



Interworld Digital Limited

CIN : L72900DL1995PLC067808

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Dated: 20.01.2023

To,

**The Manager (Listing),
Bombay Stock Exchange Limited,
1st Floor, P. J. Towers,
Dalal Street, Mumbai – 400001**

Subject: Submission of Corporate Governance Report for the quarter ended 31st December, 2022

Ref: Scrip Code 532072 (INTERDIGI)

Dear Sir,

Please find enclosed herewith the Compliance Report on Corporate Governance for the quarter ended 31st December, 2022 in the prescribed format as per the requirements of Regulation 27(2) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 for your kind perusal.

We hope that you will find the above in order.

This is for your information and records please.

Thanking You.

Yours Truly,

For Interworld Digital Limited

**SHIVANGI
AGARWAL**

Digitally signed by SHIVANGI
AGARWAL
Date: 2023.01.20 12:42:42 +05'30'

**Shivangi Aggarwal
Company Secretary
M.No. A61069**

Encl: As Above

General information about company	
Scrip code	532072
NSE Symbol	NA
MSEI Symbol	NA
ISIN	INE177D01020
Name of the entity	INTERWORLD DIGITAL LIMITED
Date of start of financial year	01-04-2022
Date of end of financial year	31-03-2023
Reporting Quarter	Quarterly
Date of Report	31-12-2022
Risk management committee	Not 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																Textual Information(1)				
Whether the listed entity has a Regular Chairperson					No															
Whether Chairperson is related to MD or CEO					No	Disqualification of Directors under section 164 of the Companies Act, 2013														
AN	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 Chairperson in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)
'A6470C	00090423	Non-Executive - Non Independent Director	Chairperson related to Promoter		06-10-1963	No				Active	NA		18-11-2015	30-09-2022		3	0	6	0	
S0032C	03344008	Non-Executive - Independent Director	Not Applicable		02-05-1973	No				Active	NA		14-11-2013	30-09-2019		60	2	2	0	4
S5514G	06947852	Non-Executive - Independent Director	Not Applicable		07-01-1955	No				Active	NA		01-10-2015	30-12-2020		60	6	5	5	3

Text Block	
Textual Information(1)	<p>Mr. Peeyush Kumar Aggarwal was appointed as an Additional Director w.e.f. 18-11-2015 to hold the office upto the conclusion of the next AGM and was regularised a Director liable to retire by rotation in the Annual General Meeting held in 2016 . He was reappointed as a Director liable to retire by rotation in the Annual General Meeting held on 30-09-2022 as per the provisions of Section 152 of the Companies Act, 2013.</p> <p>Mr. Ajay Sharma was initially appointed as an Additional Director of the Company w.e.f. 14-11-2013 as per Section 161 of the Companies Act, 2013 to hold the office upto the conclusion of the next AGM. He was appointed as an Independent Director of the Company w.e.f. 30-09-2014 for a period of 5 years (60 months) in the AGM held on 30-09-2014. He has been again reappointed for a second term of 5 years (60 months) in the AGM held on 30-09-2019 pursuant to the provisions of Section 149 &152 of the Companies Act, 2013.</p> <p>Ms. Madhu Sharma was initially appointed as an Additional Director of the Company w.e.f. 01-10-2015 as per Section 161 of the Companies Act, 2013 to hold the office upto the conclusion of the next AGM. She was appointed as an Independent Director of the Company for a first term of 5 years (60 months) in the AGM held on 30-09-2016. She was further reappointed as an Independent Director of the Company for a second term of Five years (60 months) in the AGM held on 30-12-2020.</p> <p>The composition of Board of Directors is in compliance with the requirements of Regulation 17(1) of SEBI(LODR) Regulations, 2015</p>

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	03344008	AJAY SHARMA	Non-Executive - Independent Director	Chairperson	29-11-2013		
2	00090423	PEEYUSH KUMAR AGGARWAL	Non-Executive - Non Independent Director	Member	18-11-2015		
3	06947852	MADHU SHARMA	Non-Executive - Independent Director	Member	01-10-2020		

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	03344008	AJAY SHARMA	Non-Executive - Independent Director	Chairperson	14-11-2013		
2	00090423	PEEYUSH KUMAR AGGARWAL	Non-Executive - Non Independent Director	Member	01-10-2020		
3	06947852	MADHU SHARMA	Non-Executive - Independent Director	Member	10-11-2015		

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	03344008	AJAY SHARMA	Non-Executive - Independent Director	Chairperson	14-11-2013		
2	00090423	PEEYUSH KUMAR AGGARWAL	Non-Executive - Non Independent Director	Member	01-10-2020		
3	06947852	MADHU SHARMA	Non-Executive - Independent Director	Member	10-11-2015		

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	03344008	AJAY SHARMA	Non-Executive - Independent Director	Chairperson	30-09-2014		
2	00090423	PEEYUSH KUMAR AGGARWAL	Non-Executive - Non Independent Director	Member	01-10-2020		
3	06947852	MADHU SHARMA	Non-Executive - Independent Director	Member	10-11-2015		

Corporate Social Responsibility Committee							
Whether the Corporate Social Responsibility 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

Other Committee						
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks
1	00090423	PEEYUSH KUMAR AGGARWAL	INVESTIGATION COMMITTEE	Non-Executive - Non Independent Director	Chairperson	
2	03344008	AJAY SHARMA	INVESTIGATION COMMITTEE	Non-Executive - Independent Director	Member	

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	13-08-2022				Yes	3	3	2
2	01-09-2022		18		Yes	3	3	2
3		14-11-2022	73		Yes	3	3	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	13-08-2022				Yes	3	3	2	0
2	Audit Committee	01-09-2022	18			Yes	3	3	2	0
3	Audit Committee	14-11-2022	73			Yes	3	3	2	0
4	Nomination and remuneration committee	01-09-2022				Yes	3	3	2	0
5	Stakeholders Relationship Committee	07-07-2022				Yes	3	3	2	0
6	Stakeholders Relationship Committee	01-09-2022	55			Yes	3	3	2	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	10-10-2022	38			Yes	3	3	2	0
8	Risk Management Committee	01-09-2022				Yes	3	3	2	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	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)	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
9	Any comments/observations/advice of Board of Directors may be mentioned here:	Textual Information(1)

Annexure 1		
Sr	Subject	Compliance status
1	Name of signatory	SHIVANGI AGARWAL
2	Designation	Company Secretary and Compliance Officer

Text Block	
Textual Information(1)	The constitution of Risk Management Committee is Not Applicable to the Company. However, the company has voluntarily constituted the Risk Management Committee

Signatory Details	
Name of signatory	Shivangi Agarwal
Designation of person	Company Secretary and Compliance Officer
Place	New Delhi
Date	19-01-2023

