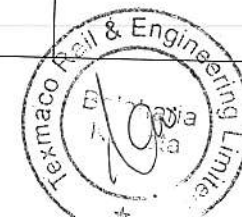


1. Name of Listed Entity: **TEXMACO RAIL & ENGINEERING LIMITED**

2. Period ended: 25th September, 2017

I. Composition of Board of Directors

Title (Mr. / Ms)	Name of the Director	PAN ^s & DIN	Category (Chairperson /Executive/Non - Executive/inde pendent/Nomi nee) ^{&}	Date of Appointment in the current term /cessation	Tenure* (in years)	No. of Directorship in listed entities including this listed entity (Refer Regulation 25(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)
Mr.	S. K. Poddar	AFTPP2386N & 00008654	Chairperson- Executive	25.09.2015	N.A.	5	-	-
Mr.	A. C. Chakrabortti	ACVPC2338Q & 00015622	Independent	04.09.2014	5 (w.e.f. 04.09.2014)	3	2	2
Mr.	D. R. Kaarthikeyan	AAXPK8665Q & 00327907	Independent	04.09.2014	5 (w.e.f. 04.09.2014)	5	5	-
Mr.	Sabyasachi Hajara	ABFPH9916A & 00004485	Independent	28.09.2015	3 (w.e.f. 28.09.2015)	3	-	1



Mr.	Sunil Mitra	AEMPM5982P & 00113473	Independent	04.09.2014	5 (w.e.f. 04.09.2014)	4	9	-
Ms.	Mridula Jhunjunwala	AENPJ8611H & 05339373	Independent	20.03.2015	3 (w.e.f. 20.03.2015)	1	1	-
Mr.	V. K. Sharma	ALJPS1980M & 02051084	Independent	29.06.2016	3 (w.e.f. 29.06.2016)	2	2	-
Mr.	Akshay Poddar	AFUPP0096C & 00008686	Non-executive	02.09.2011	N.A.	5	3	1
Mr.	D. H. Kela	AEMPK2020A & 01050842	Executive	25.09.2016	N.A.	1	2	-
Mr.	Sandeep Fuller	AADPF9865B & 06754262	Executive	01.02.2017	N.A.	1	2	-
Mr.	A. K. Vijay	ABQPV3413R & 01103278	Executive	01.01.2015	N.A.	2	1	-

^s PAN number of any director would not be displayed on the website of Stock Exchange.

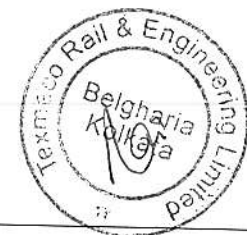
& Category of directors means executive/non-executive/independent/Nominee. If a director fits into more than one category write all categories separating them with hyphen.

* 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.



II. Composition of Committees		
Name of Committee	Name of Committee members	Category (Chairperson/Executive/Non-executive/independent/Nominee)[#]
1. Audit Committee	Mr. A. C. Chakrabortti	Chairperson-Independent
	Mr. D. R. Kaarthikeyan	Independent
	Ms. Mridula Jhunhunwala	Independent
	Mr. Sandeep Fuller	Executive
2. Nomination & Remuneration Committee	Mr. A. C. Chakrabortti	Chairperson – Independent
	Ms. Mridula Jhunhunwala	Independent
	Mr. Sunil Mitra	Independent
	Mr. Akshay Poddar	Non - Executive
3. Risk Management Committee(if applicable)	Not Applicable	
4. Stakeholders Relationship Committee	Mr. Akshay Poddar	Chairperson - Non - executive
	Mr. Sunil Mitra	Independent
	Mr. D. H. Kela	Executive
	Mr. A. K. Vijay	Executive

[#] 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

<i>Date(s) of Meeting (if any) in the previous quarter</i>	<i>Date(s) of Meeting (if any) in the relevant quarter</i>	<i>Maximum gap between any two consecutive (in number of days)</i>
22 nd May, 2017	24 th July, 2017 18 th September, 2017	55 days

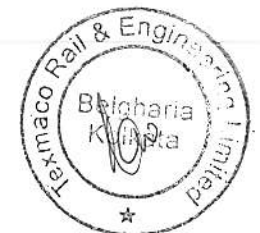
IV. Meeting of Committees

<i>Date(s) of Meeting of the committee in the relevant quarter</i>	<i>Whether requirement of Quorum met (details)</i>	<i>Date(s) of Meeting of the committee in the previous quarter</i>	<i>Maximum gap between any two consecutive meetings in number of days**</i>
Audit Committee 24 th July, 2017 18 th September, 2017	Yes	22 nd May, 2017	55 days

** This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional

V. Related Party Transactions

<i>Subject</i>	<i>Compliance status (Yes/No/NA)</i>
Whether prior approval of audit committee obtained	Yes
Whether shareholder approval obtained for material RPT	N. A.
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes

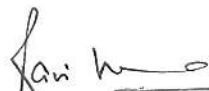


Note

- 1 In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/N.A.. 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.

VI. Affirmations

1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
2. The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015
 - a. Audit Committee
 - b. Nomination & Remuneration Committee
 - c. Stakeholders Relationship Committee
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.
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.
5. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. Any comments/observations/advice of Board of Directors may be mentioned here:- The report will be placed before the Board of Directors at its forthcoming meeting.


Rayi Varma

Company Secretary & Compliance Officer

Date: 26th September, 2017

