

Ref: SIPL/2016-17/0006

11th April, 2016

To The Dy Gen Manager Corporate Relationship Dept Bombay Stock Exchange Limited PJ Tower, Dalal Street, Mumbai- 400 001 Fax: 022-22722037-39 Equity Scrip Code: 539346	To National Stock Exchange of India Limited Exchange Plaza, Plot No C/1, G Block Bandra Kurla Complex, Bandra (E) Mumbai- 400 051 Fax : 022-26598237-38 Equity Scrip Name: SADBHIN
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Dear Sirs,

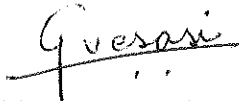
Subject: Corporate Governance Report as per Regulation 27(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

In compliance to Regulation 27(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Corporate Governance Report for the quarter and year ended 31st March, 2016 is enclosed herewith.

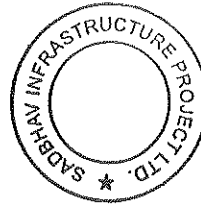
You are requested to take the same on record.

Thank You
Yours faithfully,

For SADBHAV INFRASTRUCTURE PROJECT LIMITED



GAURAV VESASI
COMPANY SECRETARY & COMPLIANCE OFFICER
MEMBERSHIP NO.:-F7544



ANNEXURE I

Format to be submitted by listed entity on quarterly basis

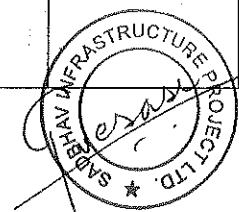
1. Name of Listed Entity -SADBHAV INFRASTRUCTURE PROJECT LIMITED
2. Quarter ending- 31.03.2016

I. Composition of Board of Directors								
Title (Mr. / Ms)	Name of the Director	PAN\$ & DIN	Category (Chairperson/ Executive/ Non-Executive/ independent/ 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.	Vishnubhai M. Patel	AEHPP8757L00048287	Chairman and Non-Executive Director	18/01/2007	N.A.	2	3	NIL
Mr.	Vasistha Patel	AATPP3517C00048324	Executive Director	01/04/2008	N.A.	2	6	NIL
Mr.	Shashin V. Patel	AFRPP6274P00048328	Non-Executive Director	18/01/2007	N.A.	2	1	NIL
Mr.	Nitin R. Patel	AEJPP3787Q00466330	Non-Executive Director	18/09/2010	N.A.	2	7	1
Mr.	Sandip V. Patel	AGAPP1887E00449028	Independent Director	05/09/2014	5 Years (Up to 05-09-2019)	2	2	2
Mr.	Atul N. Ruparel	AATPR8519C00485470	Independent Director	22/10/2014	5 Years (Up to 21-10-2019)	2	3	4
Mr.	Arun S. Patel	ABDPP5247N06365699	Independent Director	22/10/2014	5 Years (Up to 21-10-2019)	2	8	3

Sadbhav Infrastructure Project Ltd.

Regd Office : "Sadbhav House", Opp. Law Garden Police Chowki, Ellisbridge, Ahmedabad-380006.

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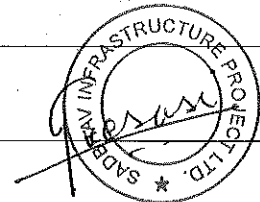


Mr.	Mirat N. Bhadlawala	ACUPB1572A 01027984	Independent Director	22/10/2014	5 Years (Up to 21-10- 2019)	2	4	4
Mrs.	Daksha N. Shah	ADAPS6942E 00376899	Independent Director	24/03/2015	5 Years (Up to 23-03- 2020)	1	0	0
Mr.	Jagdish P. Joshipura	ADDPJ8953H 00260590	Independent Director	13/04/2015	5 Years (Up to 12-04- 2020)	1	0	0

\$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		
<i>Name of Committee</i>	<i>Name of Committee members</i>	<i>Category (Chairperson/Executive/Non-Executive/independent/Nominee)</i>
1. Audit Committee	Mr. Sandip Patel	Chairman - Independent Director
	Mr. Arun S. Patel	Independent Director
	Mr. Nitin R. Patel	Non-Executive Director
2. Nomination & Remuneration Committee	Mr. Atul Ruparel	Chairman - Independent Director
	Mr. Vishnubhai M. Patel	Non-Executive Director
	Mr. Mirat N. Bhadlawala	Independent Director
3. Risk Management Committee(if applicable)	Mr. Vasistha C. Patel	Chairman - Executive Director
	Mr. Nitin R. Patel	Non-Executive Director
	Mr. Sandip Patel	Independent Director



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4. Stakeholders Relationship Committee	Mr. Nitin R. Patel	Chairman - Non-Executive Director
	Mr. Vasistha C. Patel	Executive Director
	Mr. Arun S. Patel	Independent Director
	Mr. Sandip Patel	Independent Director

&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	Maximum gap between any two consecutive (in number of days)
10/11/2015	05/02/2016	86 days

IV. 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*
05/02/2016	Yes	10/11/2015	86 days

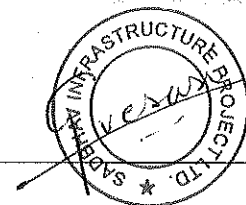
* This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional

V. Related Party Transactions

Subject	Compliance status (Yes/No/NA)refer note below
Whether prior approval of audit committee obtained	N.A.
Whether shareholder approval obtained for material RPT	N.A.
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes

Note

- 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.
- If status is "No" details of non-compliance may be given here.




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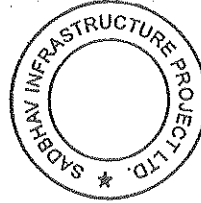
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VI. Affirmations

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. 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: **NIL**



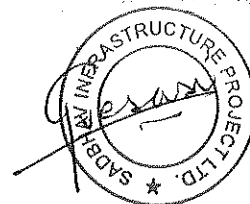
Name: Gaurav Vesasi
Designation: Company Secretary & Compliance Officer
Membership No. F7544



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

1. Name of Listed Entity – SADBHAV INFRASTRUCTURE PROJECT LIMITED
2. Year ended 31st March, 2016

I. Disclosure on website in terms of Listing Regulations	
Item	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	Company is not making payments to non-executive directors except sitting fees per board meeting.
Policy on dealing with related party transactions	Yes
Policy for determining 'material' subsidiaries	Yes
Details of familiarization programs 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	N.A.



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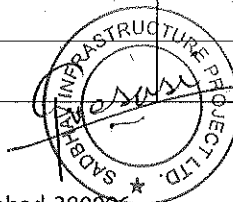
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II. Annual Affirmations		
Particulars	Regulation Number	Compliance status (Yes/No/NA) refer note below
Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b) & 25(6)	Yes
Board composition	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)	Yes
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)	Yes
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

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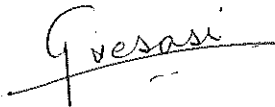
Composition of Board of Directors of unlisted material subsidiary	24(1)	Yes
Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	Yes
Maximum Directorship & Tenure	25(1) & (2)	Yes
Meeting of independent directors	25(3) & (4)	Yes
Familiarization of 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 Company has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to its subsidiaries have been complied.



Name: Gaurav Vesasi
Designation: Company Secretary & Compliance Officer
Membership No. F7544

