01-06-2020				1	0	1	0				
3	Mr	Vijay Kumar Singh	AGYPS4719E	02772733	Executive Director	Not Applicable		03-06-1965	No				Active	NA		15-07-2022				1	0	1	0				
4	Mr	Piyush Singh	ANSPS6707P	07492389	Non-Executive - Nominee Director	Not Applicable		26-10-1976	No				Active	NA		14-09-2022				2	0	0	0				

I. Composition of Board of Directors																									
Disclosure of notes on composition of board of directors explanatory																									
Whether the listed entity has a Regular Chairperson																									
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 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 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

5	Ms	Parminder Chopra	ABRPC7988H	08530587	Non-Executive - Nominee Director	Not Applicable		30-04-1967	No					Active	NA		04-02-2022				3	0	3	0		
6	Mr	Gambheer Singh	AJNPS9669K	02003319	Non-Executive - Independent Director	Not Applicable		11-06-1968	No					Active	NA		15-11-2021			36	1	1	1	1		
7	Mr	Manoj Manohar Pande	AMIPP8932A	09388430	Non-Executive - Independent Director	Not Applicable		29-01-1972	No					Active	NA		15-11-2021			36	1	1	0	0		
8	Ms	Durgesh Nandini	BAAPN3929E	09398540	Non-Executive - Independent Director	Not Applicable		01-07-1971	No					Active	NA		30-12-2021			36	1	1	2	1		

I. Composition of Board of Directors																									
Disclosure of notes on composition of board of directors explanatory																									
Whether the listed entity has a Regular Chairperson																									
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 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 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
9	Mr	Narayanan Thirupathy	ACPPN5150K	10063245	Non-Executive - Independent Director	Not Applicable		01-06-1968	No				Active	NA		06-03-2023			36	1	1	0	0		

Text Block	
Textual Information(1)	Being a Government Company, all Directors on Board of REC are appointed by President of India acting through Ministry of Power (MoP). The composition of Board was not in compliance, due to non-availability of requisite number of Independent Directors. Further, the MoP vide its Office Order No. F.No. 46/2/2010-RE (Vol II) (Part-4) dated March 3, 2023, has communicated appointment of Shri Narayanan Thirupathy (DIN: 10063245) as a Part time Non-Official Independent Director on the Board of REC Limited, for a period of three years with effect from the date of his appointment. Further, in compliance of applicable provisions of the Companies Act, 2013 and SEBI (LODR) Regulations, 2015, Shri Narayanan Thirupathy has been appointed as Part time Non-official Independent Director on the Board of REC Limited with effect from March 6, 2023.

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	02003319	Gambheer Singh	Non-Executive - Independent Director	Chairperson	07-12-2021		
2	09398540	Durgesh Nandini	Non-Executive - Independent Director	Member	30-12-2021		
3	08530587	Parminder Chopra	Non-Executive - Nominee Director	Member	04-02-2022		

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	09388430	Manoj Manohar Pande	Non-Executive - Independent Director	Chairperson	07-12-2021		
2	02003319	Gambheer Singh	Non-Executive - Independent Director	Member	07-12-2021		

3	09398540	Durgesh Nandini	Non-Executive - Independent Director	Member	30-12-2021		
4	10063245	Narayanan Thirupathy	Non-Executive - Independent Director	Member	09-03-2023		

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	09398540	Durgesh Nandini	Non-Executive - Independent Director	Chairperson	04-02-2022		
2	06629871	Ajoy Choudhury	Executive Director	Member	12-06-2020		
3	02772733	Vijay Kumar Singh	Executive Director	Member	15-07-2022		

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	01377212	Vivek Kumar Dewangan	Executive Director	Chairperson	05-12-2022		
2	09388430	Manoj Manohar Pande	Non-Executive - Independent Director	Member	07-12-2021		
3	06629871	Ajoy Choudhary	Executive Director	Member	01-06-2020		
4	02772733	Vijay Kumar Singh	Executive Director	Member	15-07-2022		

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	09388430	Manoj Manohar Pande	Non-Executive - Independent Director	Chairperson	07-12-2021		
2	06629871	Ajoy Choudhury	Executive Director	Member	12-06-2020		
3	02772733	Vijay Kumar Singh	Executive Director	Member	15-07-2022		

Other Committee						
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks

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	27-10-2022				Yes	8	8	3
2	05-12-2022		38		Yes	8	7	3
3	30-12-2022		24		Yes	8	8	3
4		30-01-2023	30		Yes	8	8	3
5		09-03-2023	37		Yes	9	8	4
6		30-03-2023	20		Yes	9	9	4

Annexure 1										
IV. Meeting of Committees										
Disclosure of notes on meeting of committees explanatory							Textual Information(1)			
		Date(s) of								No. of

Sr	Name of Committee	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	Reson 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*	members attending the meeting (other than Board of Directors)
1	Audit Committee	26-10-2022				Yes	4	4	3	0
2	Audit Committee	27-10-2022	0			Yes	4	4	3	0
3	Audit Committee	30-01-2023	94			Yes	3	3	2	0
4	Audit Committee	09-03-2023	37			Yes	3	3	2	0
5	Stakeholders Relationship Committee	26-10-2022				Yes	4	4	2	0
6	Nomination and remuneration committee	26-10-2022				Yes	3	3	3	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	Reson 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	05-12-2022	39			Yes	3	3	3	0
8	Nomination and remuneration committee	30-01-2023	55			Yes	3	3	3	0
9	Nomination and remuneration committee	09-03-2023	37			Yes	3	3	3	0
10	Corporate Social Responsibility Committee	26-10-2022				Yes	4	4	2	0
11	Corporate Social Responsibility Committee	05-12-2022	39			Yes	4	4	2	0
12	Corporate Social Responsibility Committee	30-12-2022	24			Yes	4	4	2	0
13	Corporate Social Responsibility Committee	30-01-2023	30			Yes	3	3	1	0
14	Corporate Social Responsibility Committee	09-03-2023	37			Yes	3	3	1	0
15	Corporate Social Responsibility Committee	28-03-2023	18			Yes	3	3	1	0
16	Risk Management Committee	16-12-2022				Yes	5	5	2	0
17	Risk Management	28-03-2023	101			Yes	4	4	1	0

	Committee								
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Text Block	
Textual Information(1)	The Audit Committee meeting held on October 26, 2022 has been adjourned and held on October 27, 2022.

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	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			Textual Information(1)
Disclosure of notes of material transaction with related party			Textual Information(2)

Text Block	
Textual Information(1)	Yes
Textual Information(2)	NA

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	No
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
9	Any comments/observations/advice of Board of Directors may be mentioned here:	Textual Information(1)

Annexure 1		
Sr	Subject	Compliance status
1	Name of signatory	J S Amitabh
2	Designation	Company Secretary

Text Block	
Textual Information(1)	For Point No. VI (1), Being a Government Company, all the Directors on the Board of REC are appointed by the President of India acting through the Ministry of Power (MoP), Government of India. The composition of Board was not in compliance, due to non-availability of requisite number of Independent Director on the Board of REC. The Company will be in compliance, once the requisite number of Independent Director are appointed by the MoP, Government of India.

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		www.recindia.nic.in
2	Terms and conditions of appointment of independent directors	Yes		www.recindia.nic.in
3	Composition of various committees of board of directors	Yes		www.recindia.nic.in
4	Code of conduct of board of directors and senior management personnel	Yes		www.recindia.nic.in
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		www.recindia.nic.in
6	Criteria of making payments to non-executive directors	Yes		www.recindia.nic.in
7	Policy on dealing with related party transactions	Yes		www.recindia.nic.in
8	Policy for determining 'material' subsidiaries	Yes		www.recindia.nic.in
9	Details of familiarization programmes imparted to independent directors	Yes		www.recindia.nic.in

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
10	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		www.recindia.nic.in
11	email address for grievance redressal and other relevant details	Yes		www.recindia.nic.in
12	Financial results	Yes		www.recindia.nic.in
13	Shareholding pattern	Yes		www.recindia.nic.in
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	Yes		www.recindia.nic.in
16	New name and the old name of the listed entity	NA		
17	Advertisements as per regulation 47 (1)	Yes		www.recindia.nic.in
18	Credit rating or revision in credit rating obtained	Yes		www.recindia.nic.in
19	Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	Yes		www.recindia.nic.in
20	Whether company has provided information under separate section on its website as per Regulation 46(2)	Yes		www.recindia.nic.in
21	Materiality Policy as per Regulation 30	Yes		www.recindia.nic.in
22	Dividend Distribution policy as per Regulation 43A (as applicable)	Yes		www.recindia.nic.in
23	It is certified that these contents on the website of the listed entity are correct	Yes		www.recindia.nic.in

Annexure II				
II. Annual Affirmations				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
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)	No	Being a Government Company, the Composition of the Board was not in compliance due to non-availability of requisite number of Independent Directors on the Board.

3	Meeting of Board of directors	17(2)	Yes	
4	Quorum of Board meeting	17(2A)	Yes	
5	Review of Compliance Reports	17(3)	Yes	
6	Plans for orderly succession for appointments	17(4)	Yes	
7	Code of Conduct	17(5)	Yes	
8	Fees/compensation	17(6)	Yes	
9	Minimum Information	17(7)	Yes	
10	Compliance Certificate	17(8)	Yes	

Annexure II				
II. Annual Affirmations				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
11	Risk Assessment & Management	17(9)	Yes	
12	Performance Evaluation of Independent Directors	17(10)	Yes	
13	Recommendation of Board	17(11)	Yes	
14	Maximum number of Directorships	17A	Yes	
15	Composition of Audit Committee	18(1)	Yes	
16	Meeting of Audit Committee	18(2)	Yes	
17	Composition of nomination & remuneration committee	19(1) & (2)	Yes	
18	Quorum of Nomination and Remuneration Committee meeting	19(2A)	Yes	
19	Meeting of Nomination and Remuneration Committee	19(3A)	Yes	
20	Composition of Stakeholder Relationship Committee	20(1), 20(2) & 20(2A)	Yes	

Annexure II				
II. Annual Affirmations				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
21	Meeting of Stakeholders Relationship Committee	20(3A)	Yes	
22	Composition and role of risk management committee	21(1),(2),(3),(4)	Yes	
23	Meeting of Risk Management Committee	21(3A)	Yes	
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)	Yes	
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)	Yes	

Annexure II				
II. Annual Affirmations				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
31	Annual Secretarial Compliance Report	24(A)	Yes	
32	Alternate Director to Independent Director	25(1)	NA	
33	Maximum Tenure	25(2)	Yes	
34	Meeting of independent directors	25(3) & (4)	Yes	

35	Familiarization of independent directors	25(7)	Yes	
36	Declaration from Independent Director	25(8) & (9)	Yes	
37	D & O Insurance for Independent Directors	25(10)	Yes	
38	Memberships in Committees	26(1)	Yes	
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	
	Any other information to be provided - Add Notes			

Annexure II		
1	Name of signatory	J S Amitabh
2	Designation	Company Secretary

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	Yes
	Any other information to be provided	

Annexure II		
1	Name of signatory	J S Amitabh
2	Designation	Company Secretary

Additional Half yearly Disclosure			
Applicability of disclosure		Applicable	
Reason for Non Applicability		Textual Information(1)	
I. Disclosure of Loans/ guarantees/comfort letters /securities etc.refer note below			
(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	0	
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) 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)
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
(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
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)
II. Affirmations			
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	Ajoy Choudhury		
Designation	CFO		
Place	Gurugram		
Date	19-04-2023		
Signatory Details			
Name of signatory	J S Amitabh		
Designation of person	Company Secretary		
Place	Gurugram		
Date	19-04-2023		