



ARSS INFRASTRUCTURE PROJECTS LTD.

Date: 12.07.2019

Bombay Stock Exchange Limited,
Phiroze Jeejeebhoy Towers
1st Floor, Rotunda Building,
Dalal Street,
Mumbai- 400 001
BSE Scrip Code - 533163

National Stock Exchange of India Limited,
Exchange Plaza, Plot No-C1, G Block
Bandra Kurla Complex,
Bandra (E),
Mumbai-400 051
NSE Symbol: ARSSINFRA

**Sub: Corporate Governance Report for the quarter ended 30th June, 2019
Under Reg. 27(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations,
2015**

Dear Sir,

Please find enclosed herewith the report on Corporate Governance for the Quarter ended 30th June, 2019 pursuant to Reg. 27(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, for your kind record and reference.

Thanking You
For ARSS Infrastructure Projects Limited


(Prakash Chhajer)
Company Secretary
& Compliance officer



Encl. As Above

CIN : L14103OR2000PLC006230

Regd. Office : Sector A, Zone D, Plot #38, Mancheswar Industrial Estate, Bhubaneswar 751010, Odisha

Tel : 91 674 2602763 / 2588552 / 2588554, Fax : +91 674 2585074, E-mail: response@arssgroup.in, Website : www.arssgroup.in

Corp. Office : ARSS Mall, Community Centre, Plot No. 40, Block-A, Paschim Vihar, Opposit to Jwalaheri Market, New Delhi-110063 (India)

Tel.: +91 1125252024, Fax : +91 1125252012, E-mail : delhi@arssgroup.in

ANNEXURE I

Format to be submitted by listed entity on quarterly basis

1. Name of Listed Entity - **ARSS Infrastructure Projects Limited**
2. Quarter ending - **30-Jun-2019**

i. Composition Of Board Of Director

Title (Mr./ Ms)	Name of the Director	DIN	PAN	Category (Chairper son /Executive /Non- Executive/ Independe nt/ Nominee)	Sub Ca teg ory	Date of Appoint ment	D a t e o f c e s s a t i o n	Te nur e	No of Direc torshi p in listed entiti es inclu ding this listed entity	No of members hips in Audit/ Stakehol der Committe e(s) including this listed entity	No of post of Chairperso n in Audit/ Stakehold er Committee held in listed entities including this listed entity	Member ship in Committ ees of the Compan y	R e m a r k s
Mr.	Subash Agarwal	00218066	AATPA3716A	C & ED		05-Nov- 2007			0	0	0		
Mr.	Rajesh Agarwal	00217823	ACEPA5209R	ED	MD	17-May- 2000			0	0	0		
Mr.	Swarup Chandra Parija	00363608	AGAPP2620B	ID		01-Apr- 2016		60	2	4	3	AC,SC,NR C	
Mr.	Pareswar Panda	07902468	AAPPP5183N	ID		09-Aug- 2017		60	1	0	0		
Mr.	Krishna Chandra Raut	03592433	AHPPR0441L	NED,ND		11-May- 2013			2	2	0	AC,SC,NR C	
Mrs.	Janhabi Deo	07257699	AAJPD5736D	ID		11-Nov- 2018		60	1	2	0	AC,SC,NR C	

Company Remarks	
Whether Permanent	Yes



chairperson appointed	
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ii. Composition of Committees

a. Audit Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Janhabhi Deo	ID	Member	11-Nov-2018	
2	Krishna Chandra Raut	NED,ND	Member	11-May-2013	
3	Swarup Chandra Parija	ID	Chairperson	01-Apr-2016	

Company Remarks	
Whether Permanent chairperson appointed	Yes

b. Stakeholders Relationship Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Janhabhi Deo	ID	Member	11-Nov-2018	
2	Krishna Chandra Raut	NED,ND	Member	11-May-2013	
3	Swarup Chandra Parija	ID	Chairperson	01-Apr-2016	

Company Remarks	
Whether Permanent chairperson appointed	Yes

c. Risk Management Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
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Company Remarks	
Whether Permanent chairperson appointed	

d. Nomination and Remuneration Committee



Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Janhabi Deo	ID	Member	11-Nov-2018	
2	Krishna Chandra Raut	NED,ND	Member	11-May-2013	
3	Swarup Chandra Parija	ID	Chairperson	01-Apr-2016	

Company Remarks	
Whether Permanent chairperson appointed	Yes

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
13-Feb-2019	28-May-2019

Company Remarks	
Maximum gap between any two consecutive (in number of days)	103

iv. **Meeting of Committees**

Name of the Committee	Date(s) of meeting during of the committee in the previous quarter	Date(s) of meeting of the committee in the relevant quarter	Requirement of Quorum met (details)	Whether requirement of Quorum met (Yes/No)
Audit Committee	13-Feb-2019	28-May-2019	3	Yes
Nomination & Remuneration Committee	13-Feb-2019	28-May-2019	3	Yes
Stakeholders Relationship Committee	13-Feb-2019	28-May-2019	3	Yes

Company Remarks	
Maximum gap between any two consecutive (in number of days) [Only for Audit	103



Committee]	
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v. **Related Party Transactions**

Subject	Compliance status (Yes/No/NA)	Remark
Whether prior approval of audit committee obtained	Yes	
Whether shareholder approval obtained for material RPT	Not Applicable	
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	


Disclosure of notes on related party transactions and Disclosure of notes of material related party transactions	
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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. - **Yes**
2. The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015
 - a. Audit Committee - **Yes**
 - b. Nomination & remuneration committee - **Yes**
 - c. Stakeholders relationship committee - **Yes**
 - d. Risk management committee (applicable to the top 100 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. - **Yes**
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.- **Yes**
5. a. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. - **Yes**
 b. Any comments/observations/advice of Board of Directors may be mentioned here:

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Name : PRAKASH CHAJJER
 Designation : Company Secretary & Compliance Officer

Signature:- 
 Name : Prakash Chhajjer
 Designation : Company Secretary
 Address : Plot No-38, Sector-A, Zone-D
 Mancheswar Ind. Estate, Bhubaneswar-751010
 Membership No.-FCS-8473

