



Interworld Digital Limited

CIN : L72900DL1995PLC067808

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Dated: 18.07.2024

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 30th June, 2024.

Ref: Scrip Code 532072 (INTERDIGI)

Dear Sir,

Please find enclosed herewith the Compliance Report on Corporate Governance for the quarter ended 30th June, 2024 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
Shivangi Agarwal
Company Secretary

Digitally signed by SHIVANGI
AGARWAL
Date: 2024.07.18 15:28:49
+05'30'

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	01-04-2024
Date of end of financial year	31-03-2025
Reporting Quarter	Quarterly
Date of Report	30-06-2024
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	
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	PEEYUSH KUMAR AGGARWAL	AACPA6470C	00090423	Non-Executive - Non Independent Director	Chairperson related to Promoter		06-10-1963
2	Mr	AJAY SHARMA	APDPS0032C	03344008	Non-Executive - Independent Director	Not Applicable		02-05-1973
3	Mrs	MADHU SHARMA	BSYPS5514G	06947852	Non-Executive - Independent Director	Not Applicable		07-01-1955

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

I. Composition 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 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 [with reference to proviso to regulation 17A(1) & 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		18-11-2015	30-09-2023			4	0	6	0			
2	NA		14-11-2013	30-09-2019		60	3	3	1	4			
3	NA		01-10-2015	30-12-2020		60	6	5	6	2			

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 30-09-2023 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>

Annexure 1	
II. Composition of Committees	
Disclosure of notes on composition of committees explanatory	Textual Information(1)

Annexure 1 Text Block**Textual Information(1)**

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 30-09-2023 as per the provisions of Section 152 of the Companies Act, 2013.

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.

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.

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	Executive 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							Textual Information(1)	
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	13-02-2024				Yes	3	3	2
2	30-03-2024		45		Yes	3	3	2
3		30-05-2024	60		Yes	3	3	2

Text Block	
Textual Information(1)	A separate meeting of Independent Directors was also held on 26-03-2024, wherein all the Independent Directors were present.

Annexure 1										
IV. Meeting of Committees										
Disclosure of notes on meeting of committees explanatory							Textual Information(1)			
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	13-02-2024				Yes	3	3	2	0
2	Audit Committee	10-04-2024	56			Yes	3	3	2	0
3	Audit Committee	30-05-2024	49			Yes	3	3	2	0
4	Nomination and remuneration committee	29-03-2024				Yes	3	3	2	0
5	Nomination and remuneration committee	15-04-2024	16			Yes	3	3	2	0
6	Stakeholders Relationship Committee	05-01-2024				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	09-04-2024	94			Yes	3	3	2	0
8	Risk Management Committee	28-05-2024	48			Yes	3	3	2	0
9	Other Committee	30-03-2024		INVESTIGATION COMMITTEE		Yes	2	2	1	0

Text Block	
Textual Information(1)	<p>1. The members present at the meeting of the Audit Committee held on and 13-02-2024, 10-04-2024 and 30-05-2024 are:</p> <p>(a) Mr. Ajay Sharma (Chairman)</p> <p>(b) Mr. Peeyush Kumar Aggarwal (Member)</p> <p>(c) Ms. Madhu Sharma (Member)</p> <p>2. The members present at the meetings of the Nomination and Remuneration Committee held on 29-03-2024 and 15-04-2024</p> <p>(a) Mr Ajay Sharma (Chairman)</p> <p>(b) Mr Peeyush Kumar Aggarwal (Member)</p> <p>(c) Ms Madhu Sharma (Member)</p> <p>3. The members present at the meetings of the Stakeholders Relationship Committee held on 05-01-2024 and 09-04-2024 are :</p> <p>(a) Mr. Ajay Sharma (Chairman)</p> <p>(b) Ms. Madhu Sharma (Member)</p> <p>(c) Mr. Peeyush Kumar Aggarwal (Member)</p> <p>4. The members present at the meetings of the Risk Management Committee held on 28-05-2024 are :</p> <p>(a) Mr. Ajay Sharma (Chairman)</p> <p>(b) Ms. Madhu Sharma (Member)</p> <p>(c) Mr. Peeyush Kumar Aggarwal (Member)</p> <p>5. The members present at the meeting of the Investigation Committee held on 30-03-2024 are :</p> <p>(a) Mr. Peeyush Kumar Aggarwal (Chairman)</p>

(b) Mr. Ajay Sharma (Member)

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	
Disclosure of notes on related party transactions			Textual Information(1)

Text Block	
Textual Information(1)	At the 28th Annual General Meeting of the Company held on Saturday, September 30, 2023, the Company has obtained approval of Members for Material Related Party Transactions covered under Item No. 4 of the Notice (dated August 29, 2023) of the Annual General Meeting.

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

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
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	Shivangi Agarwal
Designation of person	Company Secretary and Compliance Officer
Place	NEW DELHI
Date	18-07-2024

