

MEPIDL/OUT/2020-21/140
July 14, 2020

To

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| Listing Department National Stock Exchange of India Limited Exchange Plaza, C-1 Block G, Bandra Kurla Complex, Bandra (E), Mumbai -400 051 Fax No. 022-26598238 Scrip Symbol: MEP | Corporate Relationship Department BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai- 400001 Fax No. 022-22723121/3027/2039/2061 Security Code: 539126 |
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Dear Sir,

Re: ISIN – INE776I01010
Sub: Report on Corporate Governance for the Quarter ended 30th June, 2020.

Pursuant to Regulation 27(2)(a) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the Compliance Report on Corporate Governance for the Quarter ended 30th June, 2020.

You are requested to kindly take the same on your record.

Thanking you.

Yours faithfully,
For **MEP INFRASTRUCTURE DEVELOPERS LIMITED**

Sd/-
JAYANT D. MHAISKAR
CHAIRMAN & MANAGING DIRECTOR
DIN: 00716351

Encl.: As above

ANNEX I

FORMAT OF REPORT ON CORPORATE GOVERNANCE TO BE SUBMITTED BY A LISTED ENTITY ON QUARTERLY BASIS

1 NAME OF LISTED ENTITY : MEP INFRASTRUCTURE DEVELOPERS LIMITED

2 QUARTER ENDING : 30TH JUNE, 2020

| I. Composition of Board of Directors | | | | | | | | | | | | | | | |
|--|----------------------|------------|----------|---|-----------------------------|-----------------------|-------------------|--------|---------------|---|------------------------------------|---|---|--|--|
| Title (Mr./Ms) | Name of the Director | PAN | DIN | Category (Chairperson /Executive/ Non-Executive/ independent / Nominee) & | Initial Date of Appointment | Date of Reappointment | Date of Cessation | Tenure | Date of Birth | Whether Special Resolution passed ? (Ref Reg. 17 (1A) of Listing Regulations) | Date of passing Special Resolution | No. of directorship in listed entities including this listed entity [in reference to Regulation 17A(1)] | No of Independent Directorship in listed entities including this listed entity [in reference to proviso to regulation 17A(1)] | Number of member-ships 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) |
| Mr. | Jayant D. Mhaiskar | AACPM4695B | 00716351 | Chairman & Executive | 08/08/2002 | 01/07/2019 | NA | NA | 03/01/1976 | NA | NA | 1 | 0 | 2 | 0 |
| Mrs. | Sudha D. Mhaiskar | AATPM1238K | 00707501 | Non-Executive | 12/02/2018 | 12/02/2018 | NA | NA | 13/12/1945 | NA | NA | 1 | 0 | 0 | 0 |
| Mrs. | Anuya J. Mhaiskar | AJDPM3145L | 00707650 | Non-Executive | 19/08/2006 | 19/08/2006 | NA | NA | 12/02/1978 | NA | NA | 1 | 0 | 2 | 1 |
| Mr. | Deepak Chitnis | AABPC8880D | 01077724 | Non-Executive - Independent | 09/09/2014 | 09/09/2016 | NA | 60 | 04/05/1958 | NA | NA | 1 | 1 | 3 | 0 |
| Mr. | Khimji Pandav | AAHPP8446N | 01070944 | Non-Executive - Independent | 09/09/2014 | 09/09/2016 | NA | 60 | 11/03/1953 | NA | NA | 3 | 3 | 5 | 1 |
| Mrs. | Mira Mehrishi | ABMPM3839L | 00282074 | Non-Executive - Independent | 12/12/2016 | 27/07/2017 | NA | 60 | 22/05/1953 | NA | NA | 1 | 1 | 2 | 0 |
| Whether Regular Chairperson appointed | | | | | | | | | | | | | | YES | |
| Whether Chairperson is related to Managing Director or CEO | | | | | | | | | | | | | | YES | |

II. Composition of Committees

1 Audit Committee Details

| Whether the Audit Committee has a Regular Chairperson | | | | | YES | |
|---|------------|---------------------------|--|---------------------|-------------------|--|
| Sr. No. | DIN Number | Name of Committee Members | Category (Chairperson/Executive/Non-Executive/independent/Nominee) | Date of Appointment | Date of Cessation | |
| 1 | 01070944 | Khimji Pandav | Chairman-Non-Executive - Independent Director | 09/09/2014 | | |
| 2 | 00716351 | Jayant D. Mhaiskar | Executive Director | 09/09/2014 | | |
| 3 | 01077724 | Deepak Chitnis | Non-Executive - Independent Director | 24/08/2016 | | |

2 Nomination & Remuneration Committee Details

| Whether the Nomination & Remuneration Committee has a Regular Chairperson | | | | | YES | |
|---|------------|---------------------------|--|---------------------|-------------------|--|
| Sr. No. | DIN Number | Name of Committee Members | Category (Chairperson/Executive/Non-Executive/ independent/ Nominee) | Date of Appointment | Date of Cessation | |
| 1 | 01077724 | Deepak Chitnis | Chairman-Non-Executive - Independent Director | 09/09/2014 | | |
| 2 | 00707650 | Anuya J. Mhaiskar | Non-Executive - Non-Independent Director | 09/09/2014 | | |
| 3 | 01070944 | Khimji Pandav | Non-Executive - Independent Director | 13/02/2017 | | |
| 4 | 00282074 | Mira Mehrishi | Non-Executive - Independent Director | 12/02/2018 | | |

3 Stakeholders' Relationship Committee Details

| Whether the Stakeholder Relationship Committee has a Regular Chairperson | | | | | YES | |
|--|------------|---------------------------|--|---------------------|-------------------|--|
| Sr. No. | DIN Number | Name of Committee Members | Category (Chairperson/Executive/Non-Executive/ independent/ Nominee) | Date of Appointment | Date of Cessation | |
| 1 | 00707650 | Anuya J. Mhaiskar | Chairperson-Non-Executive - Non-Independent Director | 09/02/2016 | | |
| 2 | 00716351 | Jayant D. Mhaiskar | Executive Director | 09/09/2014 | | |
| 3 | 01077724 | Deepak Chitnis | Non-Executive - Independent Director | 14/02/2019 | | |

4 Risk Management Committee Details

| Whether the Risk Management Committee has a Regular Chairperson | | | | | YES | |
|---|------------|---------------------------|--|---------------------|-------------------|--|
| Sr. No. | DIN Number | Name of Committee Members | Category (Chairperson/Executive/Non-Executive/ independent/ Nominee) | Date of Appointment | Date of Cessation | |
| 1 | 00716351 | Jayant D. Mhaiskar | Chairperson-Executive Director | 18/09/2014 | | |
| 2 | 00707650 | Anuya J. Mhaiskar | Non-Executive - Non-Independent Director | 22/09/2014 | | |
| 3 | 00707501 | Sudha D. Mhaiskar | Non-Executive - Non-Independent Director | 14/11/2019 | | |
| 4 | 99999999 | M.Sankaranarayanan | Member | 18/09/2014 | | |
| 5 | 99999999 | Dinesh Padalkar | Member | 18/09/2014 | | |

5 Corporate Social Responsibility Committee Details

| Whether the Corporate Social Responsibility Committee has a Regular Chairperson | | | | | YES | |
|---|------------|---------------------------|--|---------------------|-------------------|--|
| Sr. No. | DIN Number | Name of Committee Members | Category (Chairperson/Executive/Non-Executive/ independent/ Nominee) | Date of Appointment | Date of Cessation | |
| 1 | 00707650 | Anuya J. Mhaiskar | Chairperson-Non-Executive - Non-Independent Director | 09/09/2014 | | |
| 2 | 00707501 | Sudha D. Mhaiskar | Non-Executive - Non-Independent Director | 13/08/2019 | | |
| 3 | 01077724 | Deepak Chitnis | Non-Executive - Independent Director | 09/09/2014 | | |

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# | Whether requirement of Quorum met* | Number of Directors present* | Number of Independent Directors present* | Maximum gap between any two consecutive (in number of days)# |
|---|---|------------------------------------|------------------------------|--|--|
| 14/02/2020 | - | Yes | NA | NA | NA |

*to be filled in only for the current quarter meetings.

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IV. MEETING OF AUDIT COMMITTEE

| Date(s) of Meeting of the Committee in the relevant quarter# | Whether requirement of Quorum met* | Number of Directors present* | Number of Independent Directors present* | Date(s) of Meeting of the Committee in the previous quarter | Maximum gap between any two consecutive (in number of days)# |
|--|------------------------------------|------------------------------|--|---|--|
| - | Yes | NA | NA | 14/02/2020 | NA |

*to be filled in only for the current quarter meetings.

V. RELATED PARTY TRANSACTIONS

| Subject | Compliance status (Yes/No/NA) |
|--|--|
| Whether prior approval of audit committee obtained | YES |
| Whether shareholder approval obtained for material RPT | NA |
| Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee | YES |
| | A statement of transaction with related party for the Quarter ended 30th June 2020 will be placed in the Audit Committee Meeting for Q1 Financial Results. |

Owing to the relaxation provided by SEBI vide various circular(s), due to COVID19 pandemic, no meeting of Audit Committee and Board were held here during the relevant quarter (April to June, 2020).

| VI. AFFIRMATIONS | | |
|-------------------------|--|-----------------------------------|
| Sr.No. | Affirmations | 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 b. Nomination & Remuneration Committee c. Stakeholders' Relationship Committee d. Risk Management Committee (applicable to the top 500 listed entities) | YES YES YES NA |
| 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. | YES |
| 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. | YES |
| 5 | This report and/or the report submitted in the previous quarter has been placed before Board of Directors. Any comments/observations/advice of the board of directors may be mentioned here. | YES |

FOR MEP INFRASTRUCTURE DEVELOPERS LIMITED

Sd/-

JAYANT D. MHAISKAR
CHAIRMAN & MANAGING DIRECTOR
DIN : 00716351