

General information about company	
Scrip code	519477
NSE Symbol	
MSEI Symbol	
ISIN	INE052V01019
Name of the entity	CIAN Agro Industries & Infrastructure Ltd
Date of start of financial year	01-04-2022
Date of end of financial year	31-03-2023
Reporting Quarter	Yearly
Date of Report	31-03-2023
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																				
		Disqualification of Directors under section 164 of the Companies Act, 2013																				
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
ORI LANDRAYAN	AFKPC6750N	07143914	Non-Executive - Independent Director	Chairperson		15-06-1959	No				Active	NA		30-03-2015	28-09-2018		60	1	1	2	1	
KHIL NITIN DOKARI	AIEPG5564B	00234754	Executive Director	Not Applicable	MD	14-02-1986	No				Active	NA		01-01-2017	01-01-2022			1	0	0	0	
WINDRA DYADHAR DOKAR	ABRPB2869A	00299351	Non-Executive - Non Independent Director	Not Applicable		20-05-1964	No				Active	NA		25-03-2002				1	0	2	0	
WANDRAO DOKIRAM DOKUT	AIMPR8284K	01936684	Non-Executive - Independent Director	Not Applicable		01-01-1963	No				Active	NA		30-03-2015	28-09-2018		60	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

ame 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
YKUMAR MESH .RMA	ADRPV6763B	00489792	Non-Executive - Non Independent Director	Not Applicable		04-05-1961	No				Active	NA		21-03-2021				1	0	0	0	
AMOD RAWAR	ACDPB8851F	02014308	Non-Executive - Independent Director	Not Applicable		19-08-1955	No				Active	NA		21-03-2021		14-02-2023	60	0	0	0	0	
MESH MTE	AADPH9576M	02112732	Non-Executive - Independent Director	Not Applicable		09-05-1954	No				Active	NA		14-02-2023			60	1	1	2	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	01936684	ANANDRAO MOTIRAM RAUT	Non-Executive - Independent Director	Chairperson	29-03-2018		
2	07143914	GOURI CHANDRAYAN	Non-Executive - Independent Director	Member	29-03-2018		
3	00299351	RAVINDRA VIDYADHAR BORATKAR	Non-Executive - Non Independent Director	Member	29-11-2002		
4	02014308	PRAMOD BORAWAR	Non-Executive - Independent Director	Member	21-03-2021	14-02-2023	Textual Information(1)
5	02112732	RAMESH HIMTE	Non-Executive - Independent Director	Member	14-02-2023		Textual Information(2)

Sr Text Block	
Textual Information(1)	<p>Considered & Accepted the resignation of Mr. Pramod Borawar (DIN 02014308) as Independent Director of the Company due to his personal reasons & preoccupations only and there is no other material reasons other than those mentioned in his resignation letter with effect from the closing of business hours of 14th February, 2023.</p> <p>Consequent upon the aforesaid resignation, reconstitution in composition of various Committee/s of the company are as mentioned in the report with effect from 14th February, 2023:</p>
Textual Information(2)	<p>Appointment of Mr. Ramesh Dinkarrao Himte (DIN: 02112732), as an Additional Director (Independent Director-Non-Executive) of the Company for a term of five (5)consecutive years with effect from 14th February, 2023 subject to the approval of shareholders at the ensuing Annual General Meeting.</p> <p>Consequent upon the aforesaid appointment, reconstitution in composition of various Committee/s of the company are as mentioned in the report with effect from 14th February, 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	01936684	ANANDRAO MOTIRAM RAUT	Non-Executive - Independent Director	Chairperson	29-03-2018		
2	07143914	GOURI CHANDRAYAN	Non-Executive - Independent Director	Member	29-03-2018		
3	00299351	RAVINDRA VIDYADHAR BORATKAR	Non-Executive - Non Independent Director	Member	29-11-2002		
4	02014308	PRAMOD BORAWAR	Non-Executive - Independent Director	Member	21-03-2021	14-02-2023	Textual Information(1)
5	02112732	RAMESH HIMTE	Non-Executive - Independent Director	Member	14-02-2023		Textual Information(2)

Sr Text Block	
Textual Information(1)	<p>Considered & Accepted the resignation of Mr. Pramod Borawar (DIN 02014308) as Independent Director of the Company due to his personal reasons & preoccupations only and there is no other material reasons other than those mentioned in his resignation letter with effect from the closing of business hours of 14th February, 2023.</p> <p>Consequent upon the aforesaid resignation, reconstitution in composition of various Committee/s of the company are as mentioned in the report with effect from 14th February, 2023:</p>
Textual Information(2)	<p>Appointment of Mr. Ramesh Dinkarrao Himte (DIN: 02112732), as an Additional Director (Independent Director-Non-Executive) of the Company for a term of five (5)consecutive years with effect from 14th February, 2023 subject to the approval of shareholders at the ensuing Annual General Meeting.</p> <p>Consequent upon the aforesaid appointment, reconstitution in composition of various Committee/s of the company are as mentioned in the report with effect from 14th February, 2023:</p>

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	07143914	GOURI CHANDRAYAN	Non-Executive - Independent Director	Chairperson	29-03-2018		
2	01936684	ANANDRAO MOTIRAM RAUT	Non-Executive - Independent Director	Member	29-03-2018		
3	00299351	RAVINDRA VIDYADHAR BORATKAR	Non-Executive - Non Independent Director	Member	29-11-2002		
4	02014308	PRAMOD BORAWAR	Non-Executive - Independent Director	Member	21-03-2021	14-02-2023	Textual Information(1)
5	02112732	RAMESH HIMTE	Non-Executive - Independent Director	Member	14-02-2023		Textual Information(2)

Sr Text Block	
Textual Information(1)	<p>Considered & Accepted the resignation of Mr. Pramod Borawar (DIN 02014308) as Independent Director of the Company due to his personal reasons & preoccupations only and there is no other material reasons other than those mentioned in his resignation letter with effect from the closing of business hours of 14th February, 2023.</p> <p>Consequent upon the aforesaid resignation, reconstitution in composition of various Committee/s of the company are as mentioned in the report with effect from 14th February, 2023:</p>
Textual Information(2)	<p>Appointment of Mr. Ramesh Dinkarrao Himte (DIN: 02112732), as an Additional Director (Independent Director-Non-Executive) of the Company for a term of five (5)consecutive years with effect from 14th February, 2023 subject to the approval of shareholders at the ensuing Annual General Meeting.</p> <p>Consequent upon the aforesaid appointment, reconstitution in composition of various Committee/s of the company are as mentioned in the report with effect from 14th February, 2023:</p>

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	12-10-2022				Yes	6	6	3
2	14-11-2022		32		Yes	6	6	3
3		14-02-2023	91		Yes	6	6	3
4		29-03-2023	42		Yes	6	6	3

Annexure 1

IV. Meeting of Committees

Disclosure of notes on meeting of committees explanatory							Textual Information(1)			
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	14-11-2022				Yes	4	4	3	0
2	Audit Committee	14-02-2023	91			Yes	4	4	3	0
3	Stakeholders Relationship Committee	16-12-2022				Yes	4	4	3	0
4	Stakeholders Relationship Committee	21-01-2023	35			Yes	4	4	3	0
5	Nomination and remuneration committee	14-02-2023	23			Yes	4	4	3	0
6	Corporate Social Responsibility Committee	14-02-2023				Yes	4	4	3	0

Text Block

Textual Information(1)	<p>1. Appointment of Mr. Ramesh Dinkarrao Himte (DIN: 02112732), as an Additional Director (Independent Director-Non-Executive) of the Company for a term of five (5) consecutive years with effect from 14th February, 2023 subject to the approval of shareholders at the ensuing Annual General Meeting.</p> <p>2. Considered & Accepted the resignation of Mr. Pramod Borawar (DIN 02014308) as Independent Director of the Company due to his personal reasons & preoccupations only and there is no other material reasons other than those mentioned in his resignation letter with effect from the closing of business hours of 14th February, 2023.</p> <p>3. Reconstitution of Various Committee/s :</p> <p>Consequent upon the aforesaid appointment & resignation, reconstitution in composition of various Committee/s of the company are as mentioned in the remark section of Annex-1- Composition of Committees w.e.f. 14 February, 2023</p>
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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	SHILPA BHARGAVA
2	Designation	Company Secretary and Compliance Officer

Text Block

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

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.cianindustries.com
11	email address for grievance redressal and other relevant details	Yes		www.cianindustries.com
12	Financial results	Yes		www.cianindustries.com
13	Shareholding pattern	Yes		www.cianindustries.com
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)	Yes		www.cianindustries.com
18	Credit rating or revision in credit rating obtained	NA		
19	Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	Yes		www.cianindustries.com
20	Whether company has provided information under separate section on its website as per Regulation 46(2)	Yes		www.cianindustries.com
21	Materiality Policy as per Regulation 30	Yes		www.cianindustries.com
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		www.cianindustries.com

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)	Yes	
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)	NA	
23	Meeting of Risk Management Committee	21(3A)	NA	
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)	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)	NA	
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

Annexure II		
1	Name of signatory	SHILPA BHARGAVA
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	Yes
	Any other information to be provided	

Annexure II

1	Name of signatory	SHILPA BHARGAVA
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)

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.

Signatory Details	
Name of signatory	SHILPA BHARGAVA
Designation of person	Company Secretary and Compliance Officer
Place	Nagpur
Date	17-04-2023

