



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/001/94989

October 04, 2023

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

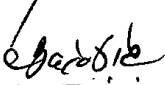
Dear Sir,

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 and Annexure-III) for the quarter ended 30th September, 2023.

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
ANNEXURE-I

1. Name of Listed Entity - **SIMPLEX INFRASTRUCTURES LIMITED**
 2. Quarter ending - 30th September, 2023

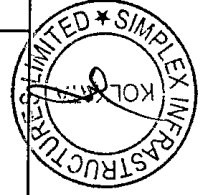
Title Name of the Director (Mr./Mfs)	PAN#	DIN	Category (Chairperson/Executive/Non-Executive/Independent/Nominee)	Date of Birth	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status	Whether special resolution passed? [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 17A(1)]	No of Independent Directors in Audit/ Stakeholder Committee	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee including this listed entity (Refer Regulation 26(1) of Listing Regulations)
Mr. Dinabandhu Mukhopadhyay	AEIPM6925I	09778769	Non-Executive/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	No	N.A.		N.A.	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.



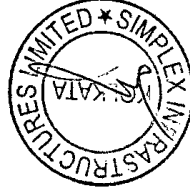
Securities and Exchange Board of India

		II. Composition of Committees						
<i>SL</i>	<i>Name of Committee</i>	<i>Whether Regular chairperson appointed</i>	<i>Name of Committee members</i>	<i>DIN NO</i>	<i>Category (Chairperson/Executive/Non-Executive/independent/Nominee) \$</i>	<i>Date of Appointment</i>	<i>Date of Cessation</i>	
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.	
4	3. Stakeholders Relationship Committee	Yes	Dr. Dimabandhu 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.	



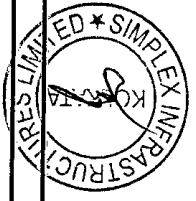
4. Risk Management Committee(if applicable)	Yes	Mr. Rajiv Mundhra	00014237	Chairperson- Non-Executive –Non-Independent Director	26.09.2014	N.A.
		Mr.S.Dutta	00062827	Executive Director	26.09.2014	N.A.
		Mrs. Indira Biswas	03401620	Non-executive /Independent Director	21.11.2022	N.A.
		Mr.N.K.Kakani		Member	26.09.2014	N.A.

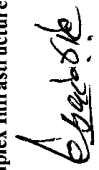

&Category of directors means executive/non-executive/independent/Nominee. if a director fits into more than one category write all categories separating them with hyphen



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 on the Meeting date	Number of Directors present*	Number of independent directors present*	Maximum gap between any two consecutive (in number of days)
25.04.2023		Yes	7	7	4	
30.05.2023		Yes	6	6	3	34 Days
	14.08.2023	Yes	6	6	3	75 Days
	26.09.2023	Yes	6	6	3	42 Days
* to be filled in only for the current quarter meetings						

IV. Meetings of Committees						
Name of Committee	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)*	Total No of Directors on the Meeting date	Number of Directors present*	Number of independent directors present*	Maximum gap between any two consecutive meetings in number of days*
Audit Committee Meeting		Yes	3	3	2	
Audit Committee Meeting	14.08.2023	Yes	3	3	2	75 Days
Stake Holders Relationship Committee		Yes	3	3	2	Days
Stake Holders Relationship Committee	14.08.2023	Yes	3	3	2	75 Days
Nomination & Remuneration Committee		Yes	4	4	3	N.A
Nomination & Remuneration Committee		Yes	3	3	2	34 Days
Risk Management Committee	14.08.2023	Yes	3	3	1	N.A. 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						

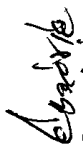
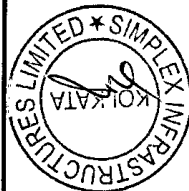


Securities and Exchange Board of India	
V. Related Party Transactions	
Subject	Compliance status (Yes/No/NA) refer note below
Whether prior approval of audit committee obtained	Yes
Whether shareholder approval obtained for material RPT	N.A.
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by the Audit Committee	N.A.
Note:	
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.	
2. If status is "No" details of non-compliance may be given here.	
VI. Affirmations	
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	
b. Nomination & Remuneration Committee - Yes	
c. Stakeholders Relationship Committee - Yes	
d. Risk management committee (applicable to the top 1000 listed entities) - The Company does not fall under Top 1000 listed entities but has constituted a Risk Management Committee.	
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 - Yes	
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. - Yes	
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 14.08.2023 and the Board noted the same.	
<div style="display: flex; justify-content: space-between; align-items: center;"> <div style="text-align: center;">  <p>Name & Designation : B.L. Bajoria Sr. Vice President & Company Secretary</p> <p>Place: Kolkata Date: 04-10-2023</p> </div> <div style="text-align: center;">  </div> </div>	
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

ANNEX III

Format to be submitted by listed entity at the end of 6 months from the close of financial year

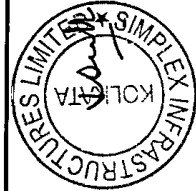
Broad heading	Regulation Number	Compliance status (Yes/No/NA) refer note below
Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on Website	46(2)	YES
Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	YES
Presence of Chairperson of the nomination and remuneration committee at the annual general Meeting	19(3)	YES
Presence of Chairperson of the Stakeholder Relationship committee at the annual general Meeting	20(3)	YES
Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	YES
<p>Note</p> <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> <p>3 If the Listed Entity would like to provide any other information the same may be indicated here.</p>		
<p>For SIMPLEX INFRASTRUCTURES Limited</p> <p> B.L. Bajoria Sr. Vice President & Company Secretary</p> <p></p>		

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



Formate to be submitted twice a year, on a half yearly basis by the listed entity at the end of every 6 months of the financial year Half year ending 30th September,2023

I. Disclosure of Loan/guarantees/comfort letters/securities etc. Refer not below			
(A) Any loan or any other form of debt advanced by the listed entity directed or indirectly to #			
Entity	Aggregate amount advanced during six months	Balance outstanding at the end of six months	
Promoter or any other entity controlled by them	N.A.	N.A.	
Promoter Group or any other entity controlled by them	N.A.	N.A.	
Directors(including relatives) or any other entity controlled by them	N.A.	N.A.	
KMPs or any other entity controlled by them	N.A.	N.A.	
(B) Any guarantee/ comfort letter (by whatever name called) provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by: #			
Entity	Type (guarantee, 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	N.A.	N.A.	N.A.
Promoter Group or any other entity controlled by them	N.A.	N.A.	N.A.
Directors (including relatives) or any other entity controlled by them	N.A.	N.A.	N.A.
KMPs or any other controlled by entity them	N.A.	N.A.	N.A.



(C) Any security provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by: #

Entity	Type of Securities(cash,shares etc.)	Aggregate value of security provided during six months.	Balance outstanding at the end of six months
Promoter or any other entity controlled by them	N.A.	N.A.	N.A.
Promoter Group or any other entity controlled by them	N.A.	N.A.	N.A.
Directors (including relatives) or any other entity controlled by them	N.A.	N.A.	N.A.
KMPs or any other controlled by entity them	N.A.	N.A.	N.A.

No loans (or other form of debt), guarantees, comfort letters (by whatever name called) or securities in connection with any loan(s) (or other form of debt) given directly or indirectly by the Company to promoter(s), promoter group, director(s) (including their relatives), key managerial personnel (including their relatives).

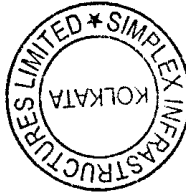
II. Affirmations:

All loans (or other form of debt), guarantees, comfort letters (by whatever name called) or securities in connection with any loan(s) (or other form of debt) given directly or indirectly by the listed entity to promoter(s), promoter group, director(s) (including their relatives), key managerial personnel (including their relatives) or any entity controlled by them are in the economic interest of the company - NOT APPLICABLE

For SIMPLEX INFRASTRUCTURES LIMITED

Sukumar Dutta
SUKUMAR DUTTA,

WHOLE TIME DIRECTOR & CFO



Note

1. These disclosures shall exclude any loan (or other form of debt), guarantee / comfort letter (by whatever name called) or security provided in connection with any loan or any other form of debt;

a) by a government company to/ for the Government or government company.

b) by the listed entity to/for its subsidiary (and joint-venture company) whose accounts are consolidated with the listed entity.

c) by a banking company or an insurance company ; and

d) by the listed entity to its employees or directors as a part of the service conditions

2. If the Listed Entity would like to provide any other information, the same may be indicated as Para D in the above table..