

1. Name of Listed Entity: **RDB Realty & Infrastructure Limited**

2. Quarter ending: 31.03.2020

I. Composition of Board of Directors												
Title (Mr. / Ms)	Name of the Director	PAN ^S & DIN	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 listed entity [in reference to Regulation 17A(1)]	No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(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.	PRADEEP KUMAR PUGALIA	AIUPP4838M00501351	Executive Director	24-06-2010	01-07-2019	-	-	18-07-1975	1	0	2	0
Mrs.	KUSUM DEVI DUGAR	ADRPD2388N00559322	Non-Executive – Non-Independent Director	01-06-2014	-	-	-	09-07-1956	1	0	0	0
Mr.	SARTHAK GARG	COFPG9788A08284837	Non-Executive – Non-Independent Director	26-09-2019	-	-	-	18-07-1996	1	0	0	0
Mr.	RAVI PRAKASH PINCHA	AFLPP8303D00094695	Non-Executive - Independent Director	23-06-2006	01-04-2019	-	60 Months	12-08-1978	2	2	2	0
Mr.	SHARAD KUMAR BACHHAWAT	ADBPB2902N05161130	Non-Executive - Independent Director	19-01-2019	-	-	60 Months	07-02-1970	2	2	4	3
Mr.	ADITYA RAVINDER KUMAR MEHRA	AALPM5935H00984678	Non-Executive - Independent Director	15-03-2019	-	-	60 Months	19-01-1979	1	1	1	0
Whether Regular chairperson appointed – No												
Whether Chairperson is related to managing director or CEO – No												
^S PAN 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	SHARAD KUMAR BACHHAWAT	Chairperson / Non-Executive/ Independent Director	19-01-2019	-
		RAVI PRAKASH PINCHA	Non-Executive/ Independent Director	28-05-2014	-
		PRADEEP KUMAR PUGALIA	Executive Director	05-08-2010	-
2. Nomination & Remuneration Committee	Yes	SHARAD KUMAR BACHHAWAT	Chairperson / Non-Executive/ Independent Director	19-01-2019	-
		RAVI PRAKASH PINCHA	Non-Executive / Independent Director	14-11-2013	-
		ADITYA RAVINDER KUMAR MEHRA	Non-Executive / Independent Director	15-03-2019	
3.Stakeholders Relationship Committee’	Yes	SHARAD KUMAR BACHHAWAT	Chairperson / Non-Executive/ Independent Director	19-01-2019	-
		ADITYA RAVINDER KUMAR MEHRA	Non-Executive / Independent Director	15-03-2019	-
		PRADEEP KUMAR PUGALIA	Executive Director	05-08-2010	-
4. Corporate Social Responsibility Committee	Yes	SHARAD KUMAR BACHHAWAT	Chairperson / Non-Executive/ Independent Director	19-01-2019	-
		RAVI PRAKASH PINCHA	Non-Executive / Independent Director	16-04-2014	-
		PRADEEP KUMAR PUGALIA	Executive Director	16-04-2014	-
&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		Yes	4	2	
	14-02-2020	Yes	5	2	91

	16-03-2020	Yes	4	2	30	
* to be filled in only for the current quarter meetings						
IV. Meetings of Committees						
Name of the Committee	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, Quorum were present	3	2	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						
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					NA	
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by the 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 500 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. Any comments/observations/advice of the board of directors may be mentioned here.						
For RDB Realty & Infrastructure Limited Sd- Ritesh Kumar Jha Company Secretary and Compliance Officer						

I. Disclosure on website in terms of Listing Regulations		
Item	Compliance status (Yes/No/NA) refer note below	If Yes provide link to website. If No / NA provide reasons
As per regulation 46(2) of the LODR:		
a) Details of business	Yes	http://www.rdbindia.com
b) Terms and conditions of appointment of independent directors	Yes	http://www.rdbindia.com
c) Composition of various committees of board of directors	Yes	http://www.rdbindia.com
d) Code of conduct of board of directors and senior management personnel	Yes	http://www.rdbindia.com
e) Details of establishment of vigil mechanism/ Whistle Blower policy	Yes	http://www.rdbindia.com
f) Criteria of making payments to non-executive directors	Yes	http://www.rdbindia.com
g) Policy on dealing with related party transactions	Yes	http://www.rdbindia.com
h) Policy for determining 'material' subsidiaries	Yes	http://www.rdbindia.com
i) Details of familiarization programmes imparted to independent directors	Yes	http://www.rdbindia.com
j) Email address for grievance redressal and other relevant details	Yes	http://www.rdbindia.com
k) Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes	http://www.rdbindia.com
l) Financial results	Yes	http://www.rdbindia.com
m) Shareholding pattern	Yes	http://www.rdbindia.com
n) Details of agreements entered into with the media companies and/or their associates	NA	
o) Schedule of analyst or institutional investor meet and presentations made by the listed entity to analysts or institutional investors simultaneously with submission to stock exchange	NA	
p) New name and the old name of the listed entity	NA	
q) Advertisements as per regulation 47 (1)	Yes	http://www.rdbindia.com
r) Credit rating or revision in credit rating obtained by the entity for all its outstanding instruments	NA	
s) Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	Yes	http://www.rdbindia.com
As per other regulations of the LODR:		
a) Whether company has provided information under separate section on its website as per Regulation 46(2)	Yes	http://www.rdbindia.com
b) Materiality Policy as per Regulation 30	Yes	http://www.rdbindia.com
c) Dividend Distribution policy as per Regulation 43A (as applicable)	NA	
It is certified that these contents on the website of the listed entity are correct	Yes	http://www.rdbindia.com

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), 17(1A) & 17(1B)	Yes
Meeting of Board of directors	17(2)	Yes
Quorum of Board meeting	17(2A)	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
Recommendation of Board	17(11)	Yes
Maximum number of Directorships	17A	Yes
Composition of Audit Committee	18(1)	Yes
Meeting of Audit Committee	18(2)	Yes
Composition of nomination & remuneration committee	19(1) & (2)	Yes
Quorum of Nomination and Remuneration Committee meeting	19(2A)	Yes
Meeting of Nomination and Remuneration Committee	19(3A)	Yes
Composition of Stakeholder Relationship Committee	20(1), 20(2) & 20(2A)	Yes
Meeting of Stakeholders Relationship Committee	20(3A)	Yes
Composition and role of risk management committee	21(1),(2),(3),(4)	NA
Meeting of Risk Management Committee	21(3A)	NA
Vigil Mechanism	22	Yes
Policy for related party Transaction	23(1),(1A),(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
Disclosure of related party transactions on consolidated basis	23(9)	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
Annual Secretarial Compliance Report	24(A)	Yes

Alternate Director to Independent Director	25(1)	NA
Maximum Tenure	25(2)	Yes
Meeting of independent directors	25(3) & (4)	Yes
Familiarization of independent directors	25(7)	Yes
Declaration from Independent Director	25(8) & (9)	Yes
D & O Insurance for Independent Directors	25(10)	NA
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
Any other information to be provided - Add Notes		
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III Affirmations: The Listed Entity has approved the Material Subsidiary Policy and the Corporate Governance requirements with respect to the subsidiary of Listed Entity have been complied.		
For RDB Realty & Infrastructure Limited Sd- Ritesh Kumar Jha Company Secretary and Compliance Officer		