



AN ISO 9001 : 2008
certified company

SIMPLEX INFRASTRUCTURES LIMITED

REGD. OFFICE :

'SIMPLEX HOUSE', 27, SHAKESPEARE SARANI, KOLKATA-700 017 (INDIA)
PHONES : +91 33 2301-1600, FAX : +91 33 2283-5964 / 5965 / 5966
E-mail : simplexkolkata@simplexinfra.com, Website : www.simplexinfrastructures.com
CIN No. L45209 WB 1924 PLC 004969

01/CS/SE/001/92017

January 13, 2016

The Manager, Listing Department
National Stock Exchange of India Limited
Exchange Plaza, Bandra Kurla Complex
Bandra (East), Mumbai – 400051

Dear Sir,


Ref: Scrip Code - SIMPLEXINF

Sub: Compliance under Regulation 27(2) of SEBI (Listing Obligations and
Disclosure Requirements) Regulation, 2015 (LODR)

In Compliance with the provisions of Regulation 27(2) of the Securities Exchange Board
of India (Listing Obligation and Disclosure Requirements) Regulation, 2015. We are
forwarding herewith Corporate Governance Report for the quarter ended 31st December, 2015.

Please acknowledge receipt.

Yours faithfully,
For SIMPLEX INFRASTRUCTURES LIMITED


B.L. BAJORIA
SR.VICE PRESIDENT &
COMPANY SECRETARY

Enc: as above.

Securities and Exchange Board of India

ANNEXURE I

Format to be submitted by listed entity on quarterly basis

1. Name of Listed Entity : SIMPLEX INFRASTRUCTURES LIMITED
2. Quarter ending : 31ST DECEMBER, 2015

I. Composition of Board of Directors								
Title (Mr./Ms)	Name of the Director	PAN\$ & DIN	Category (Chairperson/Executive/Non-Executive/Independent/Nominee) &	Date of Appointment in the current term /cessation	Tenure* (Years)	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)
1	Mr. A.D.Mundhra	AIPPM5997K00014227	Non-executive Director **	04.09.2014	N.A.	3	2	2
2.	Mr. Rajiv Mundhra	AIIPM7012J00014237	Executive Director	01.04.2013	N.A.	1	0	0
3	Mr. S. Dutta	ADRPD7115R00062827	Executive Director	01.09.2015	N.A.	1	2	0
4	Mr. A.K.Chaterjee	AADPC3030F05260899	Executive Director	30.05.2015	N.A.	1	0	0
5	Mr.N.N.Bhattacharya	AEOPB7925B00014250	Non Executive-Independent Director	04.09.2014	5	1	2	0
6	Mr. Sheo Kishan Damani	ADPPD6669N00062780	Non Executive Independent Director	04.09.2014	5	1	0	0
7	Mr. Asutosh Sen	ALEPS7339F00165345	Non Executive-Independent Director	04.09.2014	5	1	1	1
8	Ms. Leena Ghosh	ADWPG8378C07099984	Non Executive-Independent Director	24.09.2015	3	2	2	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 cooling off period.

** Mr. A.D. Mundhra is a Vice-Chairman of the Company



II. Composition of Committees			
Name of Committee	Name of Committee members	Category (Chairperson/Executive/ Non-Executive/independent/Nominee) \$	
1. Audit Committee	Mr. Asutosh Sen	Chairperson & Non-executive- independent Director.	
	Mr. N.N.Bhattacharyya	Non-executive-Independent Director	
	Mr.S.Dutta	Executive Director	
2. Nomination & Remuneration Committee	Mr. S.K.Damani	Chairperson & Non-executive- independent Director	
	Mr. N.N.Bhattacharyya	Non-executive - Independent Director	
	Mr. A.D.Mundhra	Non- executive Director	
	Not Applicable		
3. Risk Management Committee(if applicable)	Not Applicable		
4. Stakeholders Relationship Committee'	Mr. A.D.Mundhra	Chairperson & Non-executive Director	
	Mr. N.N.Bhattacharyya	Non-executive - independent Director	
	Mr. S.Dutta	Executive Director	
& 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)	
12.08.2015	14.11.2015	94 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 two consecutive meetings in number of days*
14.11.2015 (Audit Committee)	Yes	12.08.2015	94 days
14.11.2015 (Stake Holders Relationship Committee)	Yes	12.08.2015	94 days

Securities and Exchange Board of India

* 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	N.A.
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by 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. - **Yes**

2. The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 - **Yes**

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) – **N.A.**

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. 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: **The report for the previous quarter has been placed to the Board at the meeting held on 14.11.2015 and Board noted the same.**

For SIMPLEX INFRASTRUCTURES LIMITED

Name & Designation : B.L.Bajoria
Sr.Vice President & Company Secretary
Place: Kolkata
Date: 13.01.2016


Senior Vice-President and Company Secretary