

Annexure-1

Format to be submitted by listed entity on quarterly basis**1. Name of Listed Entity: ZR INFRA LIMITED****2. Quarter ending : 30th September 2018****I. Composition of Board of Directors**

Title (Mr/Ms)	Name of the Director	PANS & 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)	No.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.	RAVDJEE ZULFI ABDULLAH	PAN - AEAPA2227H, DIN - 01572417	Executive Director (Managing Director)	12/03/2011-AD 30/09/2018-MD	NA	1	1 (AUDIT COMMITTEE)	0
Mr.	ZAIN RAVDJEE	PAN - AGFPR0396H, DIN - 03123265	Executive Director	12/11/2010 - AD 30/09/2018 -ED	NA	1	1 (STAKEHOLDERS COMMITTEE)	0
Ms.	ASIMA ALI	PAN -ANVPA9732B, DIN - 03338075	Non Executive Director	09/08/2013 -AD 04/09/2013 -ED	NA	1	0	0
Mr.	REVANT SHARAN	PAN -BKOPS7553M, DIN - 03330527	Independent Director	12/11/2010 -AD 30/09/2018 -ID		1	1 (AUDIT COMMITTEE/STAKEH OLDERS)	1 (AUDIT COMMITTEE)/STAKEHOLDE RS)
Mr.	MIRZA VIQAR BAIG	PAN -CMTPB7995L, DIN - 08203688	Independent Director	20/08/2018 -AD 30/09/2018 -ID	1 MONTH	1	1 (AUDIT COMMITTEE)	0
Ms.	MD RUBEENA BEGUM	PAN -DYSPM1255A, DIN - 08207904	Independent Director	27/08/2018 -AD 30/09/2018 -ID	1 MONTH	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 colling off period

II. Composition of Committees

Name of Committee	Name of Committee Members	Category (Chairperson/Executive/Non-Executive/Independent/Nominee)\$
1.Audit Committee	REVANT SHARAN	Independent Director
	ZULFI RAVDJEE	Executive Director
	MIRZA VIQAR BAIG	Independent Director
2. Nomination&Remuneration Committee	REVANT SHARAN	Independent Director
	MIRZA VIQAR BAIG	Independent Director
	MD RUBEENA BEGUM	Independent Director

3. Risk Management Committee (if applicable)	Not Applicable
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4. Stakeholders Relationship Committee	REVANT SHARAN	Independent Director
	ZULFI RAVDJEE	Executive Director
	ZAIN RAVDJEE	Executive Director

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 meetings in number of days*
7/4/2018		2/8/2018	18 days
30/5/2018		20/8/2018	7 days
		27/8/2018	

IV. (a) Meeting of Committees-Audit Committee			
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 days*
2/8/2018	Yes (three members present)	30/05/2018	63 days

(b) Stateholders Relationship Committee			
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 days*
Nil	Nil	Nil	NA

* 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/N.A) refer note below
Whether prior approval of Audit Committee obtained	NA
Whether sharehodler approval obtained for material RPT	NA
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	NA

Note:
1. In the column "Compliance Status" compliance or non compliance may be indicated by Yes/No/N.A. For example, if the Boare 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
2. If status is "No " details of non-compliance may be given here.

VI. Affirmations

- The Composition of Board of Directors is in terms of SEBI (Listing Obligations and disclosure requirements) Regulations, 2015
- The composition of the following committee is in terms of SEBI (Listing Obligations and disclosure requirements) Regulations, 2015
 - Audit Committee
 - Nomination & Remuneration Committee
 - Stakeholders relationship Committee
- The Committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015
- The meetings of the board of directors and the above committees have been conducted in the manner specified in SEBI SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015
- 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.

Annexure-2

Corporate Governance Report (for the half year ended)

Name of Listed Entity: - **ZR Infra Limited**

Half Year ended: - **September 30, 2018**

I Affirmations		
Broad heading	Regulation Number	Compliance status (Yes/No/NA)
Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, displayed on website	46(2)	Yes
Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes
Presence of Chairperson of the Nomination and Remuneration Committee at the Annual General Meeting	19(3)	Yes
Whether “Corporate Governance Report” disclosed in Annual Report	34(3) read with para C of Schedule V	Yes

For ZR Infra Limited

**Sd/-
Zulfi Abdullah Ravdjee
Managing Director
(DIN: 01572417)**