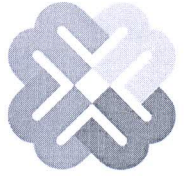


MADHAV INFRA PROJECTS LIMITED

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CIN NO: L45200GJ1992PLC018392

Date: July 12, 2016

To,
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai – 400 001

Dear Sir,

Sub: Report on Quarterly Corporate Governance under Regulation 27 (2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the quarter ended on 30th June, 2016

Ref: Madhav Infra Projects Limited (BSE Security Id: MADHAVIPL Scrip Code: 539894)

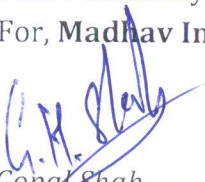
In reference to captioned subject and pursuant to Regulation 27 (2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby attached the Report on Corporate Governance for the quarter ended on 30th June, 2016.

Kindly take the same on your record and oblige us.

Thanking You,

Yours faithfully,

For, **Madhav Infra Projects Limited**


Gopal Shah

Company Secretary

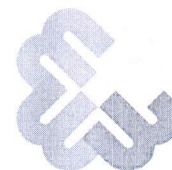


Encl: As above

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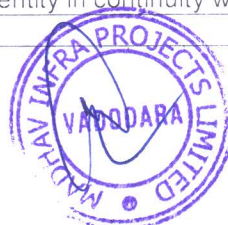
CIN NO: L45200GJ1992PLC018392

ANNEXURE I

Format to be submitted by listed entity on quarterly basis

1. Name of Listed Entity :- **Madhav Infra Projects Limited**
2. Quarter ending: - June, 2016

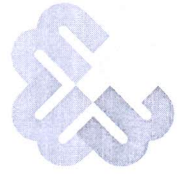
I. Composition of Board of Directors								
Title (Mr./ Ms)	Name of the Director	PANs & DIN	Category (Chair-person/ Executive/ Non- Executive/ independent/ Nominee) &	Date of Appointment in the current term /cessation	Tenure*	No of Directorship in listed entities including this listed entity (Refer 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 Chair-person in Audit/Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulation)
Mr.	Amit A Khurana	ADDPK6791N00003626	C & ED	06/03/2013	3 years 9 Month	1	0	0
Mrs.	Neelakshi A Khurana	ABLPR1046D00027350	ED	06/03/2013	0	1	0	0
Mr.	Vineet O Rathi	ADXPT2648B03541288	NED	06/03/2013	0	1	0	0
Mr.	Mayur R Parikh	AHAPP7753Q00005646	NED, ID	01/01/2015	3 years 9 Month	4	4	2
Mr.	Devendra P Shah	ANVPS7137A03310400	NED, ID	01/01/2015	3 years 9 Month	1	1	0
Mr.	Nevil R Savjani	BHIPS7376F07060520	NED, ID	03/01/2015	3 years 9 Month	1	1	1
<p>[§]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.</p>								
II. Composition of Committees								



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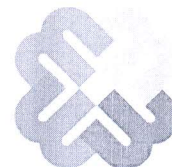
Name of Committee		Name of Committee members	Category (Chairperson/Executive/Non-Executive/independent/Nominee) [§]
1. Audit Committee		Mayur Parikh	Chairperson / NED, ID
		Devendra Shah	Member /NED, ID
		Nevil Savjani	Member /NED, ID
2. Nomination & Remuneration Committee		Devendra Shah	Chairperson / NED, ID
		Nevil Savjani	Member /NED, ID
		Mayur Parikh	Member /NED, ID
3. Risk Management Committee (N.A)		-	-
4. Stakeholders Relationship Committee		Nevil Savjani	Chairperson / NED, ID
		Mayur Parikh	Member /NED, ID
		Devendra Shah	Member /NED, ID
[§] 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)	
18.03.2016	18.04.2016	31	
	14.05.2016		
	30.05.2016		
	10.06.2016		
	17.06.2016		
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*
Audit Committee 18.04.2016	3	18.03.2016	31
30.05.2016	3		
10.06.2016	3		
* 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		Not Applicable	
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee		Yes	



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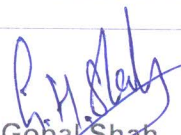
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Note

- 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
 - d. Risk management committee (applicable to the top 100 listed entities)
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. 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: NIL


Gopal Shah

Company Secretary / Compliance Officer / Managing Director / CEO



Date: 12/07/2016