



AN ISO 9001 : 2015  
certified company

# SIMPLEX INFRASTRUCTURES LIMITED

REGD. OFFICE :

'SIMPLEX HOUSE' 27, SHAKESPEARE SARANI, KOLKATA-700 017 (INDIA)  
PHONES : +91 33 2301-1600, FAX : +91 33 2289-1468  
E-mail : simplexkolkata@simplexinfra.com, Website : www.simplexinfra.com  
CIN No. L45209 WB 1924 PLC 004969

01/CS/SE/001/95095

April 05, 2024

The Manager, Listing Department  
National Stock Exchange of India Limited  
Exchange Plaza, Bandra Kurla Complex  
Bandra (East), Mumbai – 400051  
Scrip Code – SIMPLEXINF

The Secretary  
BSE Limited.  
Phiroze Jeejeebhoy Towers  
Dalal Street, Mumbai – 400 001  
Scrip code - 523838

The Secretary  
Calcutta Stock Exchange Limited  
7 Lyons Range  
Kolkata – 700001  
Scrip Code - 29053

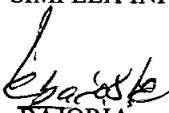
Dear Sir,

Sub: Compliance under Regulation 27(2) of SEBI (Listing Obligations and  
Disclosure Requirements) Regulation, 2015 (LODR)

In Compliance with the provisions of Regulation 27(2) of the Securities Exchange Board of India (Listing  
Obligation and Disclosure Requirements) Regulation, 2015, we are forwarding herewith the Corporate  
Governance Report (Annexure-I) for the quarter ended 30<sup>th</sup> June, 2024.

Please acknowledge receipt.

Yours faithfully,  
For SIMPLEX INFRASTRUCTURES LIMITED

  
B.L. BAJORIA  
SR. VICE PRESIDENT &  
COMPANY SECRETARY

Enc: as above

Securities and Exchange Board of India

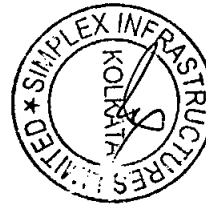
Format of report on Corporate Governance to be submitted by a listed entity on quarterly basis

1. Name of Listed Entity - SIMPLEX INFRASTRUCTURES LIMITED

2. Quarter ending - 30th June, 2024

ANNEXURE-1

Title (Mr / Mrs)	Name of the Director	PANS	DIN	Category (Chairperson /Executive/Non-Executive/Independent/Nominee)	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* (In Months)	No. Of directorship in listed entities including this listed entity [in reference to Regulation 17A(1)]	No of Independent Directors in listed entities including this listed entity [in reference to regulation 17A(1)]	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.	Rajiv Mundhra	AJIPM7012J	00014237	Chairperson related to Promoter Non-Executive -Non-Independent	05.02.1976	Yes	06/12/2020		The Company has defaulted in redemption of Debentures and interest thereon.	Active	N.A.	N.A.	28.07.2003	01.04.2023	N.A.	N.A.	1	0	0	0
Mr.	S. Dutta	ADRPD7115R	00062827	Executive Director	05.01.1939	Yes	06/12/2020		The Company has defaulted in redemption of Debentures and interest thereon.	Active	YES	28.09.2023	21.06.2001	01.09.2023	N.A.	N.A.	1	0	2	0
Mr.	Pratap Kumar Chakravarty	AEUPC6993A	09021538	NonExecutive/Independent	04.05.1954	Yes	14/08/2021		The Company has defaulted in redemption of Debentures and interest thereon.	Active	N.A.	N.A.	13.02.2021	N.A.	N.A.	60	1	1	1	1
Mrs	Indira Biswas	AHLPB9668D	03401620	NonExecutive/Independent	31.07.1964	Yes	17/10/2021		The Company has defaulted in redemption of Debentures and interest thereon.	Active	N.A.	N.A.	16.04.2021	N.A.	N.A.	60	1	1	2	0



Securities and Exchange Board of India

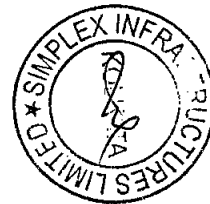
Format of report on Corporate Governance to be submitted by a listed entity on quarterly basis

1. Name of Listed Entity - SIMPLEX INFRASTRUCTURES LIMITED

2. Quarter ending - 30th June, 2024

ANNEXURE-I

Title (Mr / Mrs)	Name of the Director	PAN#	DIN	Category (Chairperson /Executive/Non-Executive/Independent/Nominee)	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* (In Months)	No. Of directorship in listed entities including this listed entity [in reference to Regulation 17A(1)]	No of Independent Directorship in listed entities including this listed entity [in reference to regulation 17A(1)]	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.	Dinabandhu Mukhopadhyay	AEIPM6925J	09778769	NonExecutive/Independent	05/09/1961	Yes	15/05/2023		The Company has defaulted in redemption of Debentures and interest thereon.	Active	N.A.	N.A.	14/11/2022	N.A.	N.A.	60	1	1	1	1
Mr.	Shamik Das Gupta	ACPPD0446G	01127296	Non-Executive -Non-Independent Director	07/08/1965	Yes	26/10/2023		The Company has defaulted in redemption of Debentures and interest thereon.	Active	N.A.	N.A.	25.04.2023	N.A.	N.A.	N.A.	1	0	0	0
Whether Regular chairperson appointed : Yes																				
Whether Chairperson is related to managing director or CEO : No																				
SPAN 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.																				



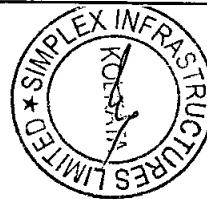
**Securities and Exchange Board of India**

		<b>II. Composition of Committees</b>						
Sl	Name of Committee	Whether Regular chairperson appointed	Name of Committee members	DIN NO	Category (Chairperson/Executive/Non-Executive/independent/Nominee) \$	Date of Appointment	Date of Cessation	
1	1. Audit Committee	Yes	Mr. Pratap Kumar Chakravarty	09021538	Chairperson / Non-executive/ independent Director	13.02.2021	N.A.	
			Mr. Sukumar Dutta	00062827	Executive Director	14.11.2015	N.A.	
			Mrs. Indira Biswas	03401620	Non-executive /Independent Director	25.04.2023	N.A.	
2	2. Nomination & Remuneration Committee	Yes	Mrs. Indira Biswas	03401620	Chairperson/Non-executive /Independent Director	16.04.2021	N.A.	
			Mr. Rajiv Mundhra	00014237	Non-Executive –Non-Independent Director	20.09.2016	N.A.	
			Mr. Pratap Kumar Chakravarty	09021538	Non-executive /Independent Director	13.02.2021	N.A.	

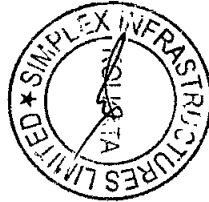



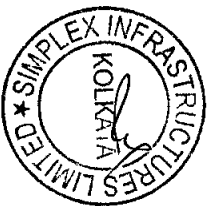
**Securities and Exchange Board of India**

		<b>II. Composition of Committees</b>						
Sl	Name of Committee	Whether Regular chairperson appointed	Name of Committee members	DIN NO	Category (Chairperson/Executive/Non-Executive/independent/Nominee) §	Date of Appointment	Date of Cessation	
4	3. Stakeholders Relationship Committee'	Yes	Dr. Dinabandhu Mukhopadhyay	09778769	Chairperson/Non-executive /independent Director	25.04.2023	N.A.	
			Mr. S.Dutta	00062827	Executive Director	12.02.2015	N.A.	
			Mrs. Indira Biswas	03401620	Non-executive /independent Director	16.04.2021	N.A.	
4. Risk Management Committee(if applicable)		Yes	Mr. Rajiv Mundhra	00014237	Chairperson- Non-Executive –Non-Independent Director	26.09.2014	N.A.	
			Mr.S.Dutta	00062827	Executive Director	26.09.2014	N.A.	
			Mrs. Indira Biswas	03401620	Non-executive /Independent Director	21.11.2022	N.A.	
			Mr.N.K.Kakani		Member	26.09.2014	N.A.	
§ 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								



II. Meeting of Board of Directors							
Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter	Whether requirement of Quorum met	Total No of Directors as on the Meeting date	Number of Directors present*	Number of independent directors present*	Maximum gap between any two consecutive (in number of days)	
13.02.2024		Yes	6	6	3		
	29.05.2024	Yes	6	6	3	105	Days
Name of Committee	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)*	Total No of Directors as on the Meeting date	Number of Directors present*	Number of independent directors present*	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days*
Audit Committee Meeting		Yes	3	3	2	13.02.2024	
Audit Committee Meeting	29.05.2024	Yes	3	3	2		105 Days
Stake Holders Relationship Committee		Yes	3	3	2	13.02.2024	Days
Stake Holders Relationship Committee	29.05.2024	Yes	3	3	2		105 Days
Nomination & Remuneration Committee	29.05.2024		3	3	2		
Risk Management Committee		Yes	3	3	1	13.02.2024	N.A.
* This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional							
**to be filled in only for the current quarter meetings							



Securities and Exchange Board of India	
<b>V. Related Party Transactions</b>	
<i>Subject</i>	<i>Compliance status (Yes/No/NA)</i> <i>refer note below</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 the Audit Committee	N.A.
<b>Note:</b>	
<p>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.</p> <p>2. If status is "No" details of non-compliance may be given here.</p>	
<b>VI. Affirmations</b>	
1. The composition of Board of Directors is in terms of SEBI (Listing Obligations and Disclosure requirements) Regulations, 2015. - <b>Yes</b>	
2. The composition of the following committees is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015	
a. Audit Committee - <b>Yes</b>	
b. Nomination & Remuneration Committee - <b>Yes</b>	
c. Stakeholders Relationship Committee - <b>Yes</b>	
d. Risk management committee (applicable to the top 1000 listed entities) - <b>The Company does not fall under Top 1000 listed entities but has constituted a Risk Management Committee.</b>	
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.- <b>Yes</b>	
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. - <b>Yes</b>	
5. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. Any comments/observations/advice of the board of directors may be mentioned here : The report for the previous quarter has been placed before the Board at the meeting held on 29.05.2024 and the Board noted the same.	
<b>For Simplex Infrastructures Limited</b>	
 	
Name & Designation : <b>B.L.Bajoria</b>	
Sr.Vice President & Company Secretary	
Place: <b>Kolkata</b>	
Date: <b>05-07-2024</b>	

**Note:**

Information at Table I and II above need to be necessarily given in 1st quarter of each financial year. However, if there is no change of information in subsequent quarter(s) of that financial year, this information may not be given by Listed entity and instead a statement "same as previous quarter" may be given.

Securities and Exchange Board of India

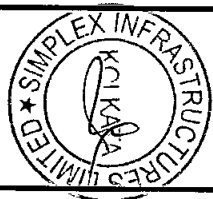
**III Affirmations:**

The Listed Entity has approved the Material Subsidiary Policy and the Corporate Governance requirements with respect to the subsidiary of Listed Entity have been complied. - Yes

**B.L.BAJORIA**



**SR. VICE PRESIDENT & COMPANY SECRETARY**





**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
Date of the event	Brief details of the event	
NIL	NIL	