

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

Annexure I

Name of Listed Entity	:	JMC PROJECTS (INDIA) LIMITED
Quarter Ended	:	September 30, 2016

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	ACCPM1326R/01067895	Chairman - Non-Executive - Independent	27.09.2014	5 years till September 26, 2019	4	2	1
Mr.	S. K. Tripathi	ACTPT3996R/03156123	Executive	22.10.2011	5 years till October 21, 2016	1	1	0
Mr.	Manoj Tulsian	ABUPT6595L/05117060	Executive	27.05.2016	3 years till May 26, 2019	1	3	0
Mr.	S. R. Mehta	ADZPM3099F/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.	Hemant Modi	AAYPM5722B/00171161	Non-Executive	05.06.1986	NA	1	0	0
Ms.	Anjali Seth	AAIPS7378B/05234352	Non-Executive	27.09.2014	NA	5	4	0
Mr.	Manish Mohnot	AALPM7291E/01229696	Non-Executive	29.05.2009	NA	2	3	0
Mr.	Kamal Jain	ABJPJ7214R/00269810	Non-Executive	05.02.2005	NA	1	6	1

Chairpersonship in Audit/ Stakeholder Committee held in listed entities has been counted in the calculation of membership

II. Composition of Committees

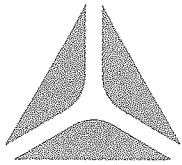
Sr. No.	Name of Committee	Name of Committee members	Category (Chairperson/Executive/Non-Executive/independent/Nominee)
1.	Audit Committee	Mr. D. R. Mehta	Chairman - Non-Executive - Independent
		Mr. S. R. Mehta	Non-Executive - Independent
		Mr. M. G. Punatar	Non-Executive - Independent
		Mr. Kamal Jain	Non-Executive
	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
	Risk Management Committee	Not Applicable	Not Applicable

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

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4.	Stakeholders Relationship Committee	Mr. Kamal Jain	Chairman - Non-Executive
		Mr. S. K. Tripathi	Executive
		Mr. Manish Mohnot	Non-Executive

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)
27.05.2016	11.08.2016	75 Days

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
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Audit Committee

11.08.2016	Required quorum of 2 Independent Directors was met	27.05.2016	75 Days
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Stakeholders Relationship Committee

11.08.2016	Required quorum of 2 members was met	27.05.2016	75 Days
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Nomination & Remuneration Committee

11.08.2016	Required quorum of 2 members was met	27.05.2016	75 Days
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V. Related Party Transactions ('RPT')

Subject	Compliance status (Yes/No/NA) refer note below
Whether prior approval of audit committee obtained	Yes
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

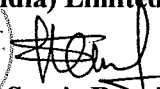
VI. Affirmations

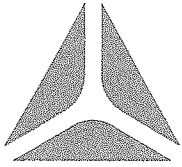
- The composition of Board of Directors is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- The composition of the following committees is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
 - Audit Committee
 - Nomination & Remuneration Committee
 - Stakeholders Relationship Committee
- The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- 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.
- This report 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. Report submitted in the previous quarter has been placed before the Board of Directors.

For JMC Projects (India) Limited

Date : October 5, 2016

Place : Mumbai


Samir Raval
 Company Secretary & Compliance Officer



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ANNEXURE III

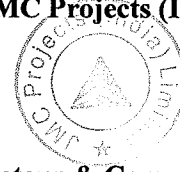
Format to be submitted by listed entity at the end of 6 months after end of financial year along with second quarter report of next financial year

I Affirmations		
Broad heading	Regulation Number	Compliance status (Yes/No/NA)
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
Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes

Date : October 5, 2016

Place : Mumbai

For JMC Projects (India) Limited



Samir Raval

Company Secretary & Compliance Officer