General information about company		
Scrip code	514402	2
NSE Symbol	NOTL	ISTED
MSEI Symbol	NOTL	ISTED
ISIN	INE63	8N01012
Name of the entity		IOTELS AND RTS LIMITED
Date of start of financial year	01-04-	2024
Date of end of financial year	31-03-	2025
Reporting Quarter Type	Yearly	
Date of Quarter Ending	31-03-	2025
Type of company	Equity	3
Whether Annexure I (Part A) of the SEBI Circular dated December 31, 2024 related to Compliance Report on Corporate Governance is applicable to the entity?	Yes	
Whether Annexure I (Part B) of the SEBI Circular dated December 31, 2024 related to Investor Grievance Redressal Report is Applicable to the entity?	Yes	
Whether Annexure I (Part C) of the SEBI Circular dated December 31, 2024 related to Disclosure of Acquisition of Shares or Voting Rights in Unlisted Companies is Applicable to the entity?	No	Not Applicable
Whether Annexure I (Part D) of the SEBI Circular dated December 31, 2024 related to Disclosure of Imposition of Fine or Penalty is Applicable to the entity?	No	Not Applicable
Whether Annexure I (Part E) of the SEBI Circular dated December 31, 2024 related to Disclosure of Updates to Ongoing Tax Litigations or Disputes is Applicable to the entity?	No	Not Applicable
Whether Annexure I (Part F) of the SEBI Circular dated December 31, 2024 related to Disclosure Of Loans / Guarantees / Comfort Letters / Securities Etc. is Applicable to the entity?	No	Not Applicable
Risk management committee	Not Ap	oplicable
Market Capitalisation as per immediate previous Financial Year	Any o	ther
s SCORE ID Available ?	Yes	
SCORE Registration ID	s0020	1)
Reason For No SCORE ID		
Type of Submission	Origin	al
Remarks (website dissemination)		
Remarks for Exchange (not for Website Dissemination)		

				Aı	nnexure 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 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	VINOD KUMAR TRIPATHI	AABPT7031R	00798632	Executive Director	Chairperson		08-08- 1957				
2	Mr	SUCHIT PUNNOSE	AMEPP9844K	02184524	Non-Executive - Non Independent Director	Not Applicable		05-12- 1975				
3	Mrs	INDIRA BHARGAVA	ACAPB1888K	02368301	Non-Executive - Independent Director	Not Applicable		02-05- 1947				
4	4 Mr PARAG VINOD MEHTA AAGPM0715J 00714674 Non-Executive - Independent Director Not Applicable											
5	5 Mr RAJIV RAMESH BASRUR AAGPB7014B 02298606 Non-Executive - Independent Director Not Applicable 17-											
6	Mr	AJIT KUMAR JAIN	ABIPJ9268Q	02011292	Non-Executive - Independent Director	Not Applicable		21-02- 1954				

		I. Composition of	Board of Directors									
	Disqualification of Directors under section 164 of the Companies Act, 2013											
Sr	Sr Whether the director is disqualified? Start Date of disqualification End Date of disqualification Details of disqualification Current state.											
1	No				Active							
2	No				Active							
3	No				Active							
4	No				Active							
5	No				Active							
6	No				Active							

					I. Co	ompositi	on 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 Reappointment	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) & reg. 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	NA		10-11- 2022				2	1	1	1			
2	NA		10-11- 2022				2	0	2	0			
3	Yes	28-09- 2023	10-11- 2022			28.21	1	1	1	1			
4	NA		10-11- 2022			28.21	1	1	1	1			
5	NA		18-11- 2023			16.13	1	1	0	0			
6	NA		13-11- 2024			4.18	2	2	2	0			

Au	ıdit Committ	ee Details					
		Whet	Yes				
Sr	DIN Number	Name of Committee members	Date of Appointment	Date of Cessation	Remarks		
1	02368301	INDIRA BHARGAVA	DIRA BHARGAVA Non-Executive - Independent Director		18-11-2022		
2	2 00714674 PARAG VINOD MEHTA Non-Executive - Independent Director		Member	18-11-2022			
3	02184524	SUCHIT PUNNOSE	Non-Executive - Non Independent Director	Member	18-11-2022		

No	mination and	l remuneration commit	tee				
	Whe	ther the Nomination and	Yes				
Sr	DIN Number	Name of Committee members	Date of Appointment	Date of Cessation	Remarks		
1	00714674	PARAG VINOD MEHTA			18-11-2022		
2	2 02368301 INDIRA BHARGAVA Non-Executive - Independent Director		Member	18-11-2022			
3	3 02184524 SUCHIT PUNNOSE Non-Executive - Non Independent Director		Member	18-11-2022			

Sta	Stakeholders Relationship Committee											
	W	hether the Stakeholders F	Yes									
Sr	DIN Number	Name of Committee members	Date of Appointment	Date of Cessation	Remarks							
1	00714674	4674 PARAG VINOD Non-Executive - Independent Director		Chairperson	18-11-2022							
2	2 02368301 INDIRA BHARGAVA		Non-Executive - Independent Director	Member	18-11-2022							
3	00798632	VINOD KUMAR TRIPATHI	Executive Director	Member	18-11-2022							

Ris	Risk Management Committee										
		Whether the Risk Manage	ment 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				

Co	Corporate Social Responsibility Committee											
	Whether th	e Corporate Social Responsi										
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks					

Otl	her Committee					
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks

				Anı	nexure 1							
Ann	exure 1											
III. I	III. Meeting of Board of Directors											
	Disclosure of notes on meeting of board of directors explanatory											
Sr. No. Date(s) of meeting (if any) in the previous quarter 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	13-11-2024				Yes	6	6	4				
2	04-12-2024		20		Yes	6	6	4				
3	19-12-2024		14		Yes	6	6	4				
4		14-01-2025	25		Yes	6	6	4				
5	5 14-02-2025 30		30		Yes	6	6	4				
6	6 05-03-2025 18		18		Yes	6	6	4				
7		24-03-2025	18		Yes	6	6	4				

	Annexure 1												
IV	IV. Meeting of Committees												
		Disclos	sure of notes of	n meeting o	f committee	s 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	13-11-2024				Yes	3	3	2	0			
2	Audit Committee	14-02-2025	92			Yes	3	3	2	0			
3	Nomination and remuneration committee	13-11-2024				Yes	3	3	2	0			
4	Nomination and remuneration committee	04-12-2024	20			Yes	3	3	2	0			

5	Nomination and remuneration committee	14-01-2025	40		Yes	3	3	2	0
6	Nomination and remuneration committee	14-02-2025			Yes	3	2	1	0

	Annexure 1				
V.	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	Nidhi Baldwa	
2	Designation	Company Secretary and Compliance Officer	

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 LODR Regulation Sr Compliance If status is "No" details Sr Item status of non-compliance may Web address (Yes/No/NA) be given here. As per regulation 46(2) of the LODR: https://ehrlindia.in/ehrlindia.in/our-1.1 Details of business Yes vision.html Memorandum of Association and Articles https://ehrlindia.in/ehrlindia.in/investor-1.2 Yes of Association relations.html Brief profile of board of directors including https://ehrlindia.in/ehrlindia.in/the-1.3 directorship and full-time positions in body Yes team.html corporates Terms and conditions of appointment of https://ehrlindia.in/ehrlindia.in/investor-Yes independent directors relations.html Composition of various committees of https://ehrlindia.in/ehrlindia.in/investor-3 Yes board of directors relations.html Code of conduct of board of directors and https://ehrlindia.in/ehrlindia.in/investor-4 Yes senior management personnel relations.html https://ehrlindia.in/ehrlindia.in/investor-Details of establishment of vigil Yes mechanism/ Whistle Blower policy relations.html https://ehrlindia.in/ehrlindia.in/investor-Criteria of making payments to non-6 Yes executive directors relations.html Policy on dealing with related party https://ehrlindia.in/ehrlindia.in/investor-Yes transactions relations.html Policy for determining 'material' https://ehrlindia.in/ehrlindia.in/investor-Yes subsidiaries relations.html Details of familiarization programmes https://ehrlindia.in/ehrlindia.in/investor-Yes imparted to independent directors relations.html Email address for grievance redressal and https://ehrlindia.in/ehrlindia.in/investor-10 Yes other relevant details relations.html Contact information of the designated officials of the listed entity who are https://ehrlindia.in/ehrlindia.in/investor-Yes relations.html responsible for assisting and handling investor grievances https://ehrlindia.in/ehrlindia.in/investor-12 Financial results Yes relations.html https://ehrlindia.in/ehrlindia.in/investor-13 Shareholding pattern Yes relations.html Details of agreements entered into with the NA media companies and/or their associates

	I. Disclosure on website in terms of LODR Regulation				
Sr					
	As per regulation 46(2) of the LODR:				
15.1	(I) Schedule of analyst or institutional investor meet (II) Presentations prepared by the listed entity for analysts or institutional investors meet, post earnings or quarterly calls prior to beginning of such events.	NA			
15.2	Audio recordings, video recordings, if any, and transcripts of post earnings or quarterly calls, by whatever name called, conducted physically or through digital means	NA			
16	New name and the old name of the listed entity	NA			
17	Advertisements as per regulation 47 (1)	Yes	https://ehrlindia.in/ehrlindia.in/investor- relations.html		
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	Secretarial Compliance Report	NA			
21	Materiality Policy as per Regulation 30 (4)	Yes	https://ehrlindia.in/ehrlindia.in/investor- relations.html		
22	Disclosure of contact details of KMP who are authorized for the purpose of determining materiality as required under regulation 30(5)	Yes	https://ehrlindia.in/ehrlindia.in/investor- relations.html		
23	Disclosures under regulation 30(8)	Yes	https://ehrlindia.in/ehrlindia.in/investor- relations.html		
24	Statements of deviation(s) or variations(s) as specified in regulation 32	NA			
25	Dividend Distribution policy as per Regulation 43A(1)	NA			
26.1	Annual return as provided under section 92 of the Companies Act, 2013	Yes	https://ehrlindia.in/ehrlindia.in/investor- relations.html		
26.2	Employee Benefit scheme documents framed in terms of SEBI (SBEB) Regulations, 2021	Yes	https://ehrlindia.in/ehrlindia.in/investor- relations.html		
27	Confirmation that the above disclosures are in a separate section as specified in regulation 46(2)	NA			

NA

Compliance with regulation 46(3) with respect to accuracy of disclosures on the website and timely updating

28

	Annexure II					
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)	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				
П.	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.	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.	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)	Yes			
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)	NA			
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.	I. 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	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes			
47	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			
48	Vacancies in respect Key Managerial Personnel	26A(1) & 26A(2), 26A(3)	NA			
	Any other information to be provided - Add Notes					

	Annexure II		
1	Name of signatory	Nidhi Baldwa	
2	Designation	Company Secretary and Compliance Officer	

	Annexure II				
100	III. Affirmations				
1000	Sr	Particulars	Compliance status (Yes/No/NA)		
1000	1	The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied	Yes		
		Any other information to be provided			

	Annexure II		
1	Name of signatory	Nidhi Baldwa	
2	Designation	Company Secretary and Compliance Officer	

Details of Cyber security incidence			
Whether as per Regula breaches or loss of data	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	Nidhi Baldwa		
Designation of person	Company Secretary and Compliance Officer		
Place	Mumbai		
Date	29-04-2025		

Investor Grievance Details			
No. of investor complaints pending at the beginning of Quarter	0		
No. of investor complaints received during the Quarter	1		
No. of investor complaints disposed off during the Quarter	1		
No. of investor complaints those remaining unresolved at the end of the Quarter	0		