



**Ramky Infrastructure Ltd.**  
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CIN: L74210TG1994PLC017356

Hyderabad,  
13<sup>th</sup> October, 2016

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 30<sup>th</sup> September, 2016**

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 30<sup>th</sup> September, 2016.

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: 30<sup>th</sup> September, 2016

I. Composition of Board of Directors								
Title (Mr./Mrs)	Name of the Director	PAN\$ & DIN	Category (Chairperson / Executive / Non-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	20.06.2014	NA	1	0	0
Mr.	Y. R. Nagaraja	AAIPY7302D00009810	Managing Director	01.04.2012	NA	1	1	0
Mr	A G Ravindranath Reddy	ABGPA6291G01729114	Non – Executive - Independent Director	30.09.2014	2	2	2	2
Mr.	V. Murahari Reddy	AAOPV8093J01865148	Non – Executive - Independent Director	30.09.2014	2	2	2	0
Mr.	G. Krishna Kumar	AFBPG4014L00090715	Non - Executive Director	30.09.2015	NA	2	4	0



Mrs. A. Rama Devi	AFMPA9250P 07120218	Non – Executive - Independent Director	30.09.2015	1	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.Ravindranath Reddy	Member - Non – Executive Director-Independent Director			
3.Stakeholders Committee'	Relationship				
	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	Maximum gap between any two consecutive (in number of days)	
05 <sup>th</sup> April, 2016	01/09/2016	From 30 <sup>th</sup> May 2016 to 01 <sup>st</sup> September 2016 : 93 Days	
30 <sup>th</sup> May, 2016	13/09/2016	From 01 <sup>st</sup> September 2016 to 13 <sup>th</sup> September 2016: 11 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 in the previous quarter	Maximum gap between any two consecutive meetings in number of days*
12th July, 2016 13 <sup>th</sup> September 2016	Yes, out of 3, 2 members were present Yes, all the 3 members were present	30 <sup>th</sup> May, 2016	42 days 105 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	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	Not applicable	

Note:

1. 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.

2. If status is "No" details of non-compliance may be give here.

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.

For Ramky Infrastructure Limited

Y.D. Nagaraja

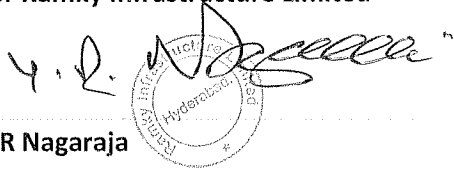
Y.R. NAGARAJA  
Managing Director  
DIN:00009810

Place : Hyderabad  
Date : 13.10.2016

Note:

Information at Table I and II above need to be necessarily given in 1<sup>st</sup> 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.

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 ~~quarter report of next financial year~~

<b>I Affirmations</b>		
<b>Broad heading</b>	<b>Regulation Number</b>	<b>Compliance status (Yes/No/NA)</b> <small>refer note below</small>
<i>Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website</i>	46(2)	Yes
<i>Presence of Chairperson of Audit Committee at the Annual General Meeting</i>	18(1)(d)	Yes
<i>Presence of Chairperson of the nomination and remuneration committee at the annual general meeting</i>	19(3)	No
<i>Whether "Corporate Governance Report" disclosed in Annual Report</i>	34(3) read with para C of Schedule V	Yes
<p><b>Note</b></p> <p>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.</p> <p>2 If status is "No" details of non-compliance may be given here.</p> <p>3 If the Listed Entity would like to provide any other information the same may be indicated here.</p>		
<p><b>For Ramky Infrastructure Limited</b></p> <p style="text-align: center;">  </p> <p><b>Y.R Nagaraja</b>  <b>Managing Director</b>  <b>DIN: 00009810</b></p>		