



**IOT Utkal Energy Services Limited**

**Regd. Office:** Plot No. 188/183,  
Zero Point, Udayabata, Paradeep,  
Jagatsinghpur Odisha, India, 754141

**CIN: U45208OR2009PLC011389**

11<sup>th</sup> July 2024

To  
BSE Limited  
Floor 25, P J Towers,  
Dalal Street, Mumbai – 400 001

Dear Sir/Madam,

**Sub:** Corporate Governance Report – Regulation 27 (2) SEBI LODR, 2015

**Ref: Scrip Code:** 950132.

In compliance with Regulation 27(2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we would like to submit the Corporate Governance Report for the Quarter ended 30<sup>th</sup> June 2024, attached herewith.

Kindly take the above on records and oblige.

**For IOT Utkal Energy Services Limited**

Girjesh Shrivastava  
Company Secretary  
ACS - 19083

**General information about company**

Scrip code	950132
NSE Symbol	
MSEI Symbol	
ISIN	
Name of the entity	IOT Utkal Energy Services Limited
Date of start of financial year	01-04-2024
Date of end of financial year	31-03-2025
Reporting Quarter	Quarterly
Date of Report	30-06-2024
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

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	Nilmoni Bhakta	AAAPB3233E	00032138	Non-Executive - Independent Director	Chairperson		27-04-1953
2	Mr	Narendra Asija	ACQPA5692N	09137739	Non-Executive - Independent Director	Not Applicable		28-08-1960
3	Mr	Manoj Kumar Borad	ABEPB0850E	10524897	Non-Executive - Non Independent Director	Not Applicable		01-05-1967
4	Ms	Birva Chiragbhai Patel	AEVPP5751L	07203299	Non-Executive - Non Independent Director	Not Applicable		02-06-1973
5	Mr	Rejith Bhaskar	AHOPB5192P	10283897	Executive Director	Not Applicable		27-04-1976

**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

**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)	Reason for Cessation	Notes for not providing PAN	Notes for not providing DIN
1	NA		13-04-2021	13-04-2022		39	1	1	1	1			
2	NA		13-04-2021	13-04-2022		39	1	1	1	0			
3	NA		18-03-2024			4	0	0	1	0			
4	NA		31-01-2023	30-06-2023		17	1	0	0	0			
5	NA		31-08-2023			10	0	0	0	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	00032138	Nilmoni Bhakta	Non-Executive - Independent Director	Chairperson	13-04-2021		
2	09137739	Narendra Asija	Non-Executive - Independent Director	Member	13-04-2021		
3	10524897	Manoj Kumar Borad	Non-Executive - Non Independent Director	Member	18-03-2024		

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	09137739	Narendra Asija	Non-Executive - Independent Director	Chairperson	30-03-2023		
2	00032138	Nilmoni Bhakta	Non-Executive - Independent Director	Member	30-03-2023		
3	10524897	Manoj Kumar Borad	Non-Executive - Non Independent Director	Member	18-03-2024		

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	00032138	Nilmoni Bhakta	Non-Executive - Independent Director	Chairperson	13-04-2021		
2	09137739	Narendra Asija	Non-Executive - Independent Director	Member	13-04-2021		
3	10524897	Manoj Kumar Borad	Non-Executive - Non Independent Director	Member	18-03-2024		



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	00032138	Nilmoni Bhakta	Non-Executive - Independent Director	Chairperson	13-04-2021		
2	09137739	Narendra Asija	Non-Executive - Independent Director	Member	13-04-2021		
3	10524897	Manoj Kumar Borad	Non-Executive - Non Independent Director	Member	18-03-2024		

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	10524897	Manoj Kumar Borad	Non-Executive - Non Independent Director	Chairperson	18-03-2024		
2	09137739	Narendra Asija	Non-Executive - Independent Director	Member	13-04-2021		
3	07203299	Birva Chiragbhai Patel	Non-Executive - Non Independent Director	Member	13-04-2021		

<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	24-01-2024				Yes	5	5	2
2		15-04-2024	81		Yes	5	5	2

## 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	24-01-2024				Yes	3	3	2	2
2	Audit Committee	15-04-2024	81			Yes	3	3	2	3
3	Nomination and remuneration committee	15-04-2024				Yes	3	3	2	2
4	Risk Management Committee	26-03-2024				Yes	3	3	2	2
5	Stakeholders Relationship Committee	26-03-2024				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	Yes	
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	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)	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

**Annexure 1**

Sr	Subject	Compliance status
1	Name of signatory	Girjesh Shrivastava
2	Designation	Company Secretary and Compliance Officer



**Details of Cyber security incidence**

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
Number of cyber security incidence or breaches or loss of data event occurred during the quarter		
Sr.	Date of the event	Brief details of the event

<b>Signatory Details</b>	
Name of signatory	Girjesh Shrivastava
Designation of person	Company Secretary and Compliance Officer
Place	Mumbai
Date	11-07-2024

