

General information about company	
Scrip code	952316
NSE Symbol	
MSEI Symbol	
ISIN	INE128M01016
Name of the entity	L&T Metro Rail (Hyderabad) 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	Any other

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									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	SEKHARIPURAM NARAYANAN SUBRAHMANYAN	AMHPS2019N	02255382	Non-Executive - Non Independent Director	Chairperson		16-03-1960	No				Active	NA		08-12-2015	21-05-2021		84	5	0	0	0			
2	Mr	VIJAYABHASKARA REDDY KALAKOTA	ABSPR9769A	01683467	Executive Director	Not Applicable	CEO- MD	01-07-1961	No				Active	NA		24-01-2018	24-01-2021		57	1	0	1	0			
3	Mr	RAMAMURTHI SHANKAR RAMAN	AAFPS2542C	00019798	Non-Executive - Non Independent Director	Not Applicable		20-12-1958	No				Active	NA		08-12-2015	10-08-2022		84	4	0	4	0			
4	Mr	AJIT PANDURANG RANGNEKAR	ADSPR1169C	01676516	Non-Executive - Independent Director	Not Applicable		21-01-1947	No				Active	Yes	21-01-2022	11-02-2011	16-02-2020		141	1	1	2	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 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
5	Mrs	VIJAYALAKSHMI RAJARAM IYER	AAHP17741P	05242960	Non-Executive - Independent Director	Not Applicable		01-06-1955	No				Active	NA		12-05-2020			30	7	4	7	4		
6	Mr	NALLAMILLI VENKAT SATYANARAYANA REDDY	AAYPN5616P	01414254	Non-Executive - Nominee Director	Not Applicable		05-06-1956	No				Active	NA		31-03-2012			128	1	0	0	0		
7	Mr	PRASANNA RANGACHARYA MYSORE	AAHPM3049E	00010264	Non-Executive - Independent Director	Not Applicable		07-04-1947	No				Active	Yes	21-01-2022	18-02-2016	18-02-2021		81	1	1	1	1		
8	Mr	SHRIKANT PRABHAKAR JOSHI	AAZPJ4292N	02278471	Non-Executive - Non Independent Director	Not Applicable		14-07-1958	No				Active	NA		02-05-2018	14-08-2020		54	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 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	SUJIT KUMAR VARMA	ABFPV6831J	09075212	Non-Executive - Independent Director	Not Applicable		06-01-1961	No				Active	NA		25-04-2022			11	2	3	2	2		
10	Mr	DIP SEN KISHORE	AIPPS4880H	07862942	Non-Executive - Non Independent Director	Not Applicable		19-03-1956	No				Active	NA		09-01-2023			3	2	0	2	0		
11	Mrs	DEEPA GOPALAN WADHWA	AAIPW9627M	03554707	Non-Executive - Independent Director	Not Applicable		28-11-1955	No				Active	NA		27-03-2023			0.19	7	7	1	0		

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	00019798	RAMAMURTHI SHANKAR RAMAN	Non-Executive - Non Independent Director	Member	26-04-2016		
2	01676516	AJIT PANDURANG RANGNEKAR	Non-Executive - Independent Director	Member	21-04-2011		
3	00010264	PRASANNA RANGACHARYA MYSORE	Non-Executive - Independent Director	Chairperson	26-04-2016		
4	09075212	SUJIT KUMAR VARMA	Non-Executive - Independent Director	Member	25-04-2022		

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	01676516	AJIT PANDURANG RANGNEKAR	Non-Executive - Independent Director	Chairperson	21-04-2011		
2	00010264	PRASANNA RANGACHARYA MYSORE	Non-Executive - Independent Director	Member	12-02-2020		
3	02278471	SHRIKANT PRABHAKAR JOSHI	Non-Executive - Non Independent Director	Member	06-05-2020		

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	03554707	DEEPA GOPALAN WADHWA	Non-Executive - Independent Director	Chairperson	27-03-2023		
2	07862942	DIP SEN KISHORE	Non-Executive - Non Independent Director	Member	27-03-2023		
3	01683467	VIJAYABHASKARA REDDY KALAKOTA	Executive Director	Member	25-04-2022		

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	09075212	SUJIT KUMAR VARMA	Non-Executive - Independent Director	Chairperson	27-03-2023		
2	07862942	DIP SEN KISHORE	Non-Executive - Non Independent Director	Member	27-03-2023		
3	01683467	VIJAYABHASKARA REDDY KALAKOTA	Executive Director	Member	25-04-2022		



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	11-10-2022				Yes	9	9	4
2		09-01-2023	89		Yes	10	9	4
3		27-03-2023	76		Yes	10	8	4

Annexure 1										
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	09-01-2023				Yes	4	4	3	3
2	Nomination and remuneration committee	09-01-2023				Yes	3	3	2	2
3	Nomination and remuneration committee	27-03-2023	76			Yes	3	3	2	1

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	Yes	

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)

Text Block	
Textual Information(1)	Mr. Rahul Nilosey, Chief Financial Officer of the Company is also a member of Stakeholders Relationship Committee Meeting and Risk Management Committee. Date of Appointment 25-04-2022. Mr. Sudhir Chiplunkar, Chief Operations Officer, Rail System is a member of Stakeholders Relationship Committee Meeting. Date of Appointment 27.03.2023

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="https://www.ltmetro.in/hyderabad-metro-rail/project-overview/">https://www.ltmetro.in/hyderabad-metro-rail/project-overview/</a>
2	Terms and conditions of appointment of independent directors	Yes		<a href="https://corpwebstorage.blob.core.windows.net/media/46486/terms-and-conditions-of-appointment-of-independent-directors.pdf">https://corpwebstorage.blob.core.windows.net/media/46486/terms-and-conditions-of-appointment-of-independent-directors.pdf</a>
3	Composition of various committees of board of directors	Yes		<a href="https://corpwebstorage.blob.core.windows.net/media/47309/committees-of-the-board.pdf">https://corpwebstorage.blob.core.windows.net/media/47309/committees-of-the-board.pdf</a>
4	Code of conduct of board of directors and senior management personnel	Yes		<a href="https://corpwebstorage.blob.core.windows.net/media/47288/code-of-conduct-policy-for-board-and-senior-management.pdf">https://corpwebstorage.blob.core.windows.net/media/47288/code-of-conduct-policy-for-board-and-senior-management.pdf</a>
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		<a href="https://corpwebstorage.blob.core.windows.net/media/47290/vigil-mechanism-policy.pdf">https://corpwebstorage.blob.core.windows.net/media/47290/vigil-mechanism-policy.pdf</a>
6	Criteria of making payments to non-executive directors	Yes		<a href="https://corpwebstorage.blob.core.windows.net/media/46483/criteria-for-making-payment-to-non-executive-directors.pdf">https://corpwebstorage.blob.core.windows.net/media/46483/criteria-for-making-payment-to-non-executive-directors.pdf</a>
7	Policy on dealing with related party transactions	Yes		<a href="https://corpwebstorage.blob.core.windows.net/media/47289/related-party-transaction-policy.pdf">https://corpwebstorage.blob.core.windows.net/media/47289/related-party-transaction-policy.pdf</a>
8	Policy for determining "material" subsidiaries	NA		
9	Details of familiarization programmes imparted to independent directors	Yes		<a href="https://corpwebstorage.blob.core.windows.net/media/46484/familiarisation-programmes-for-independent-directors.pdf">https://corpwebstorage.blob.core.windows.net/media/46484/familiarisation-programmes-for-independent-directors.pdf</a>

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		<a href="https://www.ltmetro.in/investors/corporate-governance/">https://www.ltmetro.in/investors/corporate-governance/</a>
11	email address for grievance redressal and other relevant details	Yes		<a href="https://www.ltmetro.in/investors/corporate-governance/">https://www.ltmetro.in/investors/corporate-governance/</a>
12	Financial results	Yes		<a href="https://www.ltmetro.in/investors/disclosures/">https://www.ltmetro.in/investors/disclosures/</a>
13	Shareholding pattern	NA		
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)	NA		
18	Credit rating or revision in credit rating obtained	Yes		<a href="https://www.ltmetro.in/investors/disclosures/">https://www.ltmetro.in/investors/disclosures/</a>
19	Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	NA		
20	Whether company has provided information under separate section on its website as per Regulation 46(2)	Yes		Yes
21	Materiality Policy as per Regulation 30	NA		
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		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.
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	The Company is on look-out for one more Independent Director for appointment to meet the requirements of Board composition within the prescribed period.
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)	Yes	
28	Disclosure of related party transactions on consolidated basis	23(9)	NA	
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	

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)	Yes	
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	Chandrachud D Paliwal
2	Designation	Company Secretary and Compliance Officer

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	

Annexure II		
1	Name of signatory	Chandrachud D Paliwal
2	Designation	Company Secretary and Compliance Officer

Additional Half yearly Disclosure		
Applicability of disclosure	Not Applicable	
Reason for Non Applicability	Textual Information(1)	

Text Block	
Textual Information(1)	The Company has not given loans/ guarantees/ securities/ comfort letters to Promoter/ Promoter group/ Director/ KMPs.



Signatory Details	
Name of signatory	Chandrachud D Paliwal
Designation of person	Chief Financial Officer
Place	Hyderabad
Date	17-04-2023

