

**Annexure I**

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

Name of the Listed Entity	: USHDEV INTERNATIONAL LIMITED
Quarter Ending	: 30 <sup>th</sup> June, 2016

**I. Composition of Board of Directors**


Title (Mr. / Ms.)	Name of the Director	PAN & DIN	Category (Chairperson / Executive / Non Executive / Independent / Nominee) <sup>5</sup>	Date of appointment in the current term / cessation	Tenure*	No. of Directorship in Listed Entities including this listed entity (Refer Reg 25 (1) of Listing Regulations)	No. of memberships in Audit / Stakeholder Committee(s) including this listed entity (Refer Reg 26 (1) of Listing Regulations)	No of post of Chairperson in Audit / Stakeholder Committee(s) held in listed entities including this listed entity
Mrs.	Suman Gupta	AHQPG0220P & 00166031	Chairperson - Non Executive	18/05/1994	N.A.	01	00	00
Mr.	Arvind Prasad	ABKPP7123N & 01654899	Managing Director	01/12/2012	N.A.	01	02	00
Mr.	Prateek Gupta	AASPG9494L & 00166108	Vice Chairperson - Non Executive	18/02/2008	N.A.	01	00	00
Mr.	Ashwin Rathi	AARPRO473K & 02955093	Managing Director	29/01/2013	N.A.	01	02	00
Mr.	Narayan Hegde	AACPH4401N & 00170586	Independent - Non Executive	29/04/2006	122 Months	01	02	00
Mr.	Vinay Kamat	AADPK3175D & 00240548	Independent - Non Executive	08/12/2005	126 Months	01	00	02
Mr.	Vijay Kumar Gupta	AATPG4817G & 00023101	Independent - Non Executive	06/02/2012	53 Months	01	01	00
Mr.	Mark Pawley	06663964	Nominee - Non Executive	02/09/2013	N.A.	01	00	00
Mr.	Anilkumar Bansal	AAQPB8636F & 06752578	Independent - Non Executive	29/05/2015	13 Months	03	01	00
Mr.	Ramesh Chandak	ACVPC9915H & 00026581	Independent - Non Executive	28/07/2015	11 Months	03	02	00

<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 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>			
<i>Name of Committee</i>	<i>Name of Committee members</i>	<i>Category (Chairperson / Executive / Non Executive / Independent / Nominee)<sup>&amp;</sup></i>	
1. Audit Committee	Vinay Kamat Narayan Hegde Vijay Kumar Gupta Anil Kumar Bansal Arvind Prasad Ashwin Rathi	Chairperson - Independent - Non Executive Independent - Non Executive Independent - Non Executive Independent - Non Executive Executive Executive	
2. Nomination & Remuneration Committee	Vinay Kamat Suman Gupta Narayan Hegde	Chairperson - Independent - Non Executive Non Executive Independent - Non Executive	
3. Risk Management Committee (if applicable)	Not Applicable	Not Applicable	
4. Stakeholders Relationship Committee	Vinay Kamat Narayan Hegde Arvind Prasad Ashwin Rathi	Chairperson – Independent - Non Executive Independent - Non Executive Executive Executive	
<sup>&amp;</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>			
<i>Date(s) of Meeting (if any) in the previous quarter</i>	<i>Date(s) of Meeting (if any) in the relevant quarter</i>	<i>Maximum gap between any two consecutive (in number of days)</i>	
15 <sup>th</sup> January, 2016	22 <sup>nd</sup> April, 2016	Less than 120 Days	
<b>IV. Meeting of Board of Committees</b>			
<i>Date(s) of meeting of the committee in the relevant quarter</i>	<i>Whether requirement of Quorum met (details)</i>	<i>Date(s) of meeting of the committee in the previous quarter</i>	<i>Maximum gap between any two consecutive meetings in number of days*</i>
<b>Audit Committee: 22<sup>nd</sup> April, 2016</b>	Yes	15 <sup>th</sup> January, 2016	Less than 120 Days
<b>Stakeholders Relationship Committee: 22<sup>nd</sup> April, 2016</b>	Yes	15 <sup>th</sup> January, 2016	Less than 120 Days
<b>Nomination &amp; Remuneration Committee: Nil</b>	NA	Nil	NA
* 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)</b>	
Whether prior approval of audit committee obtained		Yes. Omnibus approval of Audit Committee has been obtained.	
Whether shareholder approval obtained for material RPT		N.A. Related Party Transactions are not material, hence approval of members	

Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	is not required. 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>	
<p><b>VI. Affirmations</b></p>	
<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> <li>5. This report and/or the report submitted in the previous quarter have been placed before Board of Directors. Any comments/observations/advice of Board of Directors may be mentioned here:</li> </ol>	
<p>Signature: </p> <p>Name: Mrs. Ruchika Shah</p> <p>Designation: Company Secretary (Company Secretary / Compliance Officer / Managing Director / CEO)</p>	

**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.