

**MADHAV INFRA PROJECTS LIMITED**

Registered Office:  
24, Laxmi Chambers,  
Navjivan Presh Road,  
Near Old Gujarat High Court,  
AHMEDABAD.

Corporate Office  
Madhav House,  
Nr, Panchratna Building,  
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Vadodara-390 023.  
Gujarat – India.  
Phone: +91-7600031747  
info@madhavgrp.co.in  
www.madhavgrp.co.in  
CIN NO: L45200GJ1992PLC018392



**Annexure I B**

**Name of the Company: Madhav Infra Projects Limited**

**Quarter ending on: September 30, 2014**

| Particulars  | Clause of Listing agreement | Compliance Status Yes/No | Remarks                     |
|--|-----------------------------|--------------------------|-----------------------------|
| <b>I Board of Directors</b>  | 49 I                        |                          |                             |
| (A) Composition of Board   | 49(IA)                      | <b>Yes</b>               |                             |
| (B) Non-executive Directors' compensation & disclosures                  | 49 (IB)                     | <b>Yes</b>               |                             |
| (C) Other provisions as to Board and Committees                          | 49 (IC)                     | <b>Yes</b>               |                             |
| D) Code of Conduct 49  | (ID)                        | <b>Yes</b>               |                             |
| <b>II. Audit Committee 49</b>  | (II)                        |                          |                             |
| (A) Qualified & Independent Audit Committee                              | 49 (IIA)                    | <b>Yes</b>               |                             |
| (B) Meeting of Audit Committee   | 49 (IIB)                    | <b>Yes</b>               |                             |
| (C) Powers of Audit Committee  | 49 (IIC)                    | <b>Yes</b>               |                             |
| (D) Role of Audit Committee  | 49 (IID)                    | <b>Yes</b>               |                             |
| (E) Review of Information by Audit Committee                             | 49 (IIE)                    | <b>Yes</b>               |                             |
| <b>III. Subsidiary Companies</b>   | 49 (III)                    | <b>N.A</b>               |                             |
| <b>IV. Disclosures</b>   | 49 (IV)                     |                          |                             |
| (A) Basis of related party transactions                                  | 49 (IV A)                   | <b>Yes</b>               |                             |
| (B) Disclosure of Accounting Treatment                                   | 49 (IV B)                   | <b>Yes</b>               |                             |
| (C) Board Disclosures  | 49 (IV C)                   | <b>Yes</b>               |                             |
| (D) Proceeds from public issues, rights issues, preferential issues etc. | 49 (IV D)                   | <b>Yes</b>               |                             |
| (E) Remuneration of Directors  | 49 (IV E)                   | <b>Yes</b>               |                             |
| (F) Management   | 49 (IV F)                   | <b>Yes</b>               |                             |
| (G) Shareholders   | 49 (IV G)                   | <b>Yes</b>               |                             |
| <b>V.CEO/CFO Certification</b>   | 49 (V)                      | <b>Yes</b>               |                             |
| <b>VI. Report on Corporate Governance</b>                                | 49 (VI)                     | <b>Yes</b>               | <b>Noted for compliance</b> |
| <b>VII. Compliance</b>   | 49 (VII)                    | <b>Yes</b>               | <b>Noted for compliance</b> |

**Madhav Infra Projects Limited**

  
**Managing Director**  
DIN 00003626  
Date: October 10, 2014

