

<b>General information about company</b>	
Scrip code	519477
NSE Symbol	
MSEI Symbol	
ISIN	INE052V01019
Name of the entity	CIAN Agro Industries & Infrastructure Ltd
Date of start of financial year	01-04-2023
Date of end of financial year	31-03-2024
Reporting Quarter	Half Yearly
Date of Report	30-09-2023
Risk management committee	Not Applicable
Market Capitalisation as per immediate previous Financial Year	Top 2000 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

Whether the listed entity has a Regular Chairperson Yes

Whether Chairperson is related to MD or CEO No

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
1	Mr	NIKHIL NITIN GADKARI	AIEPG5564B	00234754	Executive Director	Not Applicable	MD	14-02-1986
2	Mr	RAVINDRA VIDYADHAR BORATKAR	ABRPB2869A	00299351	Non-Executive - Non Independent Director	Not Applicable		20-05-1964
3	Mr	JAYKUMAR RAMESH VARMA	ADRPV6763B	00489792	Non-Executive - Non Independent Director	Chairperson		04-05-1961
4	Mrs	GOURI CHANDRAYAN	AFKPC6750N	07143914	Non-Executive - Independent Director	Not Applicable		15-06-1959
5	Mr	ANANDRAO MOTIRAM RAUT	AIMPR8284K	01936684	Non-Executive - Independent Director	Not Applicable		01-01-1963
6	Mr	RAMESH HIMTE	AADPH9576M	02112732	Non-Executive - Independent Director	Not Applicable		09-05-1954
7	Mrs	VRUSHALI JITENDRA PRADHAN	AEOPP2837E	07594297	Non-Executive - Independent Director	Not Applicable		01-09-1974
8	Mr	ATUL VIJAY MANDLEKAR	AFVPM0527J	10254967	Non-Executive - Independent Director	Not Applicable		02-04-1964

**I. Composition of Board of Directors**

**Disqualification of Directors under section 164 of the Companies Act, 2013**

Sr	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status
1	No				Active
2	No				Active
3	No				Active
4	No				Active
5	No				Active
6	No				Active
7	No				Active
8	No				Active

**I. Composition of Board of Directors**

Sr	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 [with reference to proviso to regulation 17A(1) & 17A(2)]	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	NA		01-01-2017	01-01-2022			1	0	0	0		
2	NA		25-03-2002				1	0	2	0		
3	NA		21-03-2021				1	0	0	0		
4	NA		30-03-2015	28-09-2018	30-09-2023	60	1	1	2	1		
5	NA		30-03-2015	28-09-2018	30-09-2023	60	1	1	2	1		
6	NA		14-02-2023			60	1	1	2	0		
7	NA		12-08-2023			60	1	1	2	1		
8	NA		12-08-2023			60	1	1	2	1		

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	10254967	ATUL VIJAY MANDLEKAR	Non-Executive - Independent Director	Chairperson	30-09-2023		Textual Information(1)
2	07594297	VRUSHALI JITENDRA PRADHAN	Non-Executive - Independent Director	Member	30-09-2023		Textual Information(2)
3	00299351	RAVINDRA VIDYADHAR BORATKAR	Non-Executive - Non Independent Director	Member	29-11-2002		
4	02112732	RAMESH HIMTE	Non-Executive - Independent Director	Member	14-02-2023		
5	01936684	ANANDRAO MOTIRAM RAUT	Non-Executive - Independent Director	Chairperson	29-03-2018	30-09-2023	Textual Information(3)
6	07143914	GOURI CHANDRAYAN	Non-Executive - Independent Director	Member	29-03-2018	30-09-2023	Textual Information(4)

<b>Sr Text Block</b>	
Textual Information(1)	<p>Appointment of Mr. Atul Vijay Mandlekar (DIN: 10254967), as an Additional Director (Independent Director-Non-Executive) of the Company for a term of five (5)consecutive years with effect from 12th August, 2023 subject to the approval of shareholders at the Annual General Meeting. Further he has been Regularised as Independent Director in the AGM held on 30.09.2023</p> <p>Consequent upon the aforesaid appointment, Board of Directors has reconstituted the composition of various Committee/s of the company are as mentioned in the report with effect from 30th September, 2023</p>
Textual Information(2)	<p>Appointment of Mrs. Vrushali Jitendra Pradhan (DIN: 07594297), as an Additional Director (Independent Women Director-Non-Executive) of the Company for a term of five (5)consecutive years with effect from 12th August, 2023 subject to the approval of shareholders at the Annual General Meeting. Further She has been Regularised as Independent Women Director in the AGM held on 30.09.2023</p> <p>Consequent upon the aforesaid appointment, Board of Directors has reconstituted the composition of various Committee/s of the company are as mentioned in the report with effect from 30th September, 2023</p>
Textual Information(3)	<p>Cessation of Mr. Anandrao Raut (DIN: 01936684), as an Independent Director on completion of his Term as Independent Director w.e.f. 30.09.2023, Consequent upon the aforesaid Cessation, Board of Directors has reconstituted the composition of various Committee/s of the company are as mentioned in the report with effect from 30th September, 2023</p>
Textual Information(4)	<p>Cessation of Mrs. Gauri Chandrayan (DIN: 07143914), as an Independent Director on completion of her Term as Independent Director w.e.f. 30.09.2023, Consequent upon the aforesaid Cessation, Board of Directors has reconstituted the composition of various Committee/s of the company are as mentioned in the report with effect from 30th September, 2023</p>

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	10254967	ATUL VIJAY MANDLEKAR	Non-Executive - Independent Director	Chairperson	30-09-2023		Textual Information(1)
2	07594297	VRUSHALI JITENDRA PRADHAN	Non-Executive - Independent Director	Member	30-09-2023		Textual Information(2)
3	00299351	RAVINDRA VIDYADHAR BORATKAR	Non-Executive - Non Independent Director	Member	29-11-2002		
4	02112732	RAMESH HIMTE	Non-Executive - Independent Director	Member	14-02-2023		
5	01936684	ANANDRAO MOTIRAM RAUT	Non-Executive - Independent Director	Chairperson	29-03-2018	30-09-2023	Textual Information(3)
6	07143914	GOURI CHANDRAYAN	Non-Executive - Independent Director	Member	29-03-2018	30-09-2023	Textual Information(4)

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Textual Information(1)	<p>Appointment of Mr. Atul Vijay Mandlekar (DIN: 10254967), as an Additional Director (Independent Director-Non-Executive) of the Company for a term of five (5)consecutive years with effect from 12th August, 2023 subject to the approval of shareholders at the Annual General Meeting. Further he has been Regularised as Independent Director in the AGM held on 30.09.2023</p> <p>Consequent upon the aforesaid appointment, Board of Directors has reconstituted the composition of various Committee/s of the company are as mentioned in the report with effect from 30th September, 2023</p>
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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	07594297	VRUSHALI JITENDRA PRADHAN	Non-Executive - Independent Director	Chairperson	30-09-2023		Textual Information(1)
2	10254967	ATUL VIJAY MANDLEKAR	Non-Executive - Independent Director	Member	30-09-2023		Textual Information(2)
3	00299351	RAVINDRA VIDYADHAR BORATKAR	Non-Executive - Non Independent Director	Member	29-11-2002		
4	02112732	RAMESH HIMTE	Non-Executive - Independent Director	Member	14-02-2023		
5	07143914	GOURI CHANDRAYAN	Non-Executive - Independent Director	Chairperson	29-03-2018	30-09-2023	Textual Information(3)
6	01936684	ANANDRAO MOTIRAM RAUT	Non-Executive - Independent Director	Member	29-03-2018	30-09-2023	Textual Information(4)

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Textual Information(1)	<p>Appointment of Mrs. Vrushali Jitendra Pradhan (DIN: 07594297), as an Additional Director (Independent Women Director-Non-Executive) of the Company for a term of five (5)consecutive years with effect from 12th August, 2023 subject to the approval of shareholders at the Annual General Meeting.</p> <p>Further She has been Regularised as Independent Women Director in the AGM held on 30.09.2023</p> <p>Consequent upon the aforesaid appointment, Board of Directors has reconstituted the composition of various Committee/s of the company are as mentioned in the report with effect from 30th September, 2023</p>
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<b>Other Committee</b>						
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	20-04-2023				Yes	6	6	3
2	29-05-2023		38		Yes	6	6	3
3		12-08-2023	74		Yes	6	6	3
4		29-08-2023	16		Yes	8	8	5
5		30-09-2023	31		Yes	6	6	3

**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	29-05-2023				Yes	4	4	3	0
2	Audit Committee	12-08-2023	74			Yes	4	4	3	0
3	Audit Committee	30-09-2023	48			Yes	4	4	3	0
4	Nomination and remuneration committee	20-04-2023				Yes	4	4	3	0
5	Nomination and remuneration committee	12-08-2023	113			Yes	4	4	3	0
6	Nomination and remuneration committee	30-09-2023	48			Yes	4	4	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	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)
7	Stakeholders Relationship Committee	20-04-2023				Yes	4	4	3	0
8	Stakeholders Relationship Committee	30-09-2023	162			Yes	4	4	3	0
9	Corporate Social Responsibility Committee	30-09-2023				Yes	4	4	3	0



**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	
Disclosure of notes on related party transactions			Textual Information(1)

**Text Block**

Textual Information(1)

Audit Committee at their meeting held on 14.02.2023 had indentified the related parties with whom transactions which are of frequent/ regular/ repetative nature are transacted in normal course of business of the Company. Audit Committee have grated standing pre-approval/ omnibus approval for transactions with such related parties to be entered during the period from 01.04.2023 to 31.03.2024. Omnibus approval shall be valid for a period not exceeding one financial year and shall require fresh approval after the expiry of such financial year. Transactions entered with related parties during this quarter under the said pre-approval/ omnibus approval were reviewed by the Audit Committee.

**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	Yes
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)	NA
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

**Annexure 1**

Sr	Subject	Compliance status
1	Name of signatory	MADHUBALA DAVE
2	Designation	Company Secretary and Compliance Officer

**Annexure III**

**III. Affirmations**

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	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	
2	Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes	
3	Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	Yes	
4	Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting	20(3)	Yes	
5	Disclosure of the Secretarial Audit Report of the listed entity and the material subsidiaries in the Annual Report	24A(1)	Yes	
6	Submission of Annual Secretarial Compliance Report	24A(2)	Yes	
7	Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes	
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**Annexure III**

1	Name of signatory	MADHUBALA DAVE
2	Designation	Company Secretary and Compliance Officer

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

**Text Block**

Textual Information(1)

A. The Company has not advanced any loan or any other form of debt directly or indirectly to promoter or any other entity controlled by them, promoter group or any other entity controlled by them, Directors (including relatives) or any other entity controlled by them, KMPs or any other entity controlled by them.

B. The Company has not provided any guarantee/comfort letter directly or indirectly, in connection with any loan(s) or any other form of debt availed by promoter or any other entity controlled by them, promoter group or any other entity controlled by them, Directors (including relatives) or any other entity controlled by them, KMPs or any other entity controlled by them.

C. The Company has not provided any security directly or indirectly, in connection with any loan(s) or any other form of debt availed by promoter or any other entity controlled by them, promoter group or any other entity controlled by them, Directors (including relatives) or any other entity controlled by them, KMPs or any other entity controlled by them.



<b>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
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**Signatory Details**

Name of signatory	MADHUBALA DAVE
Designation of person	Company Secretary and Compliance Officer
Place	Nagpur
Date	07-10-2023

