

Quarterly Compliance Report on Corporate Governance.Name of the Company: **Sadbhav Engineering Limited**Quarter Ending on: **June 30, 2015**

Particulars	Clause of Listing Agreement	Compliance Status (Yes/No)	Remarks
1	2	3	4
II. Board of Directors	49 (II)		
(A) Composition of Board	49(IIA)	Yes	
(B) Independent Directors	49 (IIB)	Yes	
(C) Non-executive Directors' compensation & disclosures	49 (IIC)	Yes	
(D) Other Provisions as Board and Committees	49 (IID)	Yes	
(E) Code of Conduct	49 (IIE)	Yes	
(F) Whistle Blower Policy	49 (IIF)	Yes	
III Audit Committee	49 (III)		
(A) Qualified & Independent Audit Committee	49(IIIA)	Yes	
(B) Meeting of Audit Committee	49(IIIB)	Yes	
(C) Powers of Audit Committee	49(IIIC)	Yes	
(D) Role of Audit Committee	49(IIID)	Yes	
(E) Review of Information by Audit Committee	49(IIIE)	Yes	
IV. Nomination and Remuneration Committee	49 (IV)	Yes	
V. Subsidiary Companies	49(V)	Yes	
VI. Risk Management	49 (VI)	Yes	
VII. Related Party Transactions	49 (VII)	Yes	
VIII. Disclosures	49(VIII)		
(A) Related Party Transactions	49(VIIIA)	Yes	As per attached Annexure herewith
(B) Disclosure of Accounting Treatment	49(VIIIB)	N.A.	
(C) Remuneration of Directors	49(VIIIC)	Yes	Will be complied in the next Annual Report 2014-15
(D) Management	49 (VIID)	Yes	Will be complied in the next Annual Report 2014-15
(E) Shareholders	49 (VIIIE)	Yes	Will be complied in the next Annual Report 2014-15
(F) Proceeds from public issues, rights issue, preferential issues etc.	49(VIIIF)	N.A.	
IX. CEO/CFO Certification	49 (IX)	Yes	Will be complied in the next Annual Report 2014-15
X. Report on Corporate Governance	49 (X)	Yes	Will be complied in the next Annual Report 2014-15
XI. Compliance	49 (XI)	Yes	Will be complied in the next Annual Report 2014-15

For, **Sadbhav Engineering Limited****(Vijay J. Kalyani)**

Company Secretary

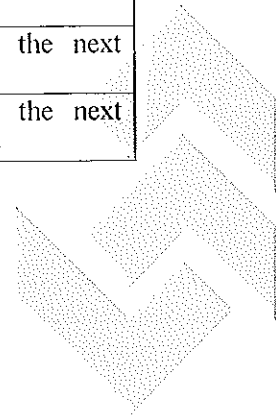
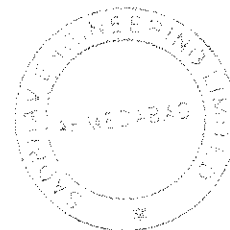
Sadbhav Engineering Limited

Regd Office: "Sadbhav House"

Opp. Law Garden Police Chowki,

Ellisbridge, Ahmedabad- 380006.

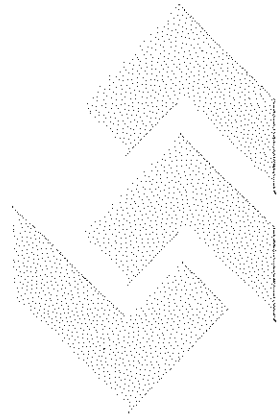
T : +91 79 26463384 F : +91 79 26400210

Web : www.sadbhav.co.inE : info@sadbhav.co.in CIN : L45400GJ1988PLC011322

ANNEXURE

List of material related party transactions which have all ready been entered and still continue as on date :

Sr. No.	Name of the Related Party	Nature of relationship	Amount (Rs. in Crores)	Nature of related party transactions
1	Sadbhav Infrastructure Project Limited	Subsidiary Company	1000	Providing of Financial facilities as per MOU dated 20.12.2014
2	Mysore Bellary Highway Pvt. Ltd.	Subsidiary Company	684.00	EPC contract dated 01-07-2014.
3	Shreenathji Udaipur Tollway Pvt. Ltd.	Step-Down Subsidiary	975.00	EPC contract dated 18-07-2012.
4	Bhilwara Rajsamand Tollway Pvt. Ltd.	Step-Down Subsidiary	603.00	EPC contract dated 25-02-2013.
5	Rohtak-Hissar Tollway (P) Ltd.	Step-Down Subsidiary	1080.00	EPC contract dated 10-06-2013.
6	Maharashtra Border Check Post Network Ltd.	Step-Down Subsidiary	834.00	EPC contract dated 18-06-2009.



Sadbhav Engineering Limited

Regd Office : "Sadbhav House"

Opp. Law Garden Police Chowki,

Ellisbridge, Ahmedabad- 380006.

T : +91 79 26463384 F : +91 79 26400210

Web : www.sadbhav.co.in

E : info@sadbhav.co.in CIN : L45400GJ1988PLC011322