**General information about company** 000000 Scrip code NSE Symbol MSEI Symbol OITL ISIN Name of the entity Online Information Technologies Limited Date of start of financial year 01-04-2021 31-03-2022 Date of end of financial year Reporting Quarter Yearly Date of Report 31-03-2022 Not Applicable Risk management committee 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 Yes No of post of Number of Chairperson No of No of Independent memberships in Audit/ Directorship Directorship Whether in Audit/ Stakeholder in listed special in listed Stakeholder Committee Tenure entities Committee(s) Title resolutionDate of entities held in listed Notes for Notes for Name of **Initial Date** including Category of Category 2 including (Mr passed? Date of Re-Date of including this entities Category 1 passing not not PAN DIN 3 of of this listed of director special listed entity of directors of directors [Refer Reg. appointment this listed including this providing providing Birth Director entity (Refer directors appointment Ms) PAN 17(1A) of entity (Refer (Refer listed entity DIN resolution months) Regulation Regulation Regulation Listing (Refer 17A of 17A(1) of Regulation Regulations] 26(1) of Listing Listing 26(1) of Listing Regulations) Regulations Regulations) Listing Regulations) SWAPAN Executive 21-05-2012 BSCPS6769R 05149442 MD NA Mr Chairperson 01-SARKAR Director 1966 Non-10-Gunodhar Executive -Not CEOPG8120D Mr 08524622 11-NA 16-08-2019 32 Ghosh Independent Applicable 1960 Director Non-Sandip Executive -Mr Kumar CRBPS8929L 03-NA 01-05-2019 35 Independent Applicable Singh 1980 Non-10-Soma Executive -03-03-05-2021 BPZPG8508N 09153111 NA 11 2 Mrs Ghosh Independent Applicable 1980 Director I. Composition of Board of Directors Whether the listed entity has a Regular Chairperson No of post No of Number of No of Independent Chairperson memberships Directorship Directorship in Audit/ Whether in Audit/ Stakeholder in listed in listed special Stakeholder entities entities Committee Tenure Committee(s) Title resolutionDate of Notes for Initial Date held in listed Name Category 2 | Category | Date including including including this Date of Re-(Mr Category 1 passed? passing Date of of the PAN DIN 3 of of this listed this listed of entities director [Refer Reg. of directors special appointment listed entity oroviding entity (Refer directors directors Birth including Director appointment entity 17(1A) of PAN Ms) (Refer resolution (Refer months) Regulation this listed Listing Regulation17A of Regulation entity (Refer 26(1) of Regulations] Listing 17A(1) of Regulation Listing Listing Regulations) 26(1) of Regulations) Regulations Listing Regulations) Not Tulika Executive -Mrs CRGPP8867D 09152872 04-NA 03-05-2021 11 Paul Independent Applicable 1981 Director **Audit Committee Details** Whether the Audit Committee has a Regular Chairperson Yes Category 2 of directors Name of Committee DIN Date of Date of Sr Category 1 of directors Remarks Number members Appointment Cessation Non-Executive - Independent Gunodhar Ghosh Member 16-08-2019 08524622 Director Non-Executive - Independent 08443518 Sandip Kumar Singh Chairperson 01-05-2019 Director Non-Executive - Independent Member 03-05-2021 09152872 | Tulika Paul Director Nomination and remuneration committee Whether the Nomination and remuneration committee has a Regular Chairperson Yes Name of Committee Category 2 of directors DIN Date of Date of Category 1 of directors Remarks Number members Appointment Cessation Non-Executive - Independent Member 08524622 Gunodhar Ghosh 16-08-2019 Director Non-Executive - Independent Chairperson 08443518 Sandip Kumar Singh 01-05-2019 Director Non-Executive - Independent 09152872 Tulika Paul Member 03-05-2021 Director Stakeholders Relationship Committee Whether the Stakeholders Relationship Committee has a Regular Chairperson Yes Date of DIN Name of Committee Category 2 of Date of Remarks Category 1 of directors directors Cessation Number members Appointment 05149442 SWAPAN SARKAR Member 21-05-2012 **Executive Director** Non-Executive - Independent Chairperson 08443518 01-05-2019 Sandip Kumar Singh Director Non-Executive - Independent 09152872 Tulika Paul Member 03-05-2021 Director Risk Management Committee Whether the Risk Management Committee has a Regular Chairperson DIN Name of Committee Category 1 of Date of Category 2 of Date of Remarks Number members directors directors Appointment Cessation Corporate Social Responsibility Committee Whether the Corporate Social Responsibility Committee has a Regular Chairperson Category 1 of DIN Name of Committee Category 2 of Date of Date of Remarks Sr Number directors Appointment members directors Cessation 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 No. of Whether Number of Directors Date(s) of Notes for Date(s) of Maximum gap Independent requirement of meeting (if any) present\* (All directors meeting (if any) between any two not Directors providing Quorum met including Independent in the previous in the current consecutive (in attending the Date Director) (Yes/No) quarter number of days) quarter meeting\* 12-11-2021 Yes 79 31-01-2022 Yes **Annexure 1 IV. Meeting of Committees** Disclosure of notes on meeting of committees explanatory Number of No. of Whether Independent Date(s) of meeting (Enter Directors present\* Maximum gap Reson for requirement Name of (All directors dates of Previous quarter between any two Directors Name of of Quorum other providing including attending Committee and Current quarter in consecutive (in committee met number of days) chronological order) Independent the date (Yes/No) Director) meeting\* Audit 31-01-2022 Yes Committee Nomination and 31-01-2022 Yes remuneration committee Stakeholders Relationship 31-01-2022 Yes Committee **Annexure 1** V. Related Party Transactions If status is "No" details of non-Compliance status Sr Subject (Yes/No/NA) compliance may be given here. NA Whether prior approval of audit committee obtained Whether shareholder approval obtained for material RPT NA Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee NA **Annexure 1** VI. Affirmations Compliance Sr Subject status (Yes/No) The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Yes Regulations, 2015 The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Yes Regulations, 2015 a. Audit Committee The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Yes Regulations, 2015. b. Nomination & remuneration committee The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Yes Regulations, 2015. c. Stakeholders relationship committee The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) NA Regulations, 2015. d. Risk management committee (applicable to the top 500 listed entities) The committee members have been made aware of their powers, role and responsibilities as specified in SEBI Yes (Listing obligations and disclosure requirements) Regulations, 2015. The meetings of the board of directors and the above committees have been conducted in the manner as specified in Yes SEBI (Listing obligations and disclosure requirements) Regulations, 2015. Yes This report and/or the report submitted in the previous quarter has been placed before Board of Directors. **Annexure 1** Compliance status Sr Subject Name of signatory Swapan Sarkar Designation Managing Director **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 o.in o.in o.in o.in o.in o.in

Notes

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DII

I. D	Disclosure on website in terms of Listing Reg	gulations								
Sr	Item	Compliance status (Yes/No/NA)		"No" details of no e may be given he	Web address					
1	Details of business	Yes				www.onlineinfotech.co.in				
2	Terms and conditions of appointment of independent directors	Yes				www.onlineinfotech.co.in				
3	Composition of various committees of board of directors	Yes				www.onlineinfotech.co.in				
4	Code of conduct of board of directors and senior management personnel	Yes			www.onlineinfotech.co.in					
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes			www.onlineinfotech.co.in					
6	Criteria of making payments to non- executive directors	NA								
7	Policy on dealing with related party transactions	NA								
8	Policy for determining 'material' subsidiaries	Yes			www.onlineinfotech.co.in					
9	Details of familiarization programmes imparted to independent directors	NA								
	Annexure II									
	Annexure II to be submitted by lis	ted entity at the en	d of the financ	rial year (for the	whole of f	inancial year)				
I. D	Disclosure on website in terms of Listing Reg	gulations								
Sr	Item			of non-complete (A) be given here	iance may	Web address				
10	Contact information of the designated official who are responsible for assisting and handlin				www.onlineinfotech.co.in					
11	email address for grievance redressal and oth	er relevant details	Yes			www.onlineinfotech.co.in				
12	Financial results		Yes			www.onlineinfotech.co.in				
13	Shareholding pattern		Yes			www.onlineinfotech.co.in				
14	Details of agreements entered into with the media companies and/or their associates									
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									
16	New name and the old name of the listed enti	ty	NA							
17	7 Advertisements as per regulation 47 (1)									
18	Credit rating or revision in credit rating obtained									
19	Separate audited financial statements of each listed entity in respect of a relevant financial	NA								
20	Whether company has provided information under separate section on its website as per Regulation 46(2)					www.onlineinfotech.co.in				
21	Materiality Policy as per Regulation 30		Yes	Yes		www.onlineinfotech.co.in				
22	Dividend Distribution policy as per Regulation applicable)	on 43A (as	NA							
23	It is certified that these contents on the websi are correct	te of the listed entity	Yes	Yes		www.onlineinfotech.co.in				
Annexure II										
II.	Annual Affirmations									
Sr	Particulars		Regulation Number  Compliance status (Yes/No/NA)  If status is "No" details of not compliance may be given her							

25(6)

17(1),

17(1B)

17(2)

17(2A)

17(3)

17(4)

17(5)

17(6)

17(7)

17(8)

Compliance status

(Yes/No/NA)

**Annexure II** 

NA

Yes

Yes

Yes

Yes

Yes

Yes

Yes

Yes

Regulation

Number

17(9)

17(10)

17(11)

17A

18(1)

18(2)

19(2A)

19(3A)

19(1) & (2)

17(1A) &

16(1)(b) &

Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'

Board composition

Code of Conduct

Fees/compensation

10 Compliance Certificate

II. Annual Affirmations

11 Risk Assessment & Management

14 | Maximum number of Directorships

15 Composition of Audit Committee

16 Meeting of Audit Committee

Committee meeting

13 Recommendation of Board

Performance Evaluation of Independent

Composition of nomination & remuneration

Quorum of Nomination and Remuneration

Meeting of Nomination and Remuneration

Sr Particulars

Directors

committee

Committee

III. Affirmations

Sr Particulars

Minimum Information

Meeting of Board of directors

Review of Compliance Reports

Plans for orderly succession for appointments

Quorum of Board meeting

(Yes/No/NA)

Yes

If status is "No" details of non-compliance

**Compliance status** 

(Yes/No/NA)

NA

may be given here.

	Committee									
0	Composition of Stakeholder Relationship Committee	20(1), 20(2A)	20(2) & )	Yes Yes						
			Anne	xure l	II .					
Ι	Annual Affirmations									
r	Particulars		Regulation Number	Regulation Number		Compliance status (Yes/No/NA)		atus is "No" d pliance may b		
1	Meeting of Stakeholders Relationship Commit	tee	20(3A)		Yes					
2	Committee		21(1),(2),(3),(4)		NA					
3	Meeting of Risk Management Committee		21(3A)		NA					
4	Vigil Mechanism		22		NA					
5	Policy for related party Transaction		23(1),(1 <i>A</i> (6),(7) &		Yes					
6	Prior or Omnibus approval of Audit Committe all related party transactions	e for	23(2), (3)	)	NA					
7	Approval for material related party transaction	S	23(4)		NA					
8	Disclosure of related party transactions on consolidated basis		23(9)		NA	NA				
9	Composition of Board of Directors of unlisted material Subsidiary		24(1)		NA					
0	Other Corporate Governance requirements wit respect to subsidiary of listed entity	h	24(2),(3) & (6)	B),(4),(5) NA						
	Annual Affirmations		Anne	xure l	II ———					
1. /	Aimuai Aiminiauons					Compli	iance			
r	Particulars			Number		status (Yes/No		If status is "I compliance i		
1	Annual Secretarial Compliance Report			24	(A)	Yes				
2	Alternate Director to Independent Director			25	(1)	NA				
3	Maximum Tenure			25	(2)	Yes				
4	4 Meeting of independent directors			25 (4)	(3) &	Yes				
5	Familiarization of independent directors				(7)	Yes				
6 Declaration from Independent Director			25 (9)	(8) & Yes						
7	D & O Insurance for Independent Directors				(10)	NA				
8 Memberships in Committees					(1)	NA				
9	emberships in Committees  firmation with compliance to code of conduct from members and Senior management personnel sclosure of Shareholding by Non-Executive Directors			20	26(3) NA					
0					(4)	NA				
1	Policy with respect to Obligations of directors management	ations of directors and senior			(2) & (5)	Yes				
	Any other information to be provided - Add No	otes								
			Anne	xure ]	(I					
	Name of signatory			S	Swapan Sarkar					
	Designation			N	Managing Director					
			Anne	xure l	I					
II.	. Affirmations									

1	Name of signatory		Swapan Sarkar				
2	Designation	Managing Director					
Additional Half yearly Disclosure							
Applic	ability of disclosure	Applicable					
Reason	n for Non Applicability	Textual Info					
I. Disc	losure of Loans/ guarantees/comfort letters /securit	ies etc.refer	note below				
(A)Any loan or any other form of debt advanced by the listed entity directly or indirectly to							
Entity	ntity		mount advanced during six	Balance outstanding at the end of six months			
Promo	ter or any other entity controlled by them	0		0			
Promo	ter Group or any other entity controlled by them	0		0			
Director by ther	ors (including relatives) or any other entity controlled	0		0			
KMPs	or any other entity controlled by them	0		0			

**Annexure II** 

The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with

respect to subsidiary of Listed Entity have been complied

Any other information to be provided

1 Decignation		Swapan Sarkar				
2 Designation		Managing Director				
Additional Half yearly Disclosure						
Applicability of disclosure	Applicable					
Reason for Non Applicability	Textual Info	ormation(1)				
I. Disclosure of Loans/ guarantees/comfort letters /secu	rities etc.refer	note below	1			
(A)Any loan or any other form of debt advanced by the lis	ted entity direct	ly or indirectly to				
Entity	Aggregate a months	mount advanced during six	Balance outstanding at the end of six months			
Promoter or any other entity controlled by them	0		0			
Promoter Group or any other entity controlled by them	0		0			
Directors (including relatives) or any other entity controlle by them	ed 0		0			
KMPs or any other entity controlled by them	0		0			
		-d\				
(B) Any guarantee / comfort letter (by whate indirectly, in connection with any loan(s) or a			sted entity d	1		
Entity		ntee, comfort letter etc.)	Aggregate amount of issuance during six months	Balance outstanding at the end of six months(taking into account any invocation)		
Promoter or any other entity controlled by them	0		0	0		
Promoter Group or any other entity controlled by them	0		0	0		
Directors (including relatives) or any other entity controlle by them	ed 0		0	0		
KMPs or any other entity controlled by them	0		0	0		
(C) Any cognity provided by the listed entity	, directly or	indivectly in connection	n with any k	nan(s) ar any		
(C) Any security provided by the listed entity other form of debt availed by	directly or	mairecuy, m connectio	Aggregate	Tan(s) or any		
Entity	Type of secu	Type of security (cash, shares etc.)		Balance outstanding at the end of six months		
Promoter or any other entity controlled by them	0		0	0		
Promoter Group or any other entity controlled by them	0		0	0		
Directors (including relatives) or any other entity controlle by them	ed 0		0	0		
KMPs or any other entity controlled by them	0		0	0		
			-	Textual		
(D) Additional Information				Information(2)		
II. Affirmations						
Affirmations			Compliance Status	Company Remarks		
All loans (or other form of debt), guarantees, comfort lette connection with any loan(s) (or other form of debt) given of promoter(s), promoter group, director(s) (including their relatives) or any entity controlled by them company.	directly or indirectly or indi	ectly by the listed entity to anagerial personnel	Yes	Textual Information(3)		
Name	Kakli Ghosl	1				
	CFO					
Designation						
Place	Kolkata					
	Kolkata 18-04-2022					
Place	18-04-2022					
Place Date		etails				
Place Date  Name of signatory	18-04-2022	<b>etails</b> Swapan Sarkar				
Place Date  Name of signatory Designation of person	18-04-2022	Swapan Sarkar Managing Director				
Place Date  Name of signatory	18-04-2022	<b>etails</b> Swapan Sarkar				