

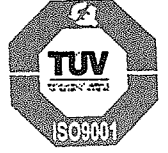
# JMC Projects (India) Limited

**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



October 06, 2017

Corporate Service Department <b>BSE Limited</b> 25 <sup>th</sup> Floor, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400001  Fax No. 022 2272 3121 / 3719  Scrip Code: 522263	The Listing Department <b>National Stock Exchange of India Ltd.</b> Exchange Plaza, Plot no. C/1, G Block, Bandra-Kurla Complex, Bandra (E), Mumbai - 400051  Fax No. 022 2659 8237 / 38 / 8238  Trading Symbol: JMCPROJECT – EQ
---	--

**Sub: Submission of Corporate Governance Report for the quarter and half year ended September 30, 2017 pursuant to Regulation 27 of Listing Regulations, 2015.**

Dear Sirs,

Pursuant to Regulation 27 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are enclosing herewith the Corporate Governance Report for the quarter and half year ended **September 30, 2017**.

Kindly acknowledge receipt of the above and take the same on your records.

Thanking You,

Yours faithfully,  
For **JMC Projects (India) Limited**

**Samir Raval**  
Company Secretary & Compliance Officer



Encl.: As Above

Corporate Governance Report

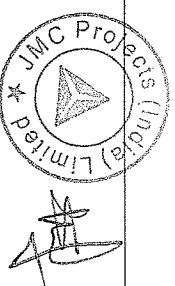
Annexure I

Name of Listed Entity	:	<b>JMC Projects (India) Limited</b>
Quarter Ended	:	September 30, 2017

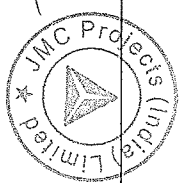
**I. Composition of Board of Directors**

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)	Remarks
Mr.	D. R. Mehta	ACCPM1326R	01067895	Chairman - Non-Executive - Independent	27.09.2014	8 years 10 months	4	2	1	Appointed upto September 26, 2019
Mr.	S. R. Mehta	ADZPM3099F	02132246	Non-Executive - Independent	27.09.2014	5 years 8 months	2	2	-	Appointed upto September 26, 2019
Mr.	S. K. Tripathi	ACTPT3996R	03156123	Executive	22.10.2016	-	1	1	-	-
Mr.	Manoj Tulsian	ABUPT6595L	05117060	Executive	27.05.2016	-	1	3	-	-
Mr.	Hemant Modi	AAVPM5722B	00171161	Non-Executive	05.06.1986	-	1	-	-	-
Ms.	Anjali Seth	AAIP57378B	05234352	Non-Executive - Independent	17.05.2017	5 months	6	7	2	Appointed upto May 16, 2020
Mr.	Manish Mohnot	AALPM7291E	01229696	Non-Executive	29.05.2009	-	2	3	-	-
Mr.	Kamal Jain	ABJP17214R	00269810	Non-Executive	05.02.2005	-	1	5	1	-

# Chairpersonship in Audit/ Stakeholders Committee held in listed entities has been counted in the calculation of membership of Committee.



<b>II. Composition of Committees</b>			
<b>Sr. No.</b>	<b>Name of Committee</b>	<b>Name of Committee members</b>	<b>Category (Chairperson/Executive/Non- Executive/ independent/ Nominee)</b>
1.	Audit Committee	Mr. D. R. Mehta	Chairman - Non-Executive - Independent
		Mr. S. R. Mehta	Non-Executive - Independent
		Mr. Kamal Jain	Non-Executive
		Ms. Anjali Seth	Non-Executive - Independent
2.	Nomination & Remuneration Committee	Mr. S. R. Mehta	Chairman - Non-Executive - Independent
		Mr. D. R. Mehta	Non-Executive - Independent
3.	Risk Management Committee	Mr. Manish Mohnot	Non-Executive
		Not Applicable	Not Applicable
4.	Stakeholders Relationship Committee	Mr. Kamal Jain	Chairman - Non-Executive
		Mr. S. K. Tripathi	Executive
		Mr. Manish Mohnot	Non-Executive
<b>III. Meeting of Board of Directors</b>			
<b>Date of Meetings in the Previous Quarter</b>	<b>Date of Meetings in the Relevant Quarter</b>	<b>Maximum gap between any two consecutive (in number of days)</b>	
16.05.2017	03.07.2017	47 Days	
	21.07.2017	17 days	
	10.08.2017	19 days	
<b>IV. Meeting of Committees</b>			
<b>Date of meeting of the committee in the relevant quarter</b>	<b>Whether requirement of Quorum met (details)</b>	<b>Date of meeting of the committee in the previous quarter</b>	<b>Maximum gap between any two consecutive meetings in number of days</b>
<b>Audit Committee</b>			
10.08.2017	Required quorum of 2 Independent Directors was met	16.05.2017	85 Days
<b>Stakeholders Relationship Committee</b>			
10.08.2017	Required quorum of 2 members was met	16.05.2017	85 Days


## 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	N.A.
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes

## VI. Affirmations

1. The composition of Board of Directors is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
2. The composition of the following committees is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
  - a. Audit Committee
  - b. Nomination & Remuneration Committee
  - c. Stakeholders Relationship Committee
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.
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.
5. 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.

Date : October 06, 2017  
Place : Mumbai

  
For JMC Projects (India) Limited  
Samir Ravai  
Company Secretary & Compliance Officer



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 06, 2017  
Place : Mumbai


  
 For JMC Projects (India) Limited  
  
 Samir Ravai  
 Company Secretary & Compliance Officer