

**Format to be submitted by listed entity on quarterly basis**

1. Name of Listed Entity: SKIL Infrastructure Limited

2. Quarter ending: December 31, 2016

<b>I. Composition of Board of Directors</b>								
<b>Title (Mr./Ms)</b>	<b>Name of the Director</b>	<b>PAN<sup>s</sup> &amp; DIN</b>	<b>Category (Chairperson/ Executive/ Non- Executive/ independent/ Nominee)<sup>8</sup></b>	<b>Date of Appointment in the current term /cessation</b>	<b>Tenure*</b>	<b>No of Directorship in listed entities including this listed entity (Refer Regulation 25(1) of Listing Regulations)</b>	<b>Number of memberships in Audit/Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)</b>	<b>No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)</b>
Mr.	Nikhil Prataprai Gandhi	DIN: 00030560 PAN: AABPG9516A	Chairperson - Non- Executive Director	15/04/2006	N.A.	4	6	0
Mr.	Bhavesh Prataprai Gandhi	DIN: 00030623 PAN: AABPG9515D	Vice Chairman - Non - Executive Director	05/01/1995	N.A.	2	1	0
Mr.	Alexander John Joseph	DIN: 00485766 PAN: AARPA1777D	Non- Executive - Independent Director	30/09/2014	1 <sup>st</sup> term of 5 consecutive years from 30/09/2014 upto 29/09/2019	3	7	0

<b>I. Composition of Board of Directors</b>								
<b>Title (Mr./Ms)</b>	<b>Name of the Director</b>	<b>PAN<sup>§</sup> &amp; DIN</b>	<b>Category (Chairperson/ Executive/ Non- Executive/ independent/ Nominee)<sup>&amp;</sup></b>	<b>Date of Appointment in the current term /cessation</b>	<b>Tenure*</b>	<b>No of Directorship in listed entities including this listed entity (Refer Regulation 25(1) of Listing Regulations)</b>	<b>Number of memberships in Audit/Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)</b>	<b>No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)</b>
Ms.	Comal Ramachandran Gayathri	DIN: 02872723 PAN: ALAPG2146E	Non- Executive - Independent Director	30/09/2014	1 <sup>st</sup> term of 5 consecutive years from 30/09/2014 upto 29/09/2019	5	8	1
Mr.	Ramanan Venkatraman	DIN: 02754562 PAN: AFRPR5495Q	Non- Executive - Independent Director	30/09/2014	1 <sup>st</sup> term of 5 consecutive years from 30/09/2014 upto 29/09/2019	3	9	5

<sup>§</sup>PAN number of any director would not be displayed on the website of Stock Exchange  
<sup>&</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  
\*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.

<b>II. Composition of Committees</b>		
<b>Name of Committee</b>	<b>Name of Committee members</b>	<b>Category (Chairperson/Executive/Non-Executive/ independent/Nominee)<sup>5</sup></b>
1. Audit Committee	i) Mr. Ramanan Venkatraman (Chairperson of the Committee) ii) Mr. Alexander John Joseph iii) Ms. Comal Ramachandran Gayathri	All the three Members of the Audit Committee are Non-Executive - Independent Directors
2. Nomination & Remuneration Committee	i) Mr. Alexander John Joseph (Chairperson of the Committee) ii) Mr. Nikhil Prataprai Gandhi iii) Ms. Comal Ramachandran Gayathri iv) Mr. Ramanan Venkatraman	i) Non-Executive - Independent Director ii) Chairperson - Non-Executive Director iii) Non-Executive - Independent Director iv) Non-Executive - Independent Director
3. Risk Management Committee (if applicable)	N.A.	N.A.
4. Stakeholders Relationship Committee	i) Ms. Comal Ramachandran Gayathri (Chairperson of the Committee) ii) Mr. Nikhil Prataprai Gandhi iii) Mr. Alexander John Joseph	i) Non-Executive - Independent Director ii) Chairperson - Non-Executive Director iii) Non-Executive - Independent Director
<sup>5</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		
<b>III. Meeting of Board of Directors</b>		
<b>Date(s) of Meeting (if any) in the previous quarter</b>	<b>Date(s) of Meeting (if any) in the relevant quarter</b>	<b>Maximum gap between any two consecutive (in number of days)</b>

Tuesday, August 09, 2016	Wednesday, November 09, 2016	91 days between the Meetings held on Tuesday, August 09, 2016, and Wednesday, November 09, 2016;  which is in tandem with the provisions of Regulation 17 of the Listing Regulations.
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<b>IV. Meeting of Committees</b>			
<b>Date(s) of meeting of the committee in the relevant quarter</b>	<b>Whether requirement of Quorum met (details)</b>	<b>Date(s) of meeting of the committee in the previous quarter</b>	<b>Maximum gap between any two consecutive meetings in number of days*</b>
<b>Audit Committee</b>			
Audit Committee Meeting was held on Wednesday, November 09, 2016	Yes. The said Audit Committee Meeting was attended by all the Members of the Committee as on the date of the Meeting which included: i) Mr. Ramanan Venkatraman (Chairperson of the Committee)- Non-Executive - Independent Director  ii) Mr. Alexander John Joseph- Non-Executive - Independent Director  iii) Ms. Comal Ramachandran Gayathri - Non-Executive - Independent Director	During the previous quarter, Audit Committee Meeting was held on Tuesday, August 09, 2016	91 days, which is in tandem with the provisions of Regulation 18 of the Listing Regulations
<b>Nomination and Remuneration Committee</b>			
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* This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional			

<b>V. Related Party Transactions</b>	
<b>Subject</b>	<b>Compliance status (Yes/No/NA) refer note below</b>
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
<p><b>Note</b></p> <p>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.</p> <p>2 If status is "No" details of non-compliance may be given here.</p>	

<b>VI. Affirmations</b>
<ol style="list-style-type: none"> <li>1. The composition of Board of Directors is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.</li> <li>2. The composition of the following committees is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 <ol style="list-style-type: none"> <li>a. Audit Committee</li> <li>b. Nomination &amp; remuneration committee</li> <li>c. Stakeholders relationship committee</li> <li>d. Risk management committee (applicable to the top 100 listed entities)</li> </ol> </li> <li>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.</li> <li>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.</li> </ol>

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: - This Report shall be placed before the Board in the ensuing Board Meeting.

**Sd/-**

**Name & Designation: Nilesh Mehta**

**Company Secretary / ~~Compliance Officer~~ / ~~Managing Director~~ / CEO**