



RUCHI INFRASTRUCTURE LTD.

101, The Horizon, 1st Floor, Nath Mandir Road,
11/5, South Tukoganj, Indore - 452001 (M.P.)
Tel. : 91-731-4017979, 4017989 Fax : 4017980
CIN-L65990MH1984PLC033878

RIL/2016

15th October, 2016

To,
The Secretary
The BSE Ltd.
Phiroze Jeejeebhoy Tower,
Dalal Street,
Mumbai – 400 001

National Stock Exchange of India Ltd.
“Exchange Plaza”,
Bandra- Kurla Complex,
Bandra (E),
Mumbai – 400 051

Dear Sirs,

Re: Compliance Report on Corporate Governance

Please find enclosed herewith Compliance Report on Corporate Governance for the quarter ended on 30.09.2016.

Kindly acknowledge the receipt hereof.

Thanking you,

Yours faithfully,
For RUCHI INFRASTRUCTURE LTD.


ASHISH MEHTA
COMPANY SECRETARY

Encl: As above

ANNEXURE I

Format to be submitted by listed entity on quarterly basis

1. Name of Listed Entity: **RUCHI INFRASTRUCTURE LIMITED**
2. Quarter ending: **30th SEPTEMBER, 2016**

I. Composition of Board of Directors

Title (Mr./Ms.)	Name of the Director	PAN\$ & DIN	Category (Chairperson /Executive/Non-Executive/Independent/ Nominee) &	Date of Appointment in the current term/cessation	Tenure* (rounded-off in year)	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)
Mrs.	Amrita Shahra Sachdev	APOPSA794N 01494961	Non- executive	26/03/2015	-	1	0	0
Mr.	Veeresh Malik	AGIPM6363Q 00325507	Non- executive Independent	23/09/2015	1	1	2	1
Mr.	Krishna Das Gupta	AAAPG5971C 00374379	Non- executive Independent	23/09/2015	1	3	5	2
Mr.	Narendra Shah Kumar	AABPSS0059A 02143172	Executive Director	08/04/2016	-	1	2	0

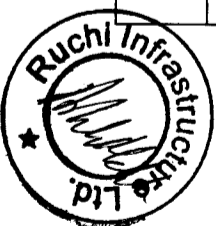
\$PAN number of any director would not be displayed on the website of Stock Exchange.

& 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 Committee members	Category (Chairperson/Executive/Non-Executive/Independent/Nominee) \$



1. Audit Committee	Mr. Krishna Das Gupta	Chairperson/Non-Executive/Independent
	Mr. Veeresh Malik	Non-Executive/Independent
	Mr. Narendra Shah Kumar	Executive
2. Nomination & Remuneration Committee	Mr. Krishna Das Gupta	Chairperson/Non-Executive/Independent
	Mr. Veeresh Malik	Non-Executive/Independent
	Mrs. Amrita Shakra Sachdev	Non-Executive
3. Risk Management Committee(if applicable)	Not applicable	Not applicable
4. Stakeholders Relationship Committee	Mr. Veeresh Malik	Chairperson/Non-Executive/Independent
	Mr. Narendra Shah Kumar	Executive

*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.

*Above Committees have been re-constituted during the quarter being reported and the above information holds good as at 30th June, 2016.

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 of the committee in the previous quarter	Maximum gap between any two consecutive (in number of days)
08/04/2016	-	08/04/2016	48 days
27/05/2016	09/08/2016	27/05/2016	73 days
IV. Meeting of Committees (Audit Committee)			
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*
09/08/2016	Yes	27/05/2016	73 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

Subject	Compliance status (Yes/No/NA)^{refer note below}
Whether prior approval of audit committee obtained	Yes
Whether shareholder approval obtained for material RPT	Yes
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes

Note

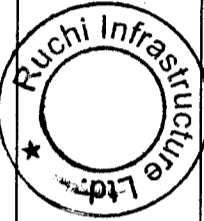
- 1 In the column "Compliance Status", compliance or non-compliance may be indicated by Yes /No/N.A. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, 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.
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 (Listing 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 disclosure requirements) Regulations, 2015.
5. The report submitted in the previous quarter has been placed before Board of Directors.

For RUCHI INFRASTRUCTURE LIMITED

Ashish Mehta
Ashish Mehta
 Company Secretary



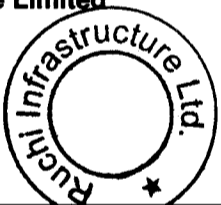
Date: 15.10.2016

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.

ANNEXURE III

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

I Affirmations		
Broad heading	Regulation Number	Compliance status (Yes/No/NA) <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 (Business Responsibility Report is not applicable to the Company)
<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)	Yes
<i>Whether "Corporate Governance Report" disclosed in Annual Report</i>	34(3) read with para C of Schedule V	Yes
<p>Note</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>For Ruchi Infrastructure Limited</p> <p>Ashish Mehta Company Secretary</p>  <p style="text-align: right;">Date: 15.10.2016</p>		