

# JMC Projects (India) Limited

**ENGINEERS & CONSTRUCTORS**

**(A Kalpataru Group Enterprise)**

Corporate Office : 6th Floor, Kalpataru Synergy, Opp. Grand Hyatt, Santacruz (East), Mumbai - 400055

Phone : +91-22-3005 1500 • Fax : +91-22-3005 1555 • www.jmcprojects.com



## Corporate Governance Report Quarter Ended - December 31, 2015

Name of Listed Entity	:	JMC PROJECTS (INDIA) LIMITED
Quarter Ended	:	December 31, 2015

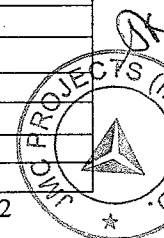
### I. Composition of Board of Directors

Title (Mr. / Ms)	Name of the Director	PAN & DIN	Category (Chairperson / Executive / Non-Executive / Independent / Nominee)	Date of Appointment in the current term / cessation	Tenure	No of Directorship in listed entities including this listed entity (Refer Regulation 25(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 post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)
Mr.	D. R. Mehta	ACCPM1326 R / 01067895	Chairman - Non-Executive - Independent	27.09.2014	5 years till September 26, 2019	4	1	1
Mr.	S. R. Mehta	ADZPM3099 F / 02132246	Non-Executive - Independent	27.09.2014	5 years till September 26, 2019	2	2	0
Mr.	M.G. Punatar	AADPP0403F / 00533198	Non-Executive - Independent	27.09.2014	5 years till September 26, 2019	2	2	0
Mr.	S. K. Tripathi	ACTPT3996R / 03156123	Executive	22.10.2011	5 years till October 21, 2016	1	1	0
Mr.	Hemant Modi	AAAYPM5722 B / 00171161	Non-Executive	05.06.1986	NA	1	0	0
Ms.	Anjali Seth	AAIPS7378B / 05234352	Non-Executive	27.09.2014	NA	5	2	0
Mr.	Manish Mohnot	AALPM7291 E / 01229696	Non-Executive	29.05.2009	NA	2	3	0
Mr.	Kamal Jain	ABJPJ7214R / 00269810	Non-Executive	05.02.2005	NA	1	1	2

### II. Composition of Committees

Sr. No.	Name of Committee	Name of Committee members	Category (Chairperson/Executive/Non-Executive/independent/Nominee)
1.	Audit Committee	Mr. D. R. Mehta	Chairman - Non-Executive - Independent
		Mr. S. R. Mehta	Non-Executive - Independent
		Mr. M. G. Punatar	Non-Executive - Independent
		Mr. Kamal Jain	Non-Executive
2.	Nomination & Remuneration Committee	Mr. S. R. Mehta	Chairman - Non-Executive - Independent
		Mr. D. R. Mehta	Non-Executive - Independent
		Mr. M. G. Punatar	Non-Executive - Independent
		Mr. Manish Mohnot	Non-Executive
3.	Risk Management Committee	Not Applicable	Not Applicable
4.	Stakeholders Relationship Committee	Mr. Kamal Jain	Chairman - Non-Executive
		Mr. S. K. Tripathi	Executive
		Mr. Manish Mohnot	Non-Executive

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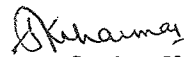


Registered Office : A 104, Shapath - 4, Opp. Karnavati Club, S. G. Road, Ahmedabad 380 015.

Tel. : 079 - 3001 1500 • Fax : 079 - 3001 1600 • Email : jmcho@jmcprojects.com • CIN : L45200GJ1986PLC008717



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III. Meeting of Board of Directors			
Date of Meetings in the Previous Quarter	Date of Meetings in the Relevant Quarter	Maximum gap between any two consecutive (in number of days)	
06.08.2015	30.10.2015	61 Days	
11.09.2015	31.12.2015		
IV. Meeting of Committees			
Date of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)	Date of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days
Audit Committee			
30.10.2015	Yes, All members attended the meeting	06.08.2015	84 Days
Stakeholders Relationship Committee			
30.10.2015	Yes, All members attended the meeting	06.08.2015	84 Days
Nomination & Remuneration Committee			
31.12.2015	Yes, 3 members out of 4 members attended the meeting	Not Applicable, since no meeting was held during previous quarter	216 Days
V. Related Party Transactions ('RPT')			
Subject	Compliance status (Yes/No/NA )		
Whether prior approval of audit committee obtained	NA		
Whether shareholder approval obtained for material RPT	NA		
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes		
VI. Affirmations			
<p>1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.</p> <p>2. The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.</p> <p>a. Audit Committee</p> <p>b. Nomination &amp; Remuneration Committee</p> <p>c. Stakeholders Relationship Committee</p> <p>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.</p> <p>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.</p> <p>5. This being the first report, the same shall be placed before Board of Directors at forthcoming Board Meeting. Any comments / observations / advice of Board of Directors shall be included in the next report.</p>			
Date: January 15, 2016 Place: Mumbai		<p style="text-align: right;">For JMC Projects (India) Limited</p>  <p style="text-align: right;">Sandeep K Sharma Company Secretary &amp; Compliance Officer</p>	

