

General information about company

Scrip code	511208
NSE Symbol	IVC
MSEI Symbol	Notlisted
ISIN	INE050B01023
Name of the entity	IL&FS Investment Managers Limited
Date of start of financial year	01-04-2023
Date of end of financial year	31-03-2024
Reporting Quarter	Yearly
Date of Report	31-03-2024
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

Textual Information(1)

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	Susim Mukul Datta	AAGPD6963M	00032812	Non-Executive - Independent Director	Chairperson	Shareholder Director	01-07-1936
2	Mr	Chitranjan Singh Kahlon	AAFPK5895E	02823501	Non-Executive - Independent Director	Not Applicable	Shareholder Director	22-02-1951
3	Mr	Nand Kishore	AGPPK9019E	08267502	Non-Executive - Non Independent Director	Not Applicable		08-07-1958
4	Mr	Kaushik Modak	AJUPM4382J	01266560	Non-Executive - Non Independent Director	Not Applicable		03-10-1966
5	Ms	Priya Prempal Shetty	AAYPS5239F	08858814	Non-Executive - Non Independent Director	Not Applicable		09-06-1971
6	Ms	Lubna Ahmad Usman	AALPU8580A	08299976	Non-Executive - Non Independent Director	Not Applicable		27-07-1973

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				Inactive
2	No				Active
3	No				Active
4	No				Active
5	No				Active
6	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	Yes	30-09-2019	07-08-2014	28-03-2019		115.86	2	2	1	2			
2	Yes	24-08-2023	28-08-2018	30-05-2023		67.13	1	1	2	0			
3	NA		06-12-2018				4	0	7	3			
4	NA		06-12-2018				2	0	4	1			
5	NA		11-11-2020				1	0	1	0			
6	NA		12-02-2021				1	0	0	0			

Text Block

Textual Information(1)

Mr Susim Mukul Datta ceased as an Independent Non-Executive Director of the Company w.e.f. April 1, 2024 due to end of his tenure on March 31, 2024, pursuant to Section 149(11) of the Companies Act, 2013

Consequently, Mr Datta also ceases to be the Chairman of the Company and a Member of the Audit Committee, Nomination & Remuneration Committee, Stakeholders Relationship Committee and Corporate Social Responsibility Committee of the Company w.e.f. April 1, 2024

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	00032812	Susim Mukul Datta	Non-Executive - Independent Director	Chairperson	05-05-2014		Textual Information(1)
2	02823501	Chitranjan Singh Kahlon	Non-Executive - Independent Director	Member	28-08-2018		
3	08267502	Nand Kishore	Non-Executive - Non Independent Director	Member	11-12-2018		

Sr Text Block

Textual Information(1)

Mr Susim Mukul Datta ceased as an Independent Non-Executive Director of the Company w.e.f. April 1, 2024 due to end of his tenure on March 31, 2024, pursuant to Section 149(11) of the Companies Act, 2013

Consequently, Mr Datta also ceases to be the Chairman of the Company and a Member of the Audit Committee, Nomination & Remuneration Committee, Stakeholders Relationship Committee and Corporate Social Responsibility Committee of the Company w.e.f. April 1, 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	02823501	Chitranjan Singh Kahlon	Non-Executive - Independent Director	Chairperson	12-11-2021		
2	00032812	Susim Mukul Datta	Non-Executive - Independent Director	Member	21-09-1998		Textual Information(1)
3	01266560	Kaushik Modak	Non-Executive - Non Independent Director	Member	06-02-2019		

Sr Text Block

Textual Information(1)

Mr Susim Mukul Datta ceased as an Independent Non-Executive Director of the Company w.e.f. April 1, 2024 due to end of his tenure on March 31, 2024, pursuant to Section 149(11) of the Companies Act, 2013

Consequently, Mr Datta also ceases to be the Chairman of the Company and a Member of the Audit Committee, Nomination & Remuneration Committee, Stakeholders Relationship Committee and Corporate Social Responsibility Committee of the Company w.e.f. April 1, 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	01266560	Kaushik Modak	Non-Executive - Non Independent Director	Chairperson	11-12-2018		
2	00032812	Susim Mukul Datta	Non-Executive - Independent Director	Member	25-09-1996		Textual Information(1)
3	02823501	Chitranjan Singh Kahlon	Non-Executive - Independent Director	Member	01-04-2019		

Sr Text Block

Textual Information(1)

Mr Susim Mukul Datta ceased as an Independent Non-Executive Director of the Company w.e.f. April 1, 2024 due to end of his tenure on March 31, 2024, pursuant to Section 149(11) of the Companies Act, 2013

Consequently, Mr Datta also ceases to be the Chairman of the Company and a Member of the Audit Committee, Nomination & Remuneration Committee, Stakeholders Relationship Committee and Corporate Social Responsibility Committee of the Company w.e.f. April 1, 2024

Risk Management Committee

Whether the Risk Management Committee has a Regular Chairperson							
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks

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	00032812	Susim Mukul Datta	Non-Executive - Independent Director	Chairperson	05-05-2014		Textual Information(1)
2	02823501	Chitranjan Singh Kahlon	Non-Executive - Independent Director	Member	11-12-2018		
3	01266560	Kaushik Modak	Non-Executive - Non Independent Director	Member	11-12-2018		

Sr Text Block

Textual Information(1)

Mr Susim Mukul Datta ceased as an Independent Non-Executive Director of the Company w.e.f. April 1, 2024 due to end of his tenure on March 31, 2024, pursuant to Section 149(11) of the Companies Act, 2013

Consequently, Mr Datta also ceases to be the Chairman of the Company and a Member of the Audit Committee, Nomination & Remuneration Committee, Stakeholders Relationship Committee and Corporate Social Responsibility Committee of the Company w.e.f. April 1, 2024

Other Committee						
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Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks
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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	09-11-2023				Yes	6	6	2
2		13-02-2024	95		Yes	6	5	2
3		15-03-2024	30		Yes	6	6	2

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	09-11-2023				Yes	3	3	2	0
2	Audit Committee	13-02-2024	95			Yes	3	3	2	0
3	Stakeholders Relationship Committee	15-03-2024	30			Yes	3	3	2	0

Text Block

Textual Information(1)

Kindly note that no Stakeholders Relationship Committee Meeting was held in previous quarter and hence "Maximum gap between any two consecutive (in number of days)" should come blank. However, the same is captured by system as 30 against Stakeholders Relationship Committee. Since it is auto-populated by the system, we are unable to change the same

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	NA	

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	Sanjay Mitra
2	Designation	Company Secretary and Compliance Officer

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		https://www.iimlindia.com/index.aspx
2	Terms and conditions of appointment of independent directors	Yes		https://www.iimlindia.com/Independent_Director.aspx
3	Composition of various committees of board of directors	Yes		https://www.iimlindia.com/board_comittee.aspx
4	Code of conduct of board of directors and senior management personnel	Yes		https://www.iimlindia.com/Policies.aspx
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		https://www.iimlindia.com/Policies.aspx
6	Criteria of making payments to non-executive directors	Yes		https://www.iimlindia.com/Policies.aspx
7	Policy on dealing with related party transactions	Yes		https://www.iimlindia.com/Policies.aspx
8	Policy for determining 'material' subsidiaries	Yes		https://www.iimlindia.com/Policies.aspx
9	Details of familiarization programmes imparted to independent directors	Yes		https://www.iimlindia.com/FamiliarisationProgramme.aspx
10	Email address for grievance redressal and other relevant details	Yes		https://www.iimlindia.com/shareholder_grievance.aspx
11	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		https://www.iimlindia.com/shareholder_grievance.aspx
12	Financial results	Yes		https://www.iimlindia.com/financials.aspx
13	Shareholding pattern	Yes		https://www.iimlindia.com/shareholding_pattern.aspx
14	Details of agreements entered into with the media companies and/or their associates	NA		

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
15.1	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		
15.2	Audio or video recordings and transcripts of post earnings/quarterly calls	NA		
16	New name and the old name of the listed entity	NA		
17	Advertisements as per regulation 47 (1)	Yes		https://www.iimlindia.com/newspaper-publications.aspx
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		https://www.iimlindia.com/financials_Sub subsidiaryCompanies.aspx
20	Secretarial Compliance Report	Yes		https://www.iimlindia.com/secretarial_compliance.aspx
21	Materiality Policy as per Regulation 30 (4)	Yes		https://www.iimlindia.com/Policies.aspx
22	Disclosure of contact details of KMP who are authorized for the purpose of determining materiality as required under regulation 30(5)	Yes		https://www.iimlindia.com/Policies.aspx
23	Disclosures under regulation 30(8)	Yes		https://www.iimlindia.com/updates.aspx
24	Statements of deviation(s) or variations(s) as specified in regulation 32	NA		
25	Dividend Distribution policy as per Regulation 43A(1)	NA		
26	Annual return as provided under section 92 of the Companies Act, 2013	Yes		https://www.iimlindia.com/annual_reports.aspx
27	Confirmation that the above disclosures are in a separate section as specified in regulation 46(2)	Yes		https://www.iimlindia.com/
28	Compliance with regulation 46(3) with respect to accuracy	Yes		https://www.iimlindia.com/

	of disclosures on the website and timely updating			
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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(1C), 17(1D) & 17(1E)	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	Role of Audit Committee and information to be reviewed by the audit committee	18(3)	Yes	
18	Composition of nomination & remuneration committee	19(1) & (2)	Yes	
19	Quorum of Nomination and Remuneration Committee meeting	19(2A)	Yes	
20	Meeting of Nomination and Remuneration Committee	19(3A)	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	Role of Nomination and Remuneration Committee	19(4)	Yes	
22	Composition of Stakeholder Relationship Committee	20(1), 20(2) & 20(2A)	Yes	
23	Meeting of Stakeholders Relationship Committee	20(3A)	Yes	
24	Role of Stakeholders Relationship Committee	20(4)	Yes	
25	Composition and role of risk management committee	21(1),(2),(3),(4)	NA	
26	Meeting of Risk Management Committee	21(3A)	NA	
27	Quorum of Risk Management Committee meeting	21(3B)	NA	
28	Gap between the meetings of the Risk Management Committee	21(3C)	NA	
29	Vigil Mechanism	22	Yes	
30	Policy for related party Transaction	23(1), (1A), (5), (6), & (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.
31	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	NA	
32	Approval for material related party transactions	23(4)	Yes	
33	Disclosure of related party transactions on consolidated basis	23(9)	Yes	
34	Composition of Board of Directors of unlisted material Subsidiary	24(1)	No	The NCLT based on a petition by Infrastructure Leasing and Financial Services Limited vide its Order dated April 26, 2019, granted its exemption to ILandFS and its Group Companies from appointing Independent Directors and Woman Directors on the Board of ILandFS and its group companies. In view of the same the Company is unable to appoint Independent Director on the Board of the unlisted material subsidiary companies
35	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3), (4),(5) & (6)	Yes	
36	Alternate Director to Independent Director	25(1)	NA	
37	Maximum Tenure	25(2)	Yes	
38	Appointment, Re-appointment or removal of an Independent Director through special resolution or the alternate mechanism	25(2A)	Yes	
39	Meeting of independent directors	25(3) & (4)	Yes	
40	Familiarization of independent directors	25(7)	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.
41	Declaration from Independent Director	25(8) & (9)	Yes	
42	Directors and Officers insurance	25(10)	Yes	
43	Confirmation with respect to appointment of Independent Directors who resigned from the listed entity	25(11)	NA	
44	Memberships in Committees	26(1)	Yes	
45	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes	
46	Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes	
47	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes	
48	Approval of the Board and shareholders for compensation or profit sharing in connection with dealings in the securities of the listed entity	26(6)	NA	
49	Vacancies in respect Key Managerial Personnel	26A(1) & 26A(2)	NA	
	Any other information to be provided - Add Notes			

Annexure II

1	Name of signatory	Sanjay Mitra
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	No
	Any other information to be provided	Textual Information(1)

Text Block

Textual Information(1)

The Company's Board approved the Company's Material subsidiary Policy
The Company has complied with all Corporate Governance requirements with respect to subsidiary of the Company baring the appointment of Independent Directors on the Board of unlisted Material Subsidiary Companies
The NCLT based on a petition by Infrastructure Leasing and Financial Services Limited vide its Order dated April 26, 2019, granted its exemption to ILandFS and its Group Companies from appointing Independent Directors and Woman Directors on the Board of ILandFS and its group companies
In view of the same the Company is unable to appoint Independent Director on the Board of the unlisted material subsidairy companies

Annexure II

1	Name of signatory	Sanjay Mitra
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)

The Company has not issued any Loan/ guarantees/ comfort letters/ securitites, etc directly or indirectly to any Promoter or any other entity controlled by Promoter, Promoter group or any other entity controlled by them, Directors (including relatives or any other entity controlled by them and KMPs or any other entity controlled by them

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

Signatory Details

Name of signatory	Sanjay Mitra
Designation of person	Company Secretary and Compliance Officer
Place	Mumbai
Date	15-04-2024