

General information about company

Scrip code	533262
NSE Symbol	RAMKY
MSEI Symbol	NotLISTED
ISIN	INE874I01013
Name of the entity	Ramky Infrastructure Limited
Date of start of financial year	01-04-2019
Date of end of financial year	31-03-2020
Reporting Quarter	Yearly
Date of Report	31-03-2020
Risk management committee	Not Applicable
Market Capitalisation as per immediate previous Financial Year	Any other

Signatory Details

Name of signatory	Y R Nagaraja
Designation of person	Managing Director
Place	Hyderabad
Date	14-05-2020

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), 17(1A) & 17(1B)	Yes	
3	Meeting of Board of directors	17(2)	Yes	
4	Quorum of Board meeting	17(2A)	Yes	
5	Review of Compliance Reports	17(3)	Yes	
6	Plans for orderly succession for appointments	17(4)	NA	
7	Code of Conduct	17(5)	Yes	
8	Fees/compensation	17(6)	Yes	
9	Minimum Information	17(7)	Yes	
10	Compliance Certificate	17(8)	Yes	
11	Risk Assessment & Management	17(9)	NA	
12	Performance Evaluation of Independent Directors	17(10)	Yes	
13	Recommendation of Board	17(11)	Yes	
14	Maximum number of Directorships	17A	Yes	
15	Composition of Audit Committee	18(1)	Yes	
16	Meeting of Audit Committee	18(2)	Yes	
17	Composition of nomination & remuneration committee	19(1) & (2)	Yes	
18	Quorum of Nomination and Remuneration Committee meeting	19(2A)	Yes	
19	Meeting of Nomination and Remuneration Committee	19(3A)	Yes	
20	Composition of Stakeholder Relationship Committee	20(1), 20(2) & 20(2A)	Yes	
21	Meeting of Stakeholders Relationship Committee	20(3A)	Yes	
22	Composition and role of risk management committee	21(1),(2),(3),(4)	NA	
23	Meeting of Risk Management Committee	21(3A)	NA	
24	Vigil Mechanism	22	Yes	
25	Policy for related party Transaction	23(1),(1A),(5),(6),(7) & (8)	Yes	
26	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes	
27	Approval for material related party transactions	23(4)	NA	
28	Disclosure of related party transactions on consolidated basis	23(9)	Yes	
29	Composition of Board of Directors of unlisted material Subsidiary	24(1)	Yes	
30	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	Yes	
31	Annual Secretarial Compliance Report	24(A)	Yes	
32	Alternate Director to Independent Director	25(1)	NA	
33	Maximum Tenure	25(2)	Yes	
34	Meeting of independent directors	25(3) & (4)	Yes	

35	Familiarization of independent directors	25(7)	Yes	
36	Declaration from Independent Director	25(8) & (9)	Yes	
37	D & O Insurance for Independent Directors	25(10)	Yes	
38	Memberships in Committees	26(1)	Yes	
39	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes	
40	Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes	
41	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes	
Any other information to be provided				Add Notes

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 500 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

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 (Yes/No/NA)	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	Schedule of analyst or institutional investor meet and presentations made by the listed entity to analysts or institutional investors simultaneously with submission to stock exchange	NA		
16	New name and the old name of the listed entity	NA		
17	Advertisements as per regulation 47 (1)	Yes		www.ramkyinfrastructure.com
18	Credit rating or revision in credit rating obtained	NA		
19	Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	Yes		www.ramkyinfrastructure.com
20	Whether company has provided information under separate section on its website as per Regulation 46(2)	Yes		www.ramkyinfrastructure.com
21	Materiality Policy as per Regulation 30	Yes		www.ramkyinfrastructure.com
22	Dividend Distribution policy as per Regulation 43A (as applicable)	Yes		www.ramkyinfrastructure.com
23	It is certified that these contents on the website of the listed entity are correct	Yes		www.ramkyinfrastructure.com
24	Disclosure of notes on website in terms of Listing Regulations explanatory [Text Block]		Add Notes	

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 (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (Yes/No)	Number of Directors present*	No. of Independent Directors attending the meeting*
	Add							
	Delete							
1	Audit Committee	12-11-2019				Yes	3	2
2	Audit Committee	06-12-2019				Yes	3	2
3	Audit Committee	08-02-2020				Yes	3	3
4	Nomination and remuneration committee	12-11-2019				Yes	3	1
5	Nomination and remuneration committee	08-02-2020				Yes	3	2
6	Stakeholders Relationship Committee	12-11-2019				Yes	3	2
7	Stakeholders Relationship Committee	08-02-2020				Yes	3	2

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	Whether requirement of Quorum met (Yes/No)	Number of Directors present*	No. of Independent Directors attending the meeting*
<p align="center"> Add Delete </p>						
1	12-11-2019			Yes	6	3
2	06-12-2019	23		Yes	7	4
3	08-02-2020	63		Yes	7	4

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

Note: Please enter DIN. After entering DIN, Name of Committee members and Category 1 of Directors shall be prefilled automatically

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	Somavarapu Ravikumar Reddy	Non-Executive - Independent Director	Chairperson	13-02-2019		
2	01865148	Velpula Murahari Reddy	Non-Executive - Independent Director	Member	26-10-2007		
3	01729114	Anantapuruggilla Ravindranath Reddy	Non-Executive - Non Independent Director	Member	29-05-2012		
4							
5							
6							
7							
8							
9							
10							

Note: Please enter DIN. After entering DIN, Name of Committee members and Category 1 of Directors shall be prefilled automatically

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	Velpula Murahari Reddy	Non-Executive - Independent Director	Chairperson	26-10-2007		
2	01890172	Peddibhotla Gangadhara Sastry	Non-Executive - Independent Director	Member	13-02-2019		
3	01729114	Anantapuruggilla Ravindranath Reddy	Non-Executive - Non Independent Director	Member	29-05-2012		
4							
5							
6							
7							
8							
9							
10							

Note: Please enter DIN. After entering DIN, Name of Committee members and Category 1 of Directors shall be prefilled automatically

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	Velpula Murahari Reddy	Non-Executive - Independent Director	Chairperson	26-10-2007		
2	00372731	Somavarapu Ravikumar Reddy	Non-Executive - Independent Director	Member	13-02-2019		
3	00009810	Yancharla Rathnakara Nagaraja	Executive Director	Member	01-04-2007		
4							
5							
6							
7							
8							
9							
10							

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							
5							
6							
7							
8							
9							
10							

Note: Please enter DIN. After entering DIN, Name of Committee members and Category 1 of Directors shall be prefilled automatically

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	Peddibhotla Gangadhara Sastry	Non-Executive - Independent Director	Chairperson	13-02-2019		
2	01729114	Anantapuruggilla Ravindranath Reddy	Non-Executive - Non Independent Director	Member	29-05-2012		
3	00009810	Yancharla Rathnakara Nagaraja	Executive Director	Member	01-04-2007		
4							

5							
6							
7							
8							
9							
10							

Other Committee						
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks
1						
2						
3						
4						
5						
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7						
8						
9						
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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																		
Whether the listed entity has a Regular Chairperson		Yes																		
Whether Chairperson is related to MD or CEO		No																		
Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(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	Yancharla Rathnakara Nagaraja	AAIPY7302D	00009810	Executive Director	Not Applicable		20-11-1962	NA		01-04-2007	01-04-2017			1	0	4	0		
2	Mr	Polimetla Ravi Prasad	AQOPP8084B	07872103	Executive Director	Not Applicable		11-06-1975	NA		08-02-2020				1	0	0	0		
3	Mr	Anantapurguggilla Ravindranath Reddy	ABGPA6291G	01729114	Non-Executive - Non Independent Director	Chairperson		18-06-1957	NA		29-05-2012	16-09-2019			2	0	3	0		
4	Mr	Velupula Murahari Reddy	AAOPV8093J	01865148	Non-Executive - Independent Director	Not Applicable		01-07-1943	Yes	16-09-2019	26-10-2007	31-03-2019		66	1	2	3	1		
5	Mr	Peddibhotla Gangadhara Sastry	AFCPP4401R	01890172	Non-Executive - Independent Director	Not Applicable		14-02-1937	Yes	16-09-2019	13-11-2018			16	1	0	7	0		
6	Mr	Somavarapu Ravikumar Reddy	ABNPS7502F	00372731	Non-Executive - Independent Director	Not Applicable		10-03-1958	NA		13-11-2018			16	1	0	1	0		
7	Mrs	Allam Rama Devi	AFMPA9250P	07120218	Non-Executive - Independent Director	Not Applicable		20-06-1970	NA		13-02-2015			54	1	0	0	0		
8	Mrs	Mahpara Ali	ADCPM6102E	06645262	Non-Executive - Nominee Director	Not Applicable		28-07-1951	NA		30-05-2018				1	0	0	0		

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