

MEPIDL/OUT/2015-16/1724

"By Mail"

January 14, 2016

Listing Department National Stock Exchange of India Limited Exchange Plaza, C-1 Block G, Bandra Kurla Complex, Bandra (E), Mumbai -400 051 Fax No. 022-26598237/38 Scrip Symbol: MEP	Corporate Relationship Department BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai- 400001 Fax No. 022-22723121/3027/2039/2061 Scrip Code: 539126
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Dear Sirs,

Re: ISIN - INE776I01010

Sub: Report of Corporate Governance – Quarter ended December 31, 2015

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 December 31, 2015.

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

Thanking you,

Yours faithfully,
for **MEP Infrastructure Developers Limited**


Shridhar Phadke
Company Secretary



Encl: As above

CORPORATE GOVERNANCE REPORT

(Under Regulation 27 (2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

1. Name of Listed Entity: **MEP INFRASTRUCTURE DEVELOPERS Limited**

2. Quarter ending: **December 31, 2015**

I. Composition of Board of Directors

Name of the Director	PAN	DIN	Category	Date of Appointment in the current term /cessation	Tenure	No of Directorship in listed entities including this listed entity	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity
Mr. Dattatray P. Mhaikar	AATPM1257A	00309942	Chairman - Non-Executive	September 23, 2015	N.A.	2	0	1
Mr. Jayant D. Mhaikar	AACPM4695B	00716351	Executive	August 8, 2002	N.A.	1	2	0
Mrs. Anuya J. Mhaikar	AJDPM3145L	00707650	Non-Executive	August 19, 2006	N.A.	1	0	0
Mr. Murzash Manekshana	AAFPM9819G	00207311	Executive	September 27, 2013	N.A.	1	1	0
Mr. Deepak Chitnis	AABPC8880D	01077724	Non-Executive - Independent	September 9, 2014	2 years	1	0	0
Mr. Khimji Pandav	AAHPP8446N	01070944	Non-Executive - Independent	September 9, 2014	2 years	1	0	1
Mr. Vijay Agarwal	AABPA9526A	00058548	Non-Executive - Independent	September 9, 2014	2 years	4	4	1
Mrs. Preeti Trivedi	AACPT8281C	00179479	Non-Executive - Independent	September 9, 2014	2 years	2	1	1

II. Composition of Committees

Name of Committee	Name of Committee Members	Category
1. Audit Committee	Mr. Khimji Pandav Mr. Jayant D. Mhaikar Mr. Vijay Agarwal	Chairman - Non-Executive - Independent Executive Non-Executive - Independent
2. Nomination & Remuneration Committee	Mr. Deepak Chitnis Mr. Dattatray P. Mhaikar Mrs. Anuya J. Mhaikar Mrs. Preeti Trivedi	Chairman - Non-Executive - Independent Non-Executive Non-Executive Non-Executive - Independent
3. Risk Management Committee (if applicable)	Mr. Jayant D. Mhaikar Mrs. Anuya J. Mhaikar Mr. Murzash Manekshana Mr. M. Sankaranarayanan Mr. Dinesh Padalkar	Chairman - Executive Non-Executive Executive Member Member
4. Stakeholders' Relationship Committee	Mr. Dattatray P. Mhaikar Mr. Jayant D. Mhaikar Mr. Murzash Manekshana	Chairman - Non-Executive Executive Executive

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)
July 10, 2015 August 4, 2015 August 13, 2015 August 27, 2015 August 28, 2015	November 6, 2015	69 days

IV. Meeting of 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
November 6, 2015	All Members were present	August 4, 2015 August 13, 2015	84 days

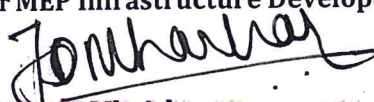
V. Related Party Transactions

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	A statement of transaction with related party for the Quarter ended December 31, 2015 will be placed in the ensuing Audit Committee Meeting.

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
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 MEP Infrastructure Developers Limited


Jayant D. Mhaikar
Vice- Chairman & Managing Director
DIN : 00716351

