# ANNEXURE I Format to be submitted by listed entity on quarterly basis

1. Name of Listed Entity: SADBHAV INFRASTRUCTURE PROJECT LIMITED

2. Quarter ending: 31ST MARCH, 2017

Title (Mr. /Ms.)	Name of the Director	PAN & DIN	Category (Chairperson /Executive/ Non- Executive/ in dependent/ Nominee) &	Date of Appoint ment in the current term /cessati on	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.	Vishnubhai M. Patel	AEHPP8757L 00048287	Chairman and Non- Executive Director	#03/03/2017	N.A.	NIL	NIL	NIL
Mr.	Vasistha Patel	AATPP3517C 00048324	Executive Director	01/04/2008	N.A.	2	6	NIL
Mr.	Shashin V. Patel	AFRPP6274P 00048328	Non-Executive Director	18/01/2007	N.A.	3	4	NIL
Mr.	Nitin R. Patel	AEJPP3787Q 00466330	Non-Executive Director	18/09/2010	N.A.	3	7	1
Mr.	Sandip V. Patel	AGAPP1887E 00449028	Independent Director	05/09/2014	5 Years (Up to 05-09-2019)	2	6	4
Mr.	Atul N. Ruparel	AATPR8519C 00485470	Independent Director	22/10/2014	5 Years (Up to 21-10-2019)	2	3	5
Mr.	Arun S. Patel	ABDPP5247N 06365699	Independent Director	22/10/2014	5 Years (Up to 21-10-2019)	3	8	4
Mr.	Mirat N. Bhadlawala	ACUPB1572A 01027984	Independent Director	22/10/2014	5 Years (Up to 21-10-2019)	3	6	4
Mrs.	Daksha N. Shah	ADAPS6942E 00376899	Independent Director	24/03/2015	5 Years (Up to 23-03-2020)	2	Nil	Nil

<sup>\$</sup> PAN number of any director would not be displayed on the website of Stock Exchange & Category of directors means executive/non-executive/independent/Nominee. if a director fits into more than one category write all categories separating them with hyphen

<sup>\*</sup> to be filled only for Independent Director. Tenure would mean total period from which Independent director is serving on Board of directors of the listed entity in continuity without any cooling off period.

## II. Composition of Committees

II. Composition of Committ	ees		1	<del></del>	
Name of Committee			Name of Committee members	Category (Chairperson/Executive/ Non- Executive/independent/Nominee) <sup>s</sup>	
1. Audit Committee			1. Mr. Sandip V. Patel 2. Mr. Arun S. Patel 3. Mr. Nitin R. Patel	Chairman - Independent Director Independent Director Non-Executive Director	
2. Nomination & Remuneration Co	ommittee		1. Mr. Atul N. Ruparel 2. Mr. Mirat N. Bhadlawala 3. Mr. Shashin V. Patel	Chairman - Independent Director Independent Director Non-Executive Director	
3. Risk Management Committee(if applicable)			1. Mr. Vasistha C. Patel 2. Mr. Sandip V. Patel 3. Mr. Nitin R. Patel	Chairman - Executive Director Independent Director Non-Executive Director	
4. Stakeholders Relationship Committee			1. Mr. Nitin R. Patel 2. Mr. Vasistha C. Patel 3. Mr. Arun S. Patel 4. Mr. Sandip V. Patel	Chairman - Non Executive Director Executive Director Independent Director Independent Director	
&Category of directors means exec	cutive/non-executive,	'independent/Nominee	. if a director fits into more than one category write all categor	ries separating them with hyphen	
III. Meeting of Board of Dire	ectors				
Date(s) of Meeting (if any) in the previous quarter Date(		s) of Meeting (if any) in the relevant quarter	Maximum gap between any two consecutive (in number of days)		
15/11/2016			07/02/2017	83	
			03/03/2017	23	
IV. Meeting of Committees				<u> </u>	
Date(s) of meeting of the Whether requiren		nent of Quorum met tails)	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days	
07/02/2017 Yes		Yes	15/11/2016	83	
* This information has to be man	datorily be given for a	udit committee, for rest	of the committees giving this information is optional		

V. Related Party Transactions	
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

#### Note:

- 1. In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/N.A. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated.
- 2. If status is "No" details of non-compliance may be given here.

#### VI. Affirmations

- 1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015: Yes
- 2. The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015:
  - a. Audit Committee Yes
  - b. Nomination & Remuneration Committee Yes
  - c. Stakeholders Relationship Committee Yes
  - d. Risk management committee (applicable to the top 100 listed entities) N.A.
- 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: Yes
- 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. Yes
- 5. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. Any comments/observations/advice of Board of Directors may be mentioned here: The report for the quarter ended 31st December, 2016 was placed before the Board of Directors in its meeting held on 07/02/2017. There was no comments/observation/advice of Board of Directors.

Name: Hardik Modi

Designation: Company Secretary & Compliance Officer

#### Note

Information at Table I and II above need to be necessarily given in 1st quarter of each financial year. However if there is no change of information in subsequent quarter(s) of that financial year, this information may not be given by Listed entity and instead a statement "same as previous quarter" may be given.

# Mr. Vishnubhai M. Patel resigned w.e.f. 03/03/2017.

#### ANNEXURE II

### Format to be submitted by listed entity at the end of the financial year (for the whole of financial year)

ltem	Compliance	
	status	
	(Yes/No/NA) refer note	
Details of business	Yes	
Terms and conditions of appointment of independent directors	Yes	
Composition of various committees of board of directors	Yes	
Code of conduct of board of directors and senior management personnel	Yes	
Details of establishment of vigil mechanism/ Whistle Blower policy	Yes	
Criteria of making payments to non-executive directors	Yes	
Policy on dealing with related party transactions	Yes	
Policy for determining 'material' subsidiaries	Yes	
Details of familiarization programmes imparted to independent directors	Yes	
Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes	
email address for grievance redressal and other relevant details	Yes	
Financial results	Yes	
Shareholding pattern	Yes	
Details of agreements entered into with the media companies and/or their associates	N.A	
New name and the old name of the listed entity	N.A	

# II Annual Affirmations

Particulars	Regulation Number	Compliance status
		(Yes/No/NA) refer note below
Independent director(s) have been appointed in terms of specified criteria of	16(1)(b) & 25(6)	Yes
Board composition	17(1)	Yes
Meeting of Board of directors	17(2)	Yes
Review of Compliance Reports	17(3)	Yes
Plans for orderly succession for appointments	17(4)	Yes
Code of Conduct	17(5)	Yes
Fees/compensation	17(6)	Yes
Minimum Information	17(7)	Yes
Compliance Certificate	17(8)	Yes
Risk Assessment & Management	17(9)	Yes
Performance Evaluation of Independent Directors	17(10)	Yes
Composition of Audit Committee	18(1)	Yes
Meeting of Audit Committee	18(2)	Yes
Composition of nomination & remuneration committee	19(1) & (2)	Yes
Composition of Stakeholder Relationship Committee	20(1) & (2)	Yes
Composition and role of risk management committee	21(1),(2),(3),(4)	Yes
Vigil Mechanism	22	Yes
Policy for related party Transaction	23(1),(5),(6),(7) & (8)	Yes
Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes
Approval for material related party transactions	23(4)	Yes
Composition of Board of Directors of unlisted material Subsidiary	24(1)	Yes
Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	Yes
Maximum Directorship & Tenure	25(1) & (2)	Yes
Meeting of independent directors	25(3) & (4)	Yes
Familiarization of independent directors	25(7)	Yes
Memberships in Committees	26(1)	Yes
Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes
Disclosure of Shareholding by Non- Executive Directors	26(4)	Yes
Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes

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- 2 If status is "No" details of non-compliance may be given here.
  3 If the Listed Entity would like to provide any other information the same may be indicated here.

#### III Affirmations:

The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied.

Name & Designation : Hardik Modi, Company Secretary