



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 10, 2018

Corporate Service Department BSE Limited 25 th Floor, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400001	The Listing Department National Stock Exchange of India Ltd. Exchange Plaza, Plot no. C/1, G Block, Bandra-Kurla Complex, Bandra (East), Mumbai – 400051
Scrip Code: 522263	Trading Symbol: JMCPROJECT – EQ

Sub: Submission of Corporate Governance Report for the quarter and half year ended September 30, 2018 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, 2018**.

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	: JMC Projects (India) Limited
Quarter Ended	: September 30, 2018

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	9 years 10 months	4	3	1	Appointed upto September 26, 2019
Mr.	S. R. Mehta	ADZPM3099F	02132246	Non-Executive - Independent	27.09.2014	6 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	-	-	-
Mr.	Hemant Modi	AAYPM5722B	00171161	Non-Executive	05.06.1986	-	1	-	-	-
Ms.	Anjali Seth	AAIPS7378B	05234352	Non-Executive – Independent	17.05.2017	1 year 5 months	6	7	3	Appointed upto May 16, 2020
Mr.	Manish Mohnot	AALPM7291E	01229696	Non-Executive	29.05.2009	-	2	3	-	-
Mr.	Kamal Jain	ABJPJ7214R	00269810	Non-Executive	05.02.2005	-	1	2	1	-

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



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. 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	
		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	
5.	Corporate Social Responsibility Committee	Mr. D. R. Mehta	Chairman - Non-Executive - Independent	
		Mr. S. K. Tripathi	Executive	
		Mr. Kamal Jain	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)	
24.05.2018		06.08.2018	73 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	
Audit Committee				
06.08.2018	Required quorum was met.	24.05.2018	73 Days	
Stakeholder's Relationship Committee				
06.08.2018	Required quorum was met.	24.05.2018	73 Days	



Corporate Social Responsibility Committee			
06.08.2018	Required quorum was met.	24.05.2018	73 Days
Nomination and Remuneration Committee			
-	Required quorum was met.	24.05.2018	-

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.



For JMC Projects (India) Limited

[Signature]

Samir Raval
Company Secretary & Compliance Officer

Date : October 10, 2018
Place : Mumbai

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



For JMC Projects (India) Limited

Samir Raval
Company Secretary & Compliance Officer

Date : October 10, 2018
Place : Mumbai