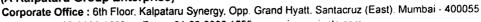


## JMC Projects (India) Limited

**ENGINEERS & CONSTRUCTORS** (A Kalpataru Group Enterprise)



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



October 06, 2017

Corporate Service Department

**BSE Limited** 

25<sup>th</sup> Floor, Phiroze Jeejeebhoy Towers,

Dalal Street, Mumbai - 400001

Fax No. 022 2272 3121 / 3719

Scrip Code: 522263

The Listing Department

National Stock Exchange of India Ltd.

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

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

Tel.: +91-79 - 3001 1500 • Fax: +91-79 - 3001 1700 • Email: jmcho@jmcprojects.com • CIN: L45200GJ1986PLC008717

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

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. ( (	imposition of Dould of Directors	a 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		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			ı	ı
Mr.	Manoj Tulsian	ABUPT6595L	05117060	Executive	27.05.2016	1		ယ	1	1
Mr.	Hemant Modi	AAYPM5722B	00171161	Non-Executive	05.06.1986	ŀ		£	1	*
Ms.	Anjali Seth	AAIPS7378B	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	t	2	3	ı	1
Mr.	Kamal Jain	ABJPJ7214R	00269810	Non-Executive	05.02.2005	1	1	5	_	I
# Cha	irpersonshin in Aud	it/Stakeholders (	ommittee hel	d in listed entitie	s has hoon counted		ation of mombor	ship of Committe	\$	
# Cha	# Chairpersonship in Audit/ Stakeholders Committee held in listed entities has been counted in the	it/Stakeholders (	'ommittee hel	d in listed entitie	s has been counted		ation of mombo	calculation of mombarchin of Committee	<b>\</b>	

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



Name of Committee	11. Com	II. Composition of Committees					
Mr. D. R. Mehta   Mr. S. R. Mehta   Mr. S. R. Mehta   Mr. Kamal Jain   Mr. Kamal Jain   Mr. S. R. Mehta   Mr. S. R. Mehta   Mr. S. R. Mehta   Mr. S. R. Mehta   Mr. Manish Mohnot   Mr. Manish Mohnot   Mr. Manish Mohnot   Mr. Kamal Jain   Mr. Kamal Jain   Mr. S. K. Tripathi   Mr. S. K. Tripathi   Mr. Manish Mohnot   Mr. Man	Sr. No.	Name of Committee	7000	Name of Committee	e members	Category (Chairperson/E)	xecutive/Non- Executive/ independent/ Nomine
Mr. S. R. Mehta				Mr. D. R. Mehta		Chairman - Non-	Executive - Independent
Mr. Kamal Jain   Ms. Anjali Seth   Ms. Anjali Seth   Ms. Anjali Seth   Ms. S. R. Mehta   Mr. S. R. Mehta   Mr. D. R. Mehta   Mr. Manish Mohnot   Mr. Manish Mohnot   Mr. Kamal Jain   Mr. Kamal Jain   Mr. S. K. Tripathi   Mr. S. K. Tripathi   Mr. S. K. Tripathi   Mr. Manish Mohnot   Mr		Audit Committee		Mr. S. R. Mehta	The state of the s	Non-Executive -	Independent
Ms. Anjali Seth   Mr. S. R. Mehta   Mr. S. R. Mehta   Mr. D. R. Mehta   Mr. D. R. Mehta   Mr. Manish Mohnot   Mr. Manish Mohnot   Mr. Manish Mohnot   Mr. Kamal Jain   Mr. Kamal Jain   Mr. S. K. Tripathi   Mr. Manish Mohnot   Mr. S. K. Tripathi   Mr. Manish Mohnot   Mr. Manish Mohnot	,	, radir Committee		Mr. Kamal Jain	The state of the s	Non-Executive	
Remuneration Committee         Mr. S. R. Mehta         Mr. D. R. Mehta           nent Committee         Mr. Manish Mohnot         Mr. Manish Mohnot           Relationship Committee         Mr. Kamal Jain         Mr. Kamal Jain           d of Directors         Mr. Manish Mohnot         Mr. Manish Mohnot           d of Directors           e Previous Quarter         Date of Meetings in the Relevant Quarter           03.07.2017         21.07.2017           10.08.2017         10.08.2017           mittees           Whether requirement of Quorum met (details)         Date of meeting of the previous quart           Audit Committee           Stakeholders Relationship Comm           Required quorum of 2 members           Required quorum of 2 members         16.05.201				Ms. Anjali Seth	1990	Non-Executive -	Independent
Remuneration Committee         Mr. D. R. Mehta         Mr. Manish Mohnot           ment Committee         Mr. Manish Mohnot         Mr. Kamal Jain           Relationship Committee         Mr. S. K. Tripathi         Mr. Kamal Jain           d of Directors         Mr. Manish Mohnot         21.07.2017           b Previous Quarter         Date of Meetings in the Relevant Quarter         03.07.2017           21.07.2017         21.07.2017         10.08.2017           nittees         Whether requirement of Quorum met (details)         Date of meeting of the previous quarter in the previous quarter           Required quorum of 2 Independent Directors was met         16.05.201           Required quorum of 2 members         16.05.201				Mr. S. R. Mehta		Chairman - Non-	Executive - Independent
ment Committee  Mr. Manish Mohnot  Mr. Kamal Jain  Mr. Kamal Jain  Mr. Kamal Jain  Mr. Manish Mohnot  Interes  Committee  Whether requirement of Quorum met (details)  Required quorum of 2 Independent Directors was met  Required quorum of 2 members  Mr. Manish Mohnot  Mr. Kamal Jain  Mr. Kamal Jain  Mr. Manish Mohnot  Date of Meetings in the Relevant Quarter  21.07.2017  21.07.2017  21.07.2017  21.07.2017  10.08.2017  In the previous quarter  Audit Committee  Required quorum of 2 members  Independent Directors was met  Stakeholders Relationship Comm  Required quorum of 2 members  16.05.201	2.	Nomination & Remuneratio	n Committee	Mr. D. R. Mehta	Working to the state of the sta	Non-Executive -	Independent
nent Committee  Relationship Committee  Mr. Kamal Jain  Mr. S. K. Tripathi  Mr. Manish Mohnot  d of Directors  Previous Quarter  Date of Meetings in the Relevant Quarter  03.07.2017 21.07.2017 21.07.2017 10.08.2017  nittees  Whether requirement of 2 in the previous quart  Required quorum of 2   Number of 2				Mr. Manish Mohnot		Non-Executive	
Relationship Committee  Relationship Committee  Mr. Kamal Jain  Mr. S. K. Tripathi  Mr. Manish Mohnot  Date of Meetings in the Relevant Quarter  21.07.2017 21.07.2017 21.07.2017 21.08.2017  Date of meeting of the in the previous quart  Audit Committee  Required quorum of 2 Independent Directors was met  Required quorum of 2 members	Э.	Risk Management Committe	ee	Not Applicable	100000	Not Applicable	
Relationship Committee  Mr. S. K. Tripathi  Mr. Manish Mohnot  d of Directors  e Previous Quarter  Date of Meetings in the Relevant Quarter  03.07.2017 21.07.2017 21.07.2017 10.08.2017  nittees  Committee  Whether requirement of Quorum met (details)  Required quorum of 2 Independent Directors was met  Required quorum of 2 members  16.05.201				Mr. Kamal Jain		Chairman - Non-	Executive
d of Directors  ### Previous Quarter   Date of Meetings in the Relevant Quarter   03.07.2017   21.07.2017    ### Committees   Whether requirement of   Date of meeting of the previous quarter   Audit Committee   Required quorum of 2   Independent Directors was met   Stakeholders Relationship Comm was met   Required quorum of 2 members   16.05.201    ###################################	4.	Stakeholders Relationship C	ommittee	Mr. S. K. Tripathi		Executive	
d of Directors  e Previous Quarter    Date of Meetings in the Relevant Quarter   03.07.2017   21.07.2017				Mr. Manish Mohnot		Non-Executive	
Previous Quarter  Date of Meetings in the Relevant Quarter  03.07.2017 21.07.2017 21.07.2017 10.08.2017   Committees  Whether requirement of Quorum met (details)  Required quorum of 2 Independent Directors was met  Required quorum of 2 members  Was met  Date of meeting of the previous quart  Audit Committee  Stakeholders Relationship Comm  Nas met  Required quorum of 2 members  Nas met  Nas met	III. Mee	ting of Board of Director	ν.				
03.07.2017   21.07.2017   21.07.2017   21.07.2017   10.08.2017	Date of N	Meetings in the Previous Qu	arter	Date of Meetings in t	he Relevant Quarter	Maximum gap b	etween any two consecutive (in number of day
nittees  Committee  Whether requirement of Quorum met (details)  Required quorum of 2 Independent Directors was met  Required quorum of 2 members		16.05.2017		03.07 21.07	.2017	47 Days	
nittees  Whether requirement of Quorum met (details)  Required quorum of 2 Independent Directors was met Was met  Required quorum of 2 members				10.08	.2017	19 days	
committee     Whether requirement of Quorum met (details)     Date of meeting of the committee in the previous quarter     Maximum gap between any two committee       Required quorum of 2 Independent Directors was met     Stakeholders Relationship Committee       Required quorum of 2 members was met     16.05.2017	IV. Mee	ting of Committees				WATER TO THE PARTY OF THE PARTY	
Required quorum of 2	Date of n in the rel	neeting of the committee evant quarter	Whether req Quorum met	uirement of (details)	Date of meeting of the in the previous quar	committee	Maximum gap between any two consecutive meetings in number of days
Required quorum of 2 16.05.2017 85 Days  Stakeholders Relationship Committee  Required quorum of 2 members 16.05.2017 85 Days		TO THE PARTY OF TH		<i>k</i>	Audit Committee		
Required quorum of 2 members   16.05.2017   85 Days		10.08.2017	Required quo Independent I	rum of 2 Directors was met		)17	85 Days
Required quorum of 2 members 16.05.2017 85 Days				Stakeholde	rs Relationship Com	mittee	
		10.08.2017	Required quoi was met	rum of 2 members	16.05.20	)17	85 Days cs (Ing.



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
Transfer Control (Control Control Cont	

## VI. Affirmations

- 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.
- 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.
- 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

Place: Mumbai

Date: October 06, 2017

Samir Raval Company Secretary & Compliance Officer

## 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

Whether "Corporate Governance Report" disclosed in Annual Report 34(3) read with para C of Schedule V	Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	Meeting 18(1)(d)	account, directors report, corporate governance report, business responsibility report displayed on website	Broad heading Regulation Number
with nara C of Schedule V	Yes	Yes	Yes	
And the state of t				Compliance status (Yes/No/NA)

Date: October 06, 2017

Place: Mumbai

Samir Raval
Company Secretary & Compliance Officer

Cols (In For JMC Projects (India) Limited