



Ramky Infrastructure Ltd.

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www.ramkyinfrastructure.com
CIN: L74210TG1994PLC017356

Towards sustainable growth

Hyderabad,
11.01.2018

To

The General Manager Listing Department Bombay Stock Exchange Limited P.J. Towers, Dalal Street, Mumbai-400 001 Fax No: 022-22722037/39/41/61	The Vice President Listing Department National Stock Exchange of India Limited, Exchange Plaza, Bandra Kurla Complex, Bandra (East), Mumbai -400 051 Fax No: 022- 26598237/38
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Through upload Listing Center/NEAPS

Sub: Compliance Report on Corporate Governance for the quarter ended 31st December, 2017

Pursuant to regulation 27(2)(a) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Please find enclosed compliance report on Corporate Governance for the quarter ended 31st December, 2017.

Kindly take the above information on records.

Thanking you

For RAMKY INFRASTRUCTURE LIMITED

**Y.R NAGARAJA
MANAGING DIRECTOR
DIN: 00009810**



Encl: As above

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Format to be submitted by listed entity on quarterly basis

1. Name of Listed Entity Ramky Infrastructure Limited
2. Quarter ending: 31st December, 2017

1. Composition of Board of Directors								
Title (Mr./ Mrs)	Name of the Director	PAN\$ & DIN	Category (Chairperson / Executive / Non-Executive / Independent / Nominee)&	Date of Appointment in the Current term / cessation	Tenure*	No of Director-ships in listed entities including this listed entity (Refer Regulation 25(1) of Listing Regulations)	Number of memberships in Audit / stakeholders Committee(s) including this listed Entity (Refer Regulation 26(1) of Listing Regulations)	Number post of Chairperson in Audit/ stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)
Mr.	A. Ayodhya Rami Reddy	ADIPA3333K00251430	Executive Chairman	20.06.2017	NA	1	0	0
Mr.	Y. R. Nagaraja	AAIPY7302D00009810	Managing Director	01.04.2017	NA	1	4	0
Mr	A G Ravindranath Reddy	ABGPA6291G01729114	Non – Executive - Independent Director	30.09.2014	39 months	2	3	1
Mr.	V. Murahari Reddy	AAOPV8093J01865148	Non – Executive - Independent Director	30.09.2014	39 months	2	3	1
Mr.	G. Krishna Kumar	AFBPG4014L00090715	Non - Executive Director	30.09.2015	NA		5	0



Mrs. A. Rama Devi	AFMPA9250P 07120218	Non – Executive - Independent Director	30.09.2015	27 months	1	0	0
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\$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.
*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							
Name of Committee	Name of the Member	Category (Chairperson / Executive / Non-Executive / Independent / Nominee)\$					
1. Audit Committee	1. A.G. Ravindranath Reddy	Chairman- Non – Executive Director-Independent Director					
	2. V. Murahari Reddy	Member - Non – Executive Director-Independent Director					
	3. G. Krishna Kumar	Member - Non – Executive Director					
2. Nomination & Remuneration Committee	1. V. Murahari Reddy	Chairman- Non – Executive Director-Independent Director					
	2. G. Krishna Kumar	Member - Non – Executive Director					
	3. A.G.RavindranathReddy	Member - Non – Executive Director-Independent Director					
3. Stakeholders Committee'	1. A. G. Ravindranath Reddy	Chairman- Non – Executive Director-Independent Director					
	2. V. Murahari Reddy	Member - Non – Executive - Independent Director					
	3. Y.R. Nagaraja	Member - Executive Director					
4. Risk Management Committee (if Applicable)	NA	NA					

&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.



III. Meeting of Board of Directors			
Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter	Date(s) of Meeting (if any) in the relevant quarter	Maximum gap between any two consecutive (in number of days)
28.07.2017, 14.08.2017 & 30.09.2017	08.11.2017		From 28 th July to 14 th August, 2017 : 16 Days From 14 th August to 30 th September 2017 : 46 Days From 30 th September to 08 th November, 2017 : 38 Days

IV. Meeting of Committees			
Date(s) of Meeting of the committee in the relevant quarter	Whether requirement of Quorum met (Details)	Date(s) of Meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days*
08 th November 2017	Yes, out of 3, 2 members were present	04 th July 2017 27 th July 2017	From 04 th July to 27 th July, 2017 : 22 days From 27 th July to 14 th August, 2017 : 17 days
*this information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional.			

V. Related Party Transactions		Compliance status (Yes / No /NA) refer note below
Whether prior approval of audit committee obtained	approval	Yes
Whether shareholders obtained for material RPT	approval	Not applicable
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	approval	Not applicable

Note:

- In the Column "Compliance Status:", compliance or non-compliance may be indicated by Yes/No/NA.. 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 transaction, the word "N.A." may be indicated.
- If status is "No" details of non-compliance may be give here.



[Handwritten signature]

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 (Listed 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 Disclosures Requirements) Regulations, 2015.
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.

Place : Hyderabad
Date : 11.01.2018



For Ramky Infrastructure Limited

Y.R. NAGARAJA
Managing Director
DIN:00009810

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.