

**COMPLIANCE REPORT ON CORPORATE GOVERNANCE FOR THE QUARTER ENDED 31.12.2015**

**Name of Listed Entity:** Newtime Infrastructure Limited

**Quarter ending:** December 2015

**Stock Code:** BSE – 531959

<b>I. Composition of Board of Directors</b>								
<b>Title (Mr/ Ms)</b>	<b>Name of the Director</b>	<b>Pan &amp; DIN</b>	<b>Category (Chairperson/ Executive/ Non-Executive/ Independent/ Nominee)</b>	<b>Date of appointment in the current term /cessation</b>	<b>Tenure</b>	<b>Number of directorships in listed entities including this listed entity</b>	<b>Number of Memberships in Audit /Stakeholder Committee including this listed entity</b>	<b>Number of post of Chairperson in Audit/ Stakeholder Committee including this listed entity</b>
Mr.	Kattasserry Thomas James	DIN: 00143394 PAN: AAIPJ2681C	Chairperson – Non- Executive	14/01/2014	NA	2	Nil	3
Mr.	Ashish Pandit	DIN: 00139001 PAN: AFKPP0028A	Executive	01/12/2014	5 years	1	Nil	Nil
Mr.	Sanjay Tiku	DIN: 00300566 PAN: ACEPT2009A	Independent	26/12/2014	5 years	3	3	1
Mr.	Vinod Kumar Uppal	DIN: 00897121 PAN: AACPU2753L	Independent	26/12/2014	5 years	3	3	Nil
Mr.	Amman Kumar	DIN: 03456445 PAN: ARWPK9996L	Non- Executive	14/01/2014	NA	2	2	1
Ms.	Ankita Wadhawan	DIN: 06971383 PAN: AAOPW4556F	Independent	21/12/2015	5 years	4	Nil	Nil
<b>II. Composition of Committees</b>								
Name of Committee		Name of Committee Members			Category (Chairperson/Executive/ Non-Executive/ Independent/Nominee)			
1. Audit Committee		Mr. Sanjay Tiku			Chairperson - Independent			
		Mr. Vinod Kumar Uppal			Independent			
		Mr. Amman Kumar			Non-Executive			
2. Nomination & Remuneration Committee		Mr. Sanjay Tiku			Chairperson - Independent			
		Mr. Vinod Kumar Uppal			Independent			
		Mr. Kattasserry Thomas James			Non-Executive			
3. Risk Management Committee		NA						
4. Stakeholder Relationship Committee		Mr. Kattasserry Thomas James			Chairperson - Non-Executive			
		Mr. Vinod Kumar Uppal			Non-Executive			
		Mr. Sanjay Tiku			Independent			
<b>III. Meeting of Board of Directors</b>								
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 meeting (in number of days)			
August 25, 2015		November 6, 2015			72 days			

<b>IV. Meeting Of Committees</b>			
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 meeting (in number of days)
Audit Committee – November 6, 2015	Yes (All members were present)	Audit Committee – August 25, 2015	72 days
<b>V. Related Party Transactions</b>			
Subject		Compliance Status (Yes/No/NA)	
Whether prior approval of Audit committee obtained		NA	
Whether shareholder approval obtained for material RPT		NA	
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by audit committee		NA	
<b>VI. Affirmations</b>			
<p>1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.</p> <p>2. The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015:</p> <ol style="list-style-type: none"> <li>Audit Committee</li> <li>Nomination &amp; Remuneration Committee</li> <li>Stakeholders Relationship Committee</li> <li>Risk Management Committee (NA – as it is <i>applicable to the top 100 listed entities</i>)</li> </ol> <p>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.</p> <p>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.</p> <p>5. This report and/or the report submitted in the previous quarter has been placed before Board of Directors.</p>			
<p>Sd/-  <b>Ashish Pandit</b>  <b>Wholetime Director</b>  <b>Date: January 15, 2016</b></p>			