

JITF INFRALOGISTICS LIMITED

CIN: U60231UP2008PLC069245; E-Mail Id: contactus@jindalinfralogistics.com

Dated: 13.04.2017

To,

BSE Limited
Corporate Relation Department
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai- 400001
Scrip Code: 540311
Through: BSE Listing Centre

National Stock Exchange of India Ltd.,
Exchange Plaza, C-1, Block G,
Bandra Kurla Complex,
Bandra (E)
Mumbai – 400 051
Scrip Code: JITFINFRA
Through: NEAPS

Sub.:- Compliance report on corporate governance - Regulation 27(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

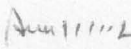
Dear Sir,


Pursuant to the provisions of Regulation 27(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") and SEBI Circular No. CIR/CFD/CMD/ 5 /2015 dated 24th September, 2015 , please find enclosed the quarterly compliance report on corporate governance in Annexure I and II.

This is for your information and record please.

Thanking You,
Yours faithfully

For **JITF Infralogistics Limited**


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Alok Kumar
Company Secretary & CFO
A-19819



28, Shivaji Marg, New Delhi-110015; Tel No.: 011-45021983/84; Fax No.: 011-45021982
Regd. Add: A-1, UPSIDC Industrial Area, Nandgaon Road, Kosi Kalan, Distt. Mathura (U.P.) –
281403, Tel No.: 05662-232426, 232001-03; Fax No.: 05662-232577
Website: www.jindalinfralogistics.com

Format to be submitted by listed entity on quarterly basis

1. Name of Listed Entity: JITF Infralogistics Limited
2. Quarter ending: 31.03.2017
- 3.

I. Composition of Board of Directors								
Title	Name of the Director	PAN & DIN	Category (Chairperson /Executive/N on Executive/in dependent/ 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 Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)
Mr.	NEERAJ KUMAR	AALPK7244D and 01776688	NON EXECUTIVE	21.03.2017	N.A.	Three	One	Nil
MR.	RAKESH KUMAR GROVER	AAGPG1376F AND 01431428	EXECUTIVE	12.08.2016	N.A.	One	Two	nil
MS.	VENI ANAND	AKAPA6929J AND 07586927	NON EXECUTIVE	12.08.2016	N.A.	Two	One	One
MR.	DHANANJAYA PATI TRIPATHI	ACBPT9318H AND 00131460	INDEPENDENT	05.09.2016	5 YEARS	One	Two	One
MR.	GIRISH SHARMA	AASPS8031K AND 05112440	INDEPENDENT	05.09.2016	5 YEARS	Four	Three	Nil
MR.	RAJ KAMAL AGARWAL	AAAPA4978M AND 00005349	CHAIRPERSON /INDEPENDENT	05.09.2016	5 YEARS	Four	Five	Two

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II. Composition of Committees			
Name of Committee	Name of Committee members	Category (Chairperson/Executive/Non-Executive/ independent / Nominee)	
1. Audit Committee	Mr. D.P. Tripathi Mr. Rakesh Kumar Grover Mr. Girish Sharma	Chairman & Member	Member Member
2. Nomination & Remuneration Committee	Mr. D.P. Tripathi Dr. Raj Kamal Agarwal Ms. Veni Anand	Chairman & Member	Member Member
3. Risk Management Committee (if applicable)	Not Applicable		
4. Stakeholders Relationship Committee	Ms. Veni Anand Mr. Rakesh Kumar Grover Mr. D.P. Tripathi	Chairperson and Member	Member Member
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)	
05.12.2016	21.03.2017	105 days	
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
21.03.2017	Yes	05.12.2016	105 days
* 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	Not Applicable		
Whether shareholder approval obtained for material RPT			
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee			

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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

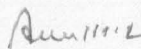
- a. Audit Committee
- b. Nomination & remuneration committee
- c. Stakeholders relationship committee
- d. Risk management committee (applicable to the top 100 listed entities)

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.

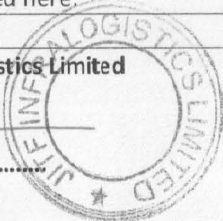
4. The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.

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:

For JITF Infralogistics Limited



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Alok Kumar
Company Secretary
A-19819



ANNEXURE II

Format to be submitted by listed entity at the end of the financial year (for the whole of financial year)

I. Disclosure on website in terms of Listing Regulations		
Item	Compliance status (Yes/No/NA)	
Details of business	Yes	
Terms and conditions of appointment of independent directors	Yes	
Composition of various committees of board of directors	Yes	
Code of conduct of board of directors and senior management personnel	Yes	
Details of establishment of vigil mechanism/ Whistle Blower policy	Yes	
Criteria of making payments to non-executive directors	Yes	
Policy on dealing with related party transactions	Yes	
Policy for determining 'material' subsidiaries	Yes	
Details of familiarization programmes imparted to independent directors	Yes	
Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes	
email address for grievance redressal and other relevant details	Yes	
Financial results	Yes	
Shareholding pattern	Yes	
Details of agreements entered into with the media companies and/or their associates	Not Applicable	
New name and the old name of the listed entity	Yes	
II Annual Affirmations		
Particulars	Regulation Number	Compliance status (Yes/No/NA)
<i>Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'</i>	16(1)(b) & 25(6)	Yes
<i>Board composition</i>	17(1)	Yes
<i>Meeting of Board of directors</i>	17(2)	Yes
<i>Review of Compliance Reports</i>	17(3)	Yes
<i>Plans for orderly succession for appointments</i>	17(4)	Yes
<i>Code of Conduct</i>	17(5)	Yes
<i>Fees/compensation</i>	17(6)	Yes
<i>Minimum Information</i>	17(7)	Yes
<i>Compliance Certificate</i>	17(8)	Not Applicable
<i>Risk Assessment & Management</i>	17(9)	Yes
<i>Performance Evaluation of Independent Directors</i>	17(10)	Yes
<i>Composition of Audit Committee</i>	18(1)	Yes
<i>Meeting of Audit Committee</i>	18(2)	Yes
<i>Composition of nomination & remuneration committee</i>	19(1) & (2)	Yes
<i>Composition of Stakeholder Relationship Committee</i>	20(1) & (2)	Yes
<i>Composition and role of risk management committee</i>	21(1),(2),(3),(4)	Not Applicable
<i>Vigil Mechanism</i>	22	Yes
<i>Policy for related party Transaction</i>	23(1),(5),(6),(7) & (8)	Yes



<i>Prior or Omnibus approval of Audit Committee for all related party transactions</i>	23(2), (3)	Not Applicable
<i>Approval for material related party transactions</i>	23(4)	Not Applicable
<i>Composition of Board of Directors of unlisted material Subsidiary</i>	24(1)	Yes
<i>Other Corporate Governance requirements with respect to subsidiary of listed entity</i>	24(2),(3),(4),(5) & (6)	Yes
<i>Maximum Directorship & Tenure</i>	25(1) & (2)	Yes
<i>Meeting of independent directors</i>	25(3) & (4)	Yes
<i>Familiarization of independent directors</i>	25(7)	Yes
<i>Memberships in Committees</i>	26(1)	Yes
<i>Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel</i>	26(3)	Yes
<i>Disclosure of Shareholding by Non-Executive Directors</i>	26(4)	Yes
<i>Policy with respect to Obligations of directors and senior management</i>	26(2) & 26(5)	Yes

III Affirmations:

The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied. - **Yes**

Name : **ALok Kumar**
Designation : **Company Secretary**

