

HDIL/CSD/2015-16/000233

January 14, 2016

The Manager  
Listing Department  
BSE Limited  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Fort,  
Mumbai – 400 001

The Manager  
Listing Department  
National Stock Exchange of India Limited  
Exchange Plaza,  
Bandra Kurla Complex, Bandra (E),  
Mumbai – 400 051

Scrip Code: 532873

Security Symbol: HDIL

**Sub: Intimation under Regulation 27(2) of the Securities and Exchange Board of India  
(Listing Obligation and Disclosure Requirements) Regulations, 2015**

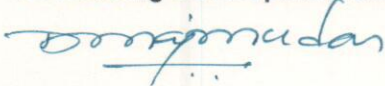
Dear Sir / Madam,

Pursuant to the provisions of Regulation 27 of the Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015, enclosed herewith the report on Corporate Governance for the Quarter ended December 31, 2015.

Request you to take the same on records.

Thanking You

for Housing Development and Infrastructure Limited



**Darshan D. Majmudar**  
Chief Financial Officer & Company Secretary

Encl: As above



**Format to be submitted by listed entity on quarterly basis**  
**Housing Development and Infrastructure Limited**  
**Quarter ended December 31, 2015**

**I. Composition of Board of Directors**

Title (Mr./ Ms.)	Name of the Director	PAN <sup>5</sup> & DIN	Category (Chairperson/ Executive/Non- Executive/Inde- pendent/Nomin- ee) <sup>6</sup>	Date of Appointment in the current term /cessation	Tenure <sup>4</sup>	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 c Chairperson in / Stakeholder Committee hel listed entitie including this l entity (Refer Regulation 26 Listing Regulat
Mr.	Rakesh Kumar Wadhawan	AAEPW7656G 00028573	Executive - Chairperson	April 1, 2013		1	Nil	Nil
Mr.	Sarang Wadhawan	AAAPW2530R 00028608	Executive	April 1, 2011		1	7	Nil
Mr.	Ashok Kumar Gupta	AACPG9453B 00145816	Non Executive	September 30, 2015		1	2	Nil
Mr.	Lalit Mohan Mehta	ABOPM0498D 00458975	Non Executive - Independent	April 1, 2014	5 years from the date of appointment	1	2	1
Mr.	Shyam Sunder Dawra	AANPD4140M 00310987	Non Executive - Independent	April 1, 2014	5 years from the date of appointment	1	1	Nil
Mr.	Raj Kumar Aggarwal	AAFPA0554N 02034914	Non Executive - Independent	April 1, 2014	5 years from the date of appointment	1	2	1
Mr.	Hazari Lal	AAUPL4774C 06696100	Non Executive - Independent	November 14, 2014	5 years from the date of appointment	1	7	4
Ms.	Sandhya Bailga	AAJPB5194M 07015987	Non Executive - Independent	November 14, 2014	5 years from the date of appointment	1	8	4

<sup>5</sup> PAN number of any director would not be displayed on the website of Stock Exchange

<sup>6</sup> Category of directors means executive/non-executive/independent/Nominee. if a director fits into more than one category write all categories separating 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.

*Pragati*





II. Composition of Committees			
Name of Committee	Name of Committee Members		Category (Chairperson/Executive/Non-Executive/Independent/Nominee) <sup>8</sup>
1. Audit Committee	Ms. Sandhya Baliga Mr. Ashok Kumar Gupta Mr. Lalit Mohan Mehta Mr. Shyam Sunder Dawra Mr. Raj Kumar Aggarwal		Chairperson - Non Executive Non Executive Non Executive – Independent Non Executive – Independent Non Executive – Independent
2. Nomination & Remuneration Committee	Mr. Shyam Sunder Dawra Mr. Ashok Kumar Gupta Mr. Raj Kumar Aggarwal		Chairman - Non Executive Non Executive Non Executive – Independent
3. Risk Management Committee (if applicable)	Mr. Ashok Kumar Gupta Mr. Sarang Wadhawan Mr. Hazari Lal		Chairman - Non Executive Executive Non Executive – Independent
4. Stakeholders Relationship Committee	Mr. Lalit Mohan Mehta Mr. Sarang Wadhawan Mr. Ashok Kumar Gupta		Chairman - Non Executive – Independent Executive Non Executive

<sup>8</sup>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)
August 10, 2015	November 7, 2015		89 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 consecutive meetings in number of days*
Audit Committee			
November 7, 2015	Yes	August 10, 2015	89 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		Compliance Status (Yes/No/NA) <sup>Refer notes below</sup>
Subject		
Whether prior approval of audit committee obtained		NA
Whether shareholder approval obtained for material RPT		NA
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee		NA

Note:

- In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/NA. 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 related party transactions, the words "N.A." may be indicated.
- If status is "No" details of non-compliance may be given here.

*Saranyanandan*





**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
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 Board of Directors may be mentioned here

**for Housing Development and Infrastructure Limited**

**Darshan D. Majmudar**  
**Chief Financial Officer & Company Secretary**

**Note:**

Information at Table I and II above need to be necessarily given in 1<sup>st</sup> quarter of each financial year. However if there is no change of information in subsequent quarter(s) of that financial year, this information may not be given by Listed entity and instead a statement "same as previous quarter" may be given.