

General information about company	
Script code	000000
NSE Symbol	
MSSE Symbol	OITL
ISIN	
Name of the entity	Online Information Technologies Limited
Date of start of financial year	01-04-2022
Date of end of financial year	31-03-2023
Reporting Quarter	Yearly
Date of Report	31-03-2023
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

Whether the listed entity has a Regular Chairperson		Disqualification of Directors under section 164 of the Companies Act, 2013																	
Whether Chairperson related to Promoter		Disqualification of Directors under section 164 of the Companies Act, 2013																	
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. 171(A) 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 Directorships in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No. of Independent Directorships in listed entities including this listed entity (Refer Regulation 17(A)(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)
05149442	Executive Director	Chairperson	MD	04-09-1966	No				Active	NA		21-05-2012				6	6	2	0
08524622	Non-Executive-Independent Director	Not Applicable		01-11-1980	No				Active	NA		16-08-2019			41	6	6	3	4
08443518	Non-Executive-Independent Director	Not Applicable		06-03-1980	No				Active	NA		01-05-2019			44	6	6	1	5
09153111	Non-Executive-Independent Director	Not Applicable		01-03-1980	No				Active	NA		03-05-2021			20	6	6	6	2

I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory

Whether the listed entity has a Regular Chairperson

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. 171(A) 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 Directorships in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No. of Independent Directorships in listed entities including this listed entity (Refer Regulation 17(A)(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)
09152872	Non-Executive-Independent Director	Not Applicable		12-04-1981	No				Active	NA		03-05-2021			20	6	6	8	1

Audit Committee Details

Whether the Audit Committee has a Regular Chairperson		Yes		Date of Appointment		Date of Cessation		Remarks	
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks		
1	08524622	Ganodhar Ghosh	Non-Executive-Independent Director	Chairperson	16-08-2019				
2	08443518	Sandip Kumar Singh	Non-Executive-Independent Director	Member	01-05-2019				
3	09152872	Talika Paul	Non-Executive-Independent Director	Member	03-05-2021				

Nomination and remuneration committee

Whether the Nomination and remuneration committee has a Regular Chairperson		Yes		Date of Appointment		Date of Cessation		Remarks	
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks		
1	08524622	Ganodhar Ghosh	Non-Executive-Independent Director	Chairperson	16-08-2019				
2	08443518	Sandip Kumar Singh	Non-Executive-Independent Director	Member	01-05-2019				
3	09152872	Talika Paul	Non-Executive-Independent Director	Member	03-05-2021				

Stakeholders Relationship Committee

Whether the Stakeholders Relationship Committee has a Regular Chairperson		Yes		Date of Appointment		Date of Cessation		Remarks	
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks		
1	05149442	SWAPAN SARKAR	Executive Director	Member	21-05-2012				
2	08443518	Sandip Kumar Singh	Non-Executive-Independent Director	Chairperson	01-05-2019				
3	09152872	Talika Paul	Non-Executive-Independent Director	Member	03-05-2021				

Risk Management Committee

Whether the Risk Management Committee has a Regular Chairperson		Yes		Date of Appointment		Date of Cessation		Remarks	
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		No		Date of Appointment		Date of Cessation		Remarks	
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
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Annexure I

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*	No. of members attending the meeting (other than Board of Directors)
1		08-02-2023			Yes	5	5	3	

Annexure I

IV. Meeting of Committees

Disclosure of notes on meeting of committees explanatory

Sr	Name of Committee	Date(s) of meeting (if any) in the 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 as on date of the meeting	Number of Directors (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	08-02-2023				Yes	5	5	3	3

Annexure I

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	NA	
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 I

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 I

Signature

Sr	Subject	Compliance status
1	Name of signatory	Swapnan Sarkar
2	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

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		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	Yes		www.onlineinfotech.co.in
7	Policy on dealing with related party transactions	Yes		www.onlineinfotech.co.in
8	Policy for determining material/subsidiaries	Yes		www.onlineinfotech.co.in
9	Details of familiarization programmes imparted to independent directors	Yes		www.onlineinfotech.co.in

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
10	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		www.onlineinfotech.co.in
11	email address for grievance redressal and other 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.	NA		
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	NA		
16	New name and the old name of the listed entity	NA		
17	Advertisements as per regulation 47 (1)	NA		
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	NA		
20	Whether company has provided information under separate section on its website as per Regulation 46(2)	Yes		www.onlineinfotech.co.in
21	Materiality Policy as per Regulation 30	Yes		www.onlineinfotech.co.in
22	Dividend Distribution policy as per Regulation 43A (as applicable)	NA		www.onlineinfotech.co.in
23	It is certified that these contents on the website of the listed entity are correct	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 non-compliance may be given here.
1	Independent director(s) have been appointed in terms of specified criteria of Independence/Gender Eligibility	16(1)(b) & 25(6)	Yes	
2	Board composition	17(1), 17(1A) & 17(1B)	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)	NA	
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	Composition of nomination & remuneration committee	19(1) & (2)	Yes	
18	Quorum of Nomination and Remuneration Committee meeting	19(2A)	Yes	
19	Meeting of Nomination and Remuneration Committee	19(3A)	Yes	
20	Composition of Stakeholder Relationship Committee	20(1), 20(2) & 20(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	Meeting of Stakeholders Relationship Committee	20(3A)	Yes	
22	Composition and role of Risk Management Committee	21(1), (2), (3), (4)	NA	
23	Meeting of Risk Management Committee	21(3A)	NA	
24	Vigil Mechanism	22	Yes	
25	Policy for related party Transaction	23(1), (1A), (5), (6), (7) & (8)	Yes	
26	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	NA	
27	Approval for material related party transactions	23(4)	Yes	
28	Disclosure of related party transactions on consolidated basis	23(9)	NA	
29	Composition of Board of Directors of unlisted material Subsidiary	24(1)	NA	
30	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2), (3), (4), (5) & (6)	NA	

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	Annual Secretarial Compliance Report	24(A)	Yes	
32	Alternate Director to Independent Director	25(1)	NA	
33	Maximum Tenure	25(2)	NA	
34	Meeting of independent directors	25(3) & (4)	NA	
35	Familiarization of independent directors	25(7)	NA	
36	Declaration from Independent Director	25(8) & (9)	NA	
37	D & O Insurance for Independent Directors	25(10)	NA	
38	Memberships in Committees	26(1)	Yes	
39	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes	
40	Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes	
41	Policy with respect to Obligations of Directors and senior management	26(2) & 26(5)	Yes	
42	Any other information to be provided - Add Notes			

Annexure II

Signature

Sr	Name of signatory	Compliance status
1	Name of signatory	Swapnan Sarkar
2	Designation	Managing Director

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	NA
2	Any other information to be provided	

Annexure II

Signature

Sr	Name of signatory	Compliance status
1	Name of signatory	Swapnan Sarkar
2	Designation	Managing Director

Additional Half yearly Disclosure

Applicability of disclosure

Applicability of disclosure	Applicable
Reason for Non Applicability	Textual Information(1)

I. Disclosure of Loans/ guarantees/comfort letters/ securities etc. refer note below

(A) Any loan or any other form of debt advanced by the listed entity directly or indirectly to