

General information about company

Scrip code	533262
NSE Symbol	RAMKY
MSEI Symbol	NA
ISIN	INE874I01013
Name of the entity	RAMKY INFRASTRUCTURE LIMITED
Date of start of financial year	01-04-2018
Date of end of financial year	31-03-2019
Reporting Quarter	Yearly
Date of Report	31-03-2019
Risk management committee	Not Applicable

Annexure II

III. Affirmations

Sr	Particulars	Compliance status (Yes/No/NA)
1	The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied	Yes
Any other information to be provided		Add Notes

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Annexure II

1	Name of signatory	Y R Nagaraja
2	Designation	Managing Director

Annexure II

II. Annual Affirmations

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

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Annexure II

1	Name of signatory	Y R Nagaraja
2	Designation	Managing Director

Annexure 1		
VI. Affirmations		
Sr	Subject	Compliance status (Yes/No)
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
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	Yes
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	Yes
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 100 listed entities)	NA
6	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
7	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
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes
9	Any comments/observations/advice of Board of Directors may be mentioned here:	Add Notes

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Annexure 1		
Sr	Subject	Compliance status
1	Name of signatory	Y R Nagaraja
2	Designation	Managing Director

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

I. Disclosure on website in terms of Listing Regulations

Sr	Item	Compliance status	If status is "No" details of non-compliance may be given here.	Web address
1	Details of business	Yes		www.ramkyinfrastructure.com
2	Terms and conditions of appointment of independent directors	Yes		www.ramkyinfrastructure.com
3	Composition of various committees of board of directors	Yes		www.ramkyinfrastructure.com
4	Code of conduct of board of directors and senior management personnel	Yes		www.ramkyinfrastructure.com
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		www.ramkyinfrastructure.com
6	Criteria of making payments to non-executive directors	Yes		www.ramkyinfrastructure.com
7	Policy on dealing with related party transactions	Yes		www.ramkyinfrastructure.com
8	Policy for determining 'material' subsidiaries	Yes		www.ramkyinfrastructure.com
9	Details of familiarization programmes imparted to independent directors	Yes		www.ramkyinfrastructure.com
10	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		www.ramkyinfrastructure.com
11	email address for grievance redressal and other relevant details	Yes		www.ramkyinfrastructure.com
12	Financial results	Yes		www.ramkyinfrastructure.com
13	Shareholding pattern	Yes		www.ramkyinfrastructure.com
14	Details of agreements entered into with the media companies and/or their associates	NA		
15	New name and the old name of the listed entity	NA		
16	Disclosure of notes on website in terms of Listing Regulations explanatory [Text Block]		Add Notes	

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Annexure 1

V. Related Party Transactions

Sr	Subject	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Whether prior approval of audit committee obtained	Yes	
2	Whether shareholder approval obtained for material RPT	NA	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	NA	
Disclosure of notes on related party transactions			Add Notes
Disclosure of notes of material transaction with related party			Add Notes

Annexure 1

IV. Meeting of Committees

Disclosure of notes on meeting of committees explanatory

Add Notes

Sr	Name of Committee	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (Yes/No)	Requirement of Quorum met	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings (in number of days)	Name of other committee	Reson for not providing date
<div style="display: flex; justify-content: space-between; align-items: center;"> Add Delete </div>								
1	Audit Committee	13-02-2019	Yes	3	13-11-2018	91		
2	Stakeholders Relationship Committee	13-02-2019	Yes	3	13-11-2018	91		

Annexure 1

III. Meeting of Board of Directors

Disclosure of notes on meeting of board of directors explanatory

Add Notes

Sr	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Notes for not providing Date
<p>Add Delete</p>			
1	13-11-2018		
2	13-02-2019	91	

Annexure 1

II. Composition of Committees

Disclosure of notes on composition of committees explanatory

Add Notes

For this quarter kindly note the following points:

1. Date of Appointment and Date of Cessation (if applicable) must be mandatorily filled for every Committee.

2. Date of Appointment can be any day upto March 31, 2019.

3. Date of Cessation must be for the current quarter only, i.e. January 1 2019 to March 31 2019

Audit Committee Details

Whether the Audit Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00372731	S Ravikumar Reddy	Non-Executive - Independent Director	Chairperson	13-02-2019		
2	01865148	V Murahari Reddy	Non-Executive - Independent Director	Member	26-10-2007		
3	01729114	A G Ravindranath Reddy	Non-Executive - Non Independent Director	Member	29-05-2012		
4	07120218	A Rama Devi	Non-Executive - Independent Director	Member	13-08-2018	13-02-2019	
5							
6							
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Nomination and remuneration committee

Whether the Nomination and remuneration committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	01865148	V Murahari Reddy	Non-Executive - Independent Director	Chairperson	26-10-2007		
2	01890172	P Gangadhara Sastry	Non-Executive - Independent Director	Member	13-02-2019		
3	01729114	A G Ravindranath Reddy	Non-Executive - Non Independent Director	Member	29-05-2012		
4	07120218	A Rama Devi	Non-Executive - Independent Director	Member	13-08-2018	13-02-2019	
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Stakeholders Relationship Committee

Whether the Stakeholders Relationship Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	01865148	V Murahari Reddy	Non-Executive - Independent Director	Chairperson	26-10-2007		
2	00372731	S Ravikumar Reddy	Non-Executive - Independent Director	Member	13-02-2019		
3	00009810	Y R Nagaraja	Executive Director	Member	01-04-2007		
4	07120218	A Rama Devi	Non-Executive - Independent Director	Member	13-08-2018	13-02-2019	
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Risk Management Committee							
Whether the Risk Management Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1							
2							
3							
4							
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Corporate Social Responsibility Committee							
Whether the Corporate Social Responsibility Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	01890172	P Gangadhara Sastry	Non-Executive - Independent Director	Chairperson	13-02-2019		
2	01729114	A G Ravindranath Reddy	Non-Executive - Non Independent Director	Member	29-05-2012		
3	00009810	Y R Nagaraja	Executive Director	Member	01-04-2007		
4	07120218	A Rama Devi	Non-Executive - Independent Director	Member	13-08-2018	13-02-2019	

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Other Committee						
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks
1						
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8						
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Annexure I

Annexure I to be submitted by listed entity on quarterly basis

I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory

Add Notes

Wether the listed entity has a Regular Chairperson

Yes

Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of appointment in the current term	Date of cessation	Tenure of director (in months)	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)	Notes for not providing PAN	Notes for not providing DIN
Add		Delete													
1	Mr	A Ayodhya Rami Reddy	ADIPA3333K	00251430	Executive Director	Chairperson		20-06-2014			1	0	0		
2	Mr	Y R Nagaraja	AAIPY7302D	00009810	Executive Director	Not Applicable		01-04-2017			1	4	0		
3	Mr	A G Ravindranath Reddy	ABGPA6291G	01729114	Non-Executive - Non Independent Director	Not Applicable		13-08-2018			2	3	2		
4	Mr	V Murahari Reddy	AAOPV8093J	01865148	Non-Executive - Independent Director	Not Applicable		30-09-2014		54	2	3	1		
5	Mr	P Gangadhara Sastry	AFCPP4401R	01890172	Non-Executive - Independent Director	Not Applicable		13-11-2018		4	1	7	0		
6	Mr	S Ravikumar Reddy	ABNPS7502F	00372731	Non-Executive - Independent Director	Not Applicable		13-11-2018		4	1	0	1		
7	Mrs	A Rama Devi	AFMPA9250P	07120218	Non-Executive - Independent Director	Not Applicable		30-09-2015		42	1	0	0		
8	Mrs	Mahpara Ali	ADCPM6102E	06645262	Non-Executive - Nominee Director	Not Applicable		30-05-2018			1	0	0		

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