



# JMC Projects (India) Ltd.

ENGINEERS & CONSTRUCTORS

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October 5, 2012

Ref. No.: JMC/SEC/BSE/23/2012-13

Ref. No.: JMC/SEC/NSE/22/2012-13

The Deputy General Manager  
The Bombay Stock Exchange Ltd.  
Corporate Relationship Department  
1st Floor, Rotunda Building,  
P.J. Towers Dalal Street, Fort  
MUMBAI - 400 001

The Manager - Listing Department  
National Stock Exchange of India Ltd.  
"Exchange Plaza, C - 1, Block "G"  
Bandra-Kurla Complex,  
Bandra (East)  
MUMBAI - 400 051

Script Code : 522263

Script Code : JMCPROJECT

## Corporate Governance Report for the quarter ended on September 30, 2012 as per Clause 49 of the Listing Agreement

| Particulars   | Clause of Listing Agreement | Compliance Status (Yes/No) | Remarks   |
|---|-----------------------------|----------------------------|---|
| <b>I. Board of Directors</b>  | <b>49 I</b>                 |                            |   |
| (A) Composition of Board  | 49 (IA)                     | Yes                        | -   |
| (B) Non - Executive Director's compensation & disclosures               | 49 (IB)                     | Yes                        | -   |
| (C) Other provisions as to Board and Committees                         | 49 (IC)                     | Yes                        | -   |
| (D) Code of Conduct   | 49 (ID)                     | Yes                        | -   |
| <b>II. Audit Committee</b>  | <b>49 II</b>                |                            |   |
| (A) Qualified & Independent Audit Committee                             | 49 (IIA)                    | Yes                        | -   |
| (B) Meeting of Audit Committee  | 49 (IIB)                    | Yes                        | -   |
| (C) Powers of Audit Committee   | 49 (IIC)                    | Yes                        | -   |
| (D) Role of Audit Committee   | 49 (IID)                    | Yes                        | -   |
| (E) Review of Information by Audit Committee                            | 49 (IIE)                    | Yes                        | -   |
| <b>III. Subsidiary Companies</b>  | <b>49 III</b>               | Yes                        | -   |
| <b>IV. Disclosures</b>  | <b>49 IV</b>                |                            |   |
| (A) Basis of related party transactions                                 | 49 (IVA)                    | Yes                        | -   |
| (B) Disclosure of Accounting treatment                                  | 49 (IVB)                    | Yes                        | -   |
| (C) Board Disclosures   | 49 (IVC)                    | Yes                        | -   |
| (D) Proceeds from public issues, right issues, preferential issues etc. | 49 (IVD)                    | Yes                        | -   |
| (E) Remuneration of Directors   | 49 (IVE)                    | Yes                        | Complied in Annual Report 2011-12 & will be complied in Annual Report 2012-13 |
| (F) Management  | 49 (IVF)                    | Yes                        | Complied in Annual Report 2011-12 & will be complied in Annual Report 2012-13 |
| (G) Shareholders  | 49 (IVG)                    | Yes                        | -   |
| <b>V. CEO/CFO Certificate</b>   | <b>49 V</b>                 | Yes                        | -   |
| <b>VI. Report on Corporate Governance</b>                               | <b>49 VI</b>                | Yes                        | Complied in Annual Report 2011-12 & will be complied in Annual Report 2012-13 |
| <b>VII. Compliance</b>  | <b>49 VII</b>               | Yes                        | Complied in Annual Report 2011-12 & will be complied in Annual Report 2012-13 |

For JMC PROJECTS (INDIA) LTD.

AMIT RAVAL  
VICE PRESIDENT & COMPANY SECRETARY