| General information about company |                             |  |  |  |  |
|-----------------------------------|-----------------------------|--|--|--|--|
| Scrip code                        | 538539                      |  |  |  |  |
| Name of the entity                | J. TAPARIA PROJECTS LIMITED |  |  |  |  |
| Date of start of financial year   | 01-04-2015                  |  |  |  |  |
| Date of end of financial year     | 31-03-2016                  |  |  |  |  |
| Reporting Quarter                 | Yearly                      |  |  |  |  |
| Date of Report                    | 31-03-2016                  |  |  |  |  |
| Risk management committee         | Not Applicable              |  |  |  |  |

|    | Annexure I                           |                            |            |          |   |                         |                               |  |                   |  |  |   |   |                |
|----|--------------------------------------|----------------------------|------------|----------|---|-------------------------|-------------------------------|--|-------------------|--|--|---|---|----------------|
|    |                                      |                            |            |          | Annexi  | ure I to be sul         | omitted by                    | listed entity (                                  | on quarter        | ly basis                                   |  |   |   |                |
|    | I. Composition of Board of Directors |                            |            |          |   |                         |                               |  |                   |  |  |   |   |                |
|    | l                                    |                            | <u> </u>   | l        | Disclosure of r                                       | otes on compo           | sition of boa                 | ard of directors                                 | explanatory<br>   | <u>'</u><br>                               |  | <u> </u>  | N C   | Y              |
| Sr | Title<br>(Mr /<br>Ms)                | Name of<br>the<br>Director | PAN        | DIN      | Category 1<br>of directors                            | Category 2 of directors | Category<br>3 of<br>directors | Date of<br>appointment<br>in the<br>current term | Date of cessation | Tenure<br>of<br>director<br>(in<br>months) | No of<br>Directorship<br>in listed<br>entities<br>including<br>this listed<br>entity | Number of<br>memberships<br>in Audit/<br>Stakeholder<br>Committee<br>(s) including<br>this listed<br>entity | No of post<br>of<br>Chairperson<br>in Audit/<br>Stakeholder<br>Committee<br>held in<br>listed<br>entities<br>including<br>this listed<br>entity |                |
| 1  | Mr                                   | SANJIT<br>DHAWA            | ATQPD4164P | 05162937 | Executive<br>Director                                 | Not<br>Applicable       | CEO-<br>MD                    | 17-02-2014                                       |                   |  | 1  | 0   | 0   |                |
| 2  | Mr                                   | RANJEET<br>KUMAR<br>BIHANI | AEIPB8080R | 00129487 | Non-<br>Executive -<br>Non<br>Independent<br>Director | Chairperson             |                               | 11-09-2014                                       | 10-02-<br>2016    |  | 1  | 2   | 2   |                |
| 3  | Mr                                   | AMAL<br>JAIN               | АНТРЈ1726Е | 02017960 | Non-<br>Executive -<br>Independent<br>Director        | Not<br>Applicable       |                               | 11-09-2014                                       |                   | 17   | 1  | 2   | 2   |                |
| 4  | Mrs                                  | TRIPTI<br>SURELIA          | CQOPS2000J | 06949174 | Non-<br>Executive -<br>Independent<br>Director        | Not<br>Applicable       |                               | 11-09-2014                                       |                   | 17   | 1  | 2   | 0   |                |
| 5  | Mr                                   | MAHAVIR<br>JAIN            | AFAPJ1391Q | 02048027 | Executive<br>Director                                 | Not<br>Applicable       |                               | 11-09-2014                                       |                   |  | 1  | 1   | 0   | To<br>In<br>(1 |

|                        | Text Block   |
|------------------------|--|
| Textual Information(1) | WE DIDN'T PUT THE DETAILS OF WHOLE TIME DIRECTOR IN THE PREVIOUS CORPORATE GOVERNANCE REPORT FOR THE QUARTER ENDED 31.03.2016. HENCE, WE ARE SUBMITTING THE REVISED CORPORATE GOVERNANCE REPORT FOR THE OUARTER ENDED 31.03.2016 WITH THE DETAILS OF WHOLE TIME DIRECTOR |

|     | Annexure 1                             |                           |   |                         |                         |  |  |  |  |
|-----|--|---------------------------|---|-------------------------|-------------------------|--|--|--|--|
| II. | Composition of Committees              |                           |   |                         |                         |  |  |  |  |
|     | Is there any chang                     | e in composition of comm  | nittees compare to previous qua         | rter                    | Yes                     |  |  |  |  |
| Sr  | Name Of Committee                      | Name of Committee members | Category 1 of directors                 | Category 2 of directors | Name of other committee |  |  |  |  |
| 1   | Audit Committee                        | SANJIT DHAWA              | Executive Director                      | Member                  |                         |  |  |  |  |
| 2   | Audit Committee                        | AMAL JAIN                 | Non-Executive -<br>Independent Director | Chairperson             |                         |  |  |  |  |
| 3   | Audit Committee                        | TRIPTI SURELIA            | Non-Executive -<br>Independent Director | Member                  |                         |  |  |  |  |
| 4   | Stakeholders Relationship<br>Committee | MAHAVIR JAIN              | Executive Director                      | Member                  |                         |  |  |  |  |
| 5   | Stakeholders Relationship<br>Committee | AMAL JAIN                 | Non-Executive -<br>Independent Director | Chairperson             |                         |  |  |  |  |
| 6   | Stakeholders Relationship<br>Committee | TRIPTI SURELIA            | Non-Executive -<br>Independent Director | Member                  |                         |  |  |  |  |
| 7   | Nomination and remuneration committee  | AMAL JAIN                 | Non-Executive -<br>Independent Director | Chairperson             |                         |  |  |  |  |
| 8   | Nomination and remuneration committee  | TRIPTI SURELIA            | Non-Executive -<br>Independent Director | Member                  |                         |  |  |  |  |

Text Block

|    | Annexure 1  |  |   |  |  |  |  |  |
|----|---|--|---|--|--|--|--|--|
| An | Annexure 1  |  |   |  |  |  |  |  |
| Ш  | III. Meeting of Board of Directors                  |  |   |  |  |  |  |  |
| Sr | Date(s) of meeting (if any) in the previous quarter | Date(s) of meeting (if any) in the current quarter | Maximum gap between any two consecutive (in number of days) |  |  |  |  |  |
| 1  | 13-10-2015  |  |   |  |  |  |  |  |
| 2  | 12-11-2015  |  | 29  |  |  |  |  |  |
| 3  |   | 20-01-2016   | 68  |  |  |  |  |  |
| 4  |   | 10-02-2016   | 20  |  |  |  |  |  |
| 5  |   | 18-03-2016   | 36  |  |  |  |  |  |

Text Block

|    | Annexure 1                                |  |   |  |  |   |  |  |  |
|----|---|--|---|--|--|---|--|--|--|
| IV | IV. Meeting of Committees                 |  |   |  |  |   |  |  |  |
| Sr | Name of<br>Committee                      | Date(s) of<br>meeting of the<br>committee in the<br>relevant quarter | Whether<br>requirement of<br>Quorum met<br>(Yes/No) | Requirement of Quorum met (details)  | Date(s) of<br>meeting of the<br>committee in the<br>previous quarter | Maximum gap<br>between any two<br>consecutive meetings<br>(in number of days) |  |  |  |
| 1  | Audit Committee                           | 10-02-2016   | Yes   | ALL THE MEMBERS OF<br>THE AUDIT<br>COMMITTEE WERE<br>PRESENT IN ITS<br>MEETING | 12-11-2015   | 89  |  |  |  |
| 2  | Stakeholders<br>Relationship<br>Committee | 10-02-2016   | Yes   | ALL THE MEMBERS OF<br>THE COMMITTEE<br>WERE PRESENT IN ITS<br>MEETING          | 13-10-2015   | 119   |  |  |  |
| 3  | Nomination and remuneration committee     | 10-02-2016   | Yes   | ALL THE MEMBERS OF<br>THE COMMITTEE<br>WERE PRESENT IN ITS<br>MEETING          | 31-12-2015   | 40  |  |  |  |

|    | Annexure 1  |     |  |  |  |  |  |
|----|---|-----|--|--|--|--|--|
| v. | V. Related Party Transactions   |     |  |  |  |  |  |
| Sr | Sr Subject Compliance status (Yes/No/NA) If status is "No" details of non-compliance may be given here. |     |  |  |  |  |  |
| 1  | Whether prior approval of audit committee obtained  | Yes |  |  |  |  |  |
| 2  | Whether shareholder approval obtained for material RPT  | NA  |  |  |  |  |  |
| 3  | Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee  | NA  |  |  |  |  |  |

|     | Annexure 1   |                            |  |  |  |  |  |
|-----|--|----------------------------|--|--|--|--|--|
| VI. | VI. Affirmations   |                            |  |  |  |  |  |
| Sr  | Subject  | Compliance status (Yes/No) |  |  |  |  |  |
| 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                        |  |  |  |  |  |
| 3   | The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee                                   | Yes                        |  |  |  |  |  |
| 4   | The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee                                   | Yes                        |  |  |  |  |  |
| 5   | The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 100 listed entities) | NA                         |  |  |  |  |  |
| 6   | 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                        |  |  |  |  |  |
| 7   | 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                        |  |  |  |  |  |

|      |   | An                                  | nexure II  |   |  |  |  |  |
|------|---|-------------------------------------|--|---|--|--|--|--|
|      | Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)                         |                                     |  |   |  |  |  |  |
| I. I | f. Disclosure on website in terms of Listing Regulations  |                                     |  |   |  |  |  |  |
| Sr   | Item  | Compliance<br>status<br>(Yes/No/NA) | If status is "No" details of non-compliance may be given here. | Web address   |  |  |  |  |
| 1    | Details of business   | Yes                                 |  | http://www.jtapariaprojects.com/about-us.php              |  |  |  |  |
| 2    | Terms and conditions of appointment of independent directors  | Yes                                 |  | http://www.jtapariaprojects.com/investor-<br>relation.php |  |  |  |  |
| 3    | Composition of various committees of board of directors   | Yes                                 |  | http://www.jtapariaprojects.com/investor-<br>relation.php |  |  |  |  |
| 4    | Code of conduct of board of directors and senior management personnel   | Yes                                 |  | http://www.jtapariaprojects.com/investor-<br>relation.php |  |  |  |  |
| 5    | Details of establishment of vigil<br>mechanism/ Whistle Blower policy   | Yes                                 |  | http://www.jtapariaprojects.com/investor-<br>relation.php |  |  |  |  |
| 6    | Criteria of making payments to non-<br>executive directors  | NA                                  |  |   |  |  |  |  |
| 7    | Policy on dealing with related party transactions   | Yes                                 |  | http://www.jtapariaprojects.com/investor-<br>relation.php |  |  |  |  |
| 8    | Policy for determining 'material' subsidiaries  | Yes                                 |  | http://www.jtapariaprojects.com/investor-<br>relation.php |  |  |  |  |
| 9    | Details of familiarization programmes imparted to independent directors   | Yes                                 |  | http://www.jtapariaprojects.com/investor-<br>relation.php |  |  |  |  |
| 10   | Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances | Yes                                 |  | http://www.jtapariaprojects.com/contact-<br>us.php        |  |  |  |  |
| 11   | email address for grievance redressal<br>and other relevant details   | Yes                                 |  | http://www.jtapariaprojects.com/contact-us.php            |  |  |  |  |
| 12   | Financial results   | Yes                                 |  | http://www.jtapariaprojects.com/investor-<br>relation.php |  |  |  |  |
| 13   | Shareholding pattern  | Yes                                 |  | http://www.jtapariaprojects.com/investor-<br>relation.php |  |  |  |  |
| 14   | Details of agreements entered into with<br>the media companies and/or their<br>associates   | Yes                                 |  | http://www.jtapariaprojects.com/investor-relation.php     |  |  |  |  |
| 15   | New name and the old name of the listed entity  | NA                                  |  |   |  |  |  |  |

|     | A   | nnexure II                  |                               |  |
|-----|---|-----------------------------|-------------------------------|--|
| II. | Annual Affirmations   |                             |                               |  |
| Sr  | Particulars   | Regulation<br>Number        | Compliance status (Yes/No/NA) | If status is "No" details of non-compliance may be given here. |
| 1   | Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility' | 16(1)(b) & 25<br>(6)        | Yes                           |  |
| 2   | Board composition   | 17(1)                       | Yes                           |  |
| 3   | Meeting of Board of directors   | 17(2)                       | Yes                           |  |
| 4   | Review of Compliance Reports  | 17(3)                       | Yes                           |  |
| 5   | Plans for orderly succession for appointments   | 17(4)                       | Yes                           |  |
| 6   | Code of Conduct   | 17(5)                       | Yes                           |  |
| 7   | Fees/compensation   | 17(6)                       | Yes                           |  |
| 8   | Minimum Information   | 17(7)                       | Yes                           |  |
| 9   | Compliance Certificate  | 17(8)                       | Yes                           |  |
| 10  | Risk Assessment & Management  | 17(9)                       | Yes                           |  |
| 11  | Performance Evaluation of Independent Directors   | 17(10)                      | Yes                           |  |
| 12  | Composition of Audit Committee  | 18(1)                       | Yes                           |  |
| 13  | Meeting of Audit Committee  | 18(2)                       | Yes                           |  |
| 14  | Composition of nomination & remuneration committee  | 19(1) & (2)                 | Yes                           |  |
| 15  | Composition of Stakeholder Relationship Committee   | 20(1) & (2)                 | Yes                           |  |
| 16  | Composition and role of risk management committee   | 21(1),(2),(3), (4)          | NA                            |  |
| 17  | Vigil Mechanism   | 22                          | Yes                           |  |
| 18  | Policy for related party Transaction  | 23(1),(5),(6),<br>(7) & (8) | Yes                           |  |
| 19  | Prior or Omnibus approval of Audit Committee for all related party transactions                                   | 23(2), (3)                  | NA                            |  |
| 20  | Approval for material related party transactions  | 23(4)                       | NA                            |  |
| 21  | Composition of Board of Directors of unlisted material Subsidiary   | 24(1)                       | NA                            |  |
| 22  | Other Corporate Governance requirements with respect to subsidiary of listed entity                               | 24(2),(3),(4),<br>(5) & (6) | Yes                           |  |
| 23  | Maximum Directorship & Tenure   | 25(1) & (2)                 | Yes                           |  |
| 24  | Meeting of independent directors  | 25(3) & (4)                 | Yes                           |  |
| 25  | Familiarization of independent directors  | 25(7)                       | Yes                           |  |
| 26  | Memberships in Committees   | 26(1)                       | Yes                           |  |
| 27  | Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel | 26(3)                       | Yes                           |  |
| 28  | Disclosure of Shareholding by Non-Executive Directors   | 26(4)                       | Yes                           |  |
| 29  | Policy with respect to Obligations of directors and senior management   | 26(2) & 26(5)               | Yes                           |  |
|     | Any other information to be provided - Add Notes  | 1                           |                               |  |

|    | Annexure II  |     |
|----|--|-----|
| II | II. Affirmations   |     |
| 1  | The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied | Yes |

| Signatory Details     |                   |
|-----------------------|-------------------|
| Name of signatory     | SANJIT DHAWA      |
| Designation of person | Managing Director |
| Place                 | KOLKATA           |
| Date                  | 13-04-2016        |