

<b>MSEI Symbol</b>	
Scrip code	540710
NSE Symbol	CAPACITE
MSEI Symbol	
ISIN	INE264T01014
Name of the entity	CAPACIT'E INFRAPROJECTS LIMITED
Date of start of financial year	01-04-2017
Date of end of financial year	31-03-2018
Reporting Quarter	Yearly
Date of Report	31-03-2018
Risk management committee	Applicable

## Annexure I

## Annexure I to be submitted by listed entity on quarterly basis

## I. Composition of Board of Directors

## Disclosure of notes on composition of board of directors explanatory

Is there any change in information of board of directors compare to previous quarter

Yes

Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of appointment in the current term	Date of cessation	Tenure of director (in months)	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)	Notes for not providing PAN	Notes for not providing DIN
1	Mr	DEEPAK MITRA	AAFPM0420K	00158786	Non-Executive - Independent Director	Not Applicable		25-02-2016	24-02-2018	24	1	2	1		
2	Mr	RAHUL R. KATYAL	ASYPK4505E	00253046	Executive Director	Not Applicable	MD	09-08-2012			1	0	0		
3	Mr	SUBIR MALHOTRA	AALPM1701H	05190208	Executive Director	Not Applicable		09-08-2012			1	0	0		
4	Mr	ROHIT R. KATYAL	AFVVK0506R	00252944	Executive Director	Not Applicable		01-03-2014			1	1	0		

## Annexure I

## Annexure I to be submitted by listed entity on quarterly basis

## I. Composition of Board of Directors

Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of appointment in the current term	Date of cessation	Tenure of director (in months)	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)	Notes for not providing PAN	Notes for not providing DIN
5	Mr	SUMEET S. NINDRAJOG	ACAPN7915K	00182873	Non-Executive - Non Independent Director	Not Applicable		06-08-2015			1	2	1		
6	Mr	SIDDHARTH D. PAREKH	AHUPP5724F	06945508	Non-Executive - Non Independent Director	Not Applicable		18-10-2016			1	0	0		
7	Mr	V M KANNIMBELE	AAFPM3322C	00122258	Non-Executive - Independent Director	Not Applicable		25-02-2016	24-02-2018	24	1	2	1		
8	Mrs	FARAH NATHANI MENZIES	AADPN9810G	06610782	Non-Executive - Independent Director	Not Applicable		09-11-2017		36	1	1	0		

**Annexure I**

**Annexure I to be submitted by listed entity on quarterly basis**

**I. Composition of Board of Directors**

Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of appointment in the current term	Date of cessation	Tenure of director (in months)	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)	Notes for not providing PAN	Notes for not providing DIN
9	Mr	SURYAKANT BALKRISHNA MAINAK	ACOPM4530H	02531129	Non-Executive - Independent Director	Chairperson		29-03-2018		36	5	4	2		

<b>Annexure 1</b>	
<b>II. Composition of Committees</b>	
Disclosure of notes on composition of committees explanatory	
Is there any change in information of committees compare to previous quarter	Yes

<b>Audit Committee Details</b>					
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Remarks
1	02531129	SURYAKANT BALKRISHNA MAINAK	Non-Executive - Independent Director	Chairperson	
2	00182873	SUMEET S. NINDRAJOG	Non-Executive - Non Independent Director	Member	
3	06610782	FARAH NATHANI MENZIES	Non-Executive - Independent Director	Member	

<b>Nomination and remuneration committee</b>					
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Remarks
1	02531129	SURYAKANT BALKRISHNA MAINAK	Non-Executive - Independent Director	Chairperson	
2	00182873	SUMEET S. NINDRAJOG	Non-Executive - Non Independent Director	Member	
3	06610782	FARAH NATHANI MENZIES	Non-Executive - Independent Director	Member	

<b>Stakeholders Relationship Committee</b>					
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Remarks
1	00182873	SUMEET S. NINDRAJOG	Non-Executive - Non Independent Director	Chairperson	
2	00252944	ROHIT R. KATYAL	Executive Director	Member	
3	02531129	SURYAKANT BALKRISHNA MAINAK	Non-Executive - Independent Director	Member	



<b>Risk Management Committee</b>					
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Remarks
1	00252944	ROHIT R. KATYAL	Executive Director	Chairperson	
2	00253046	RAHUL R. KATYAL	Executive Director	Member	
3	05190208	SUBIR MALHOTRA	Executive Director	Member	
4	00182873	SUMEET S. NINDRAJOG	Non-Executive - Non Independent Director	Member	

<b>Corporate Social Responsibility Committee</b>					
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Remarks
1	00252944	ROHIT R. KATYAL	Executive Director	Chairperson	
2	00182873	SUMEET S. NINDRAJOG	Non-Executive - Non Independent Director	Member	
3	06610782	FARAH NATHANI MENZIES	Non-Executive - Independent Director	Member	

<b>Other Committee</b>						
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks

<b>Annexure 1</b>			
<b>Annexure 1</b>			
<b>III. Meeting of Board of Directors</b>			
Disclosure of notes on meeting of board of directors explanatory			
Sr	Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting (if any) in the current quarter	Maximum gap between any two consecutive (in number of days)
1	09-11-2017		
2		09-02-2018	91
3		29-03-2018	47

**Annexure 1**

**IV. Meeting of Committees**

Disclosure of notes on meeting of committees explanatory

Sr	Name of Committee	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (Yes/No)	Requirement of Quorum met	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings (in number of days)	Name of other committee
1	Audit Committee		Yes		09-11-2017		
2	Audit Committee	09-02-2018	Yes				
3	Audit Committee	29-03-2018	Yes				
4	Nomination and remuneration committee		Yes		17-10-2017		
5	Nomination and remuneration committee		Yes		09-11-2017		
6	Nomination and remuneration committee	29-03-2018	Yes				

**Annexure 1**

**IV. Meeting of Committees**

Sr	Name of Committee	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (Yes/No)	Requirement of Quorum met	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings (in number of days)	Name of other committee
7	Corporate Social Responsibility Committee		Yes		17-10-2017		

**Annexure 1**

**V. Related Party Transactions**

Sr	Subject	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Whether prior approval of audit committee obtained	Yes	
2	Whether shareholder approval obtained for material RPT	Yes	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	

**Annexure 1**

**VI. Affirmations**

Sr	Subject	Compliance status (Yes/No)
1	The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
2	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee	Yes
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	Yes
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	Yes
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 100 listed entities)	Yes
6	The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
7	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.	Yes
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes



<b>Annexure 1</b>		
<b>Sr</b>	<b>Subject</b>	<b>Compliance status</b>
1	Name of signatory	SAI KEDAR KATKAR
2	Designation	Company Secretary and Compliance Office

<b>Annexure II</b>				
<b>Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)</b>				
<b>I. Disclosure on website in terms of Listing Regulations</b>				
Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
1	Details of business	Yes		www.capacite.in
2	Terms and conditions of appointment of independent directors	Yes		www.capacite.in
3	Composition of various committees of board of directors	Yes		www.capacite.in
4	Code of conduct of board of directors and senior management personnel	Yes		www.capacite.in
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		www.capacite.in
6	Criteria of making payments to non-executive directors	Yes		www.capacite.in
7	Policy on dealing with related party transactions	Yes		www.capacite.in
8	Policy for determining 'material' subsidiaries	Yes		www.capacite.in
9	Details of familiarization programmes imparted to independent directors	Yes		www.capacite.in

<b>Annexure II</b>				
<b>Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)</b>				
<b>I. Disclosure on website in terms of Listing Regulations</b>				
Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
10	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		www.capacite.in
11	email address for grievance redressal and other relevant details	Yes		www.capacite.in
12	Financial results	Yes		www.capacite.in
13	Shareholding pattern	Yes		www.capacite.in
14	Details of agreements entered into with the media companies and/or their associates	Yes		www.capacite.in
15	New name and the old name of the listed entity	NA		

<b>Annexure II</b>				
<b>II. Annual Affirmations</b>				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b) & 25(6)	Yes	
2	Board composition	17(1)	Yes	
3	Meeting of Board of directors	17(2)	Yes	
4	Review of Compliance Reports	17(3)	Yes	
5	Plans for orderly succession for appointments	17(4)	Yes	
6	Code of Conduct	17(5)	Yes	
7	Fees/compensation	17(6)	Yes	
8	Minimum Information	17(7)	Yes	
9	Compliance Certificate	17(8)	Yes	
10	Risk Assessment & Management	17(9)	Yes	

<b>Annexure II</b>				
<b>II. Annual Affirmations</b>				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
11	Performance Evaluation of Independent Directors	17(10)	Yes	
12	Composition of Audit Committee	18(1)	Yes	
13	Meeting of Audit Committee	18(2)	Yes	
14	Composition of nomination & remuneration committee	19(1) & (2)	Yes	
15	Composition of Stakeholder Relationship Committee	20(1) & (2)	Yes	
16	Composition and role of risk management committee	21(1),(2),(3),(4)	Yes	
17	Vigil Mechanism	22	Yes	
18	Policy for related party Transaction	23(1),(5),(6),(7) & (8)	Yes	
19	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes	
20	Approval for material related party transactions	23(4)	Yes	

<b>Annexure II</b>				
<b>II. Annual Affirmations</b>				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
21	Composition of Board of Directors of unlisted material Subsidiary	24(1)	NA	
22	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2), (3),(4),(5) & (6)	Yes	
23	Maximum Directorship & Tenure	25(1) & (2)	Yes	
24	Meeting of independent directors	25(3) & (4)	Yes	
25	Familiarization of independent directors	25(7)	Yes	
26	Memberships in Committees	26(1)	Yes	
27	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes	
28	Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes	
29	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes	
	Any other information to be provided - Add Notes			

<b>Annexure II</b>		
1	Name of signatory	
2	Designation	

<b>Annexure II</b>		
<b>III. Affirmations</b>		
<b>Sr</b>	<b>Particulars</b>	<b>Compliance status (Yes/No/NA)</b>
1	The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied	Yes
	Any other information to be provided	



<b>Annexure II</b>		
1	Name of signatory	SAI KEDAR KATKAR
2	Designation	Company Secretary and Compliance Office

<b>Signatory Details</b>	
Name of signatory	SAI KEDAR KATKAR
Designation of person	Company Secretary and Compliance Office
Place	MUMBAI
Date	11-04-2018

