

MEPIDL/OUT/2019-20/910
October 11, 2019

To

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 and Half Year ended 30th September, 2019.

Pursuant to Regulation 27(2)(a) of the SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015, please find enclosed herewith the Compliance Report on Corporate Governance for the Quarter and Half Year ended on 30th September, 2019.

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

Thanking you.

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

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 : September 30, 2019

I. Composition of Board of Directors													
Title (Mr./Ms)	Name of the Director	PAN	DIIN	Category (Chairperson /Executive/ Non-Executive / Independent / Nominee) &	Initial Date of Appointment	Date of Re-appointment	Date of Cessation	Tenure*	Date of Birth	No. Of directorship in listed entities including this entity [in reference to Regulation 174(1)]	No of Independent Directorship in listed entities including this listed entity [in reference to proviso to regulation 174(3)]	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]
Mr.	Jayant D. Mhaiskar	AACPM4695B	00716351	Chairman & Executive	08-08-2002	01-07-2019		NA	03-01-1976	1	0	3	0
Mrs.	Sudha D. Mhaiskar	AATPM1238K	00707501	Non-Executive	12-02-2018	12-02-2018		NA	13-12-1945	1	0	0	0
Mrs.	Anuya J. Mhaiskar	AJDPM3145L	00707650	Non-Executive	19-08-2006	19-08-2006		NA	12-02-1978	1	0	1	1
Mr.	Murzash Manekshana	AAFPM9819G	00207311	Executive	02-11-2012	01-06-2017	07-09-2019	NA	14-07-1972	1	0	1	0
Mr.	Deepak Chitnis	AAABPC8880D	01077724	Non-Executive - Independent	09-09-2014	09-09-2016		60	04-05-1958	1	1	8	0
Mr.	Khimji Pandav	AAHPP8446N	01070944	Non-Executive - Independent	09-09-2014	09-09-2016		60	11-03-1953	3	3	10	1
Mr.	Vijay Agarwal	AAABPA9526A	00058548	Non-Executive - Independent	09-09-2014	09-09-2016	08-09-2019	36	29-06-1957	3	3	6	1
Mrs.	Mira Mehrishi	ABMPM3839L	00282074	Non-Executive - Independent	12-12-2016	27-07-2017		60	22-05-1953	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	00058548	Vijay Agarwal	Non-Executive - Independent Director	09/09/2014	08/09/2019
4	01077724	Deepak Chitnis	Non-Executive - Independent Director	24/08/2016	
2 Nomination & Remuneration 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 Stakeholder 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	00207311	Murzash Manekshana	Executive Director	09/09/2014	07/09/2019
4	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	00207311	Murzash Manekshana	Executive Director	18/09/2014	07/09/2019
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	00207311	Murzash Manekshana	Executive Director	09/09/2014	07/09/2019
4	01077724	Deepak Chitnis	Non-Executive - Independent Director	09/09/2014	

* Corporate Social Responsibility Committee was re-constituted by addition of Mrs. Sudha D. Mhaiskar on August 13, 2019.

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)	
May 23, 2019	August 13, 2019	Yes	6	4	81	

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

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)*
August 13, 2019	Yes	4	3	May 23, 2019	81

*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	A statement of transaction with related party for the Second Quarter and Half Year ended 30th September, 2019 will be placed in the ensuing Audit Committee Meeting.

ANNEX III

Format to be submitted by listed entity at the end of 6 months after end of financial year along-with the second quarter's report of next financial year

Affirmations	Broad Heading	Regulation Number	Compliance status (Yes/No/NA)
Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website		46(2)	YES
Presence of Chairperson of Audit Committee at the Annual General Meeting		18(1)(d)	YES
Presence of Chairperson of the nomination and remuneration committee at the Annual General Meeting		19(3)	YES
Presence of Chairperson of the Stakeholder Relationship committee at the Annual General Meeting		20(3)	YES
Whether "Corporate Governance Report" disclosed in Annual Report		34(3) read with para C of Schedule V	YES

FOR MEP INFRASTRUCTURE DEVELOPERS LIMITED


JAYANT D. MHAISKAR
CHAIRMAN & MANAGING DIRECTOR
DIN : 00716351

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 100 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

JAYANT D. MHAISKAR
CHAIRMAN & MANAGING DIRECTOR
DIN : 00716351