

SIDCL/Sect./2020-21/004

May 13, 2020

BSE Limited
P. J. Towers,
Dalal Street, Mumbai - 400001
BSE Scrip Code: 511411

The Calcutta Stock Exchange Limited
7, Lyons Range,
Kolkata - 700001
CSE Scrip Code: 026027

Dear Sir/Madam,

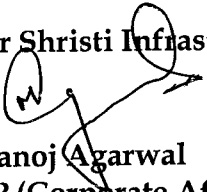
Sub: Compliance Report on Corporate Governance for the quarter ended 31st March 2020

We are pleased to enclose the Compliance Report on Corporate Governance as per Regulation 27(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in the specified formats for quarter/year ended 31st March 2020.

Thanking you,

Yours faithfully,

For Shristi Infrastructure Development Corporation Limited



Manoj Agarwal
VP (Corporate Affairs) & Company Secretary

Enclo: As Above

Format to be submitted by listed entity on quarterly basis

1. Name of Listed Entity: Shristi Infrastructure Development Corporation Limited

2. Quarter ending : 31st March 2020

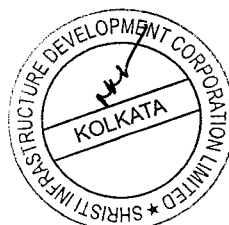
I. Composition of Board of Directors												
Title (Mr. / Ms.)	Name of the Director	PAN ⁵ & DIN	Category (Chairperson /Executive/ Non-Executive/ independent/ Nominee) & Non-Executive/ independent/ Nominee)	Initial Date of Appointment	Date of Reappointment	Date of Cessation	Tenure*	Date of Birth	No 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 provision in 17A(1)]	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.	Dipak Kumar Banerjee	AESP2776A 00028123	Chairperson- Non-Executive, Independent Director	21-01-2008	19-09-2019	-	5 years	19-02-1946	4	4	6	-
Mr.	Sunil Jha	AAWPJ8358C 00085667	Executive Director	12-02-2014	04-03-2020	-	-	10-07-1963	1	-	-	-
Mr.	Kailash Nath Bhandari	AELPB5635F 00026078	Non-Executive, Independent Director	03-08-2007	19-09-2019	-	5 years	01-03-1942	6	6	9	2
Mr.	Sakti Prasad Ghosh	ADTPG7871M 00183802	Non-Executive, Independent Director	31-03-2009	19-09-2019	-	5 years	02-10-1939	2	2	4	1
Mr.	Vinod Anand Juneja	ADYYPJ0433B 00044311	Non-Executive, Independent Director	03-08-2007	19-09-2019	-	5 years	20-04-1949	2	2	3	-
Mr.	Braja Behari Mahapatra	AHOPM5398M 05235090	Non-Executive, Independent Director	21-03-2012	19-09-2019	-	5 years	15-01-1950	1	1	2	-
Dr.	Srabani Roy Choudhury	AAEPC9904F 07006221	Non-Executive, Independent Director	01-11-2014	23-09-2015	-	5 years	17-09-1964	1	1	1	1


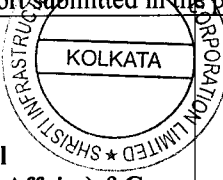
PAN number of any director would not be displayed on the website of Stock Exchange

*Category of directors means executive/non-executive/independent/Nominee, if a director fits into more than one category write all categories separating them with hyphen

* to be filled only for Independent Director. Tenure would mean total period from which Independent director is serving on Board of directors of the listed entity in continuity without any cooling off period.

II. Composition of Committees					
Name of Committee	Whether Regular chairperson appointed	Name of Committee members	Category (Chairperson/Executive/Non-Executive/ independent/ Nominee) ^{&}	Date of Appointment	Date of Cessation
1. Audit Committee	Yes	Mr. Sakti Prasad Ghosh	Chairperson-Non-Executive, Independent Director	25-04-2009	-
		Mr. Dipak Kumar Banerjee	Non-Executive, Independent Director	21-05-2008	-
		Mr. Kailash Nath Bhandari	Non-Executive, Independent Director	03-08-2007	-
		Mr. BrajaBehariMahapatra	Non-Executive, Independent Director	01-04-2012	-
2. Nomination & Remuneration Committee	Yes	Mr. BrajaBehariMahapatra	Chairperson-Non-Executive, Independent Director	16-03-2015	-
		Mr. Dipak Kumar Banerjee	Non-Executive, Independent Director	21-01-2008	-
		Mr. Kailash Nath Bhandari	Non-Executive, Independent Director	21-01-2008	-
		Mr. Sakti Prasad Ghosh	Non-Executive, Independent Director	12-08-2014	-
		Mr. Vinod AnandJuneja	Non-Executive, Independent Director	13-02-2018	-
3. Stakeholders Relationship Committee	Yes	Dr. Srabani Roy Choudhury	Chairperson-Non-Executive, Independent Director	31-03-2015	-
		Mr. Kailash Nath Bhandari	Non-Executive, Independent Director	21-01-2008	-
		Mr. Sakti Prasad Ghosh	Non-Executive, Independent Director	25-04-2009	14-02-2020
		Mr. BrajaBehariMahapatra	Non-Executive, Independent Director	12-08-2014	-
		Mr. Vinod AnandJuneja	Non-Executive, Independent Director	16-03-2015	-
4. Risk Management Committee (If Applicable)		Not Applicable			
^{&} Category of directors means executive/ non-executive/ independent/ Nominee. If a director fits into more than one category write all categories separating them with hyphen					
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)
14-11-2019	14-02-2020	Yes	7	6	91
* to be filled in only for the current quarter meetings					
IV. Meeting of Committees					
Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)	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 meetings in number of days*
Audit Committee 14-02-2020	Yes (All members were present)	4	4	14-11-2019	91
* This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional					
**to be filled in only for the current quarter meetings					



V. Related Party Transactions	
Subject	Compliance status (Yes/No/NA)refer note below
Whether prior approval of audit committee obtained	Yes
Whether shareholder approval obtained for material RPT	Yes
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes
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) – Not Applicable 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.	
<div style="display: flex; align-items: center;">   </div> <p>Name : Manoj Agarwal Designation: VP (Corporate Affairs) & Company Secretary</p>	

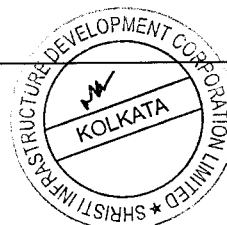
ANNEXURE II

Compliance Report on Corporate Governance for the Financial Year ended 31st March, 2020

I. Disclosure on Website in terms of Listing Regulations		
Items		Compliance status (Yes/No/NA) refer note below
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		NA
New name and the old name of the listed entity		NA



II. Annual Affirmations			
Particulars		Regulation Number	Compliance status (Yes/No/NA) refer note below
Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'		16(1)(b) & 25(6)	Yes
Board composition		17(1)	Yes
Meeting of Board of directors		17(2)	Yes
Review of Compliance Reports		17(3)	Yes
Plans for orderly succession for appointments		17(4)	Yes
Code of Conduct		17(5)	Yes
Fees/compensation		17(6)	NA
Minimum Information		17(7)	Yes
Compliance Certificate		17(8)	Yes
Risk Assessment & Management		17(9)	Yes
Performance Evaluation of Independent Directors		17(10)	Yes
Composition of Audit Committee		18(1)	Yes
Meeting of Audit Committee		18(2)	Yes
Composition of Nomination & Remuneration Committee		19(1) & (2)	Yes
Composition of Stakeholder Relationship Committee		20(1) & (2)	Yes
Composition and role of Risk Management Committee		21(1),(2),(3),(4)	NA
Vigil Mechanism		22	Yes
Policy for Related Party Transaction		23(1),(5),(6),(7) & (8)	Yes
Prior or Omnibus approval of Audit Committee for all related party transactions		23(2), (3)	Yes
Approval for material related party transactions		23(4)	Yes
Composition of Board of Directors of unlisted material Subsidiary		24(1)	Yes
Other Corporate Governance requirements with respect to subsidiary of listed entity		24(2),(3),(4),(5) & (6)	Yes



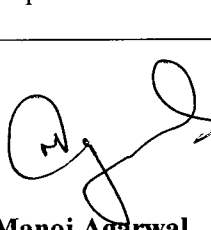
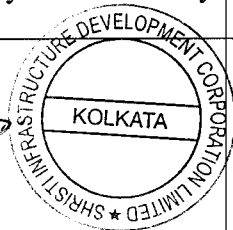
Maximum Directorship & Tenure	25(1) & (2)	Yes
Meeting of independent directors	25(3) & (4)	Yes
Familiarization of independent directors	25(7)	Yes
Memberships in Committees	26(1)	Yes
Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes
Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes
Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes

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.
3. If the Listed Entity would like to provide any other information the same may be indicated here.

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.

Manoj Agarwal
VP (Corporate Affairs) & Company Secretary