



ROADWAYS INDIA LIMITED

Registered & Corporate Office : 11/5B, First Floor, Pusa Road, New Delhi – 110 005
Tel. : 011 - 47192065, 66, 67, 69 Fax : 011-25815456
E-mail : corporate@roadwaysindia.com, Website : www.roadwaysindia.com
CIN : L63090DL1987PLC319212

Date: 10th July, 2017

THROUGH COURIER/E-MAIL

Scrip Code No.: Roadways Metropolitan Stock Exchange of India Limited Vibgyor Tower, 4 th Floor, Plot No. C62, G Block, Bandra Kurla Complex, Bandra (E), Mumbai -400098	Scrip Code: 28160 The Calcutta Stock Exchange 7, Lyons Range Kolkata-700001
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Sub: Submission of Corporate Governance Compliance Report under Regulation 27(2) of LODR, 2015 for the Quarter Ended 30th June, 2017.

Dear Sir / Madam,

We, Roadways India Limited, hereby submit the document for the quarter ended 30th June, 2017 as required under the Listing Obligation and Disclosure Requirement Regulations, 2015.

Please find enclosed the following document:

- 1) Quarterly Compliance Report on Corporate Governance as per Regulation 27(2) of Listing Obligation and Disclosure Requirement Regulations, 2015.

You are requested to take the same on record.

Thanking you.

Yours faithfully,

For **ROADWAYS INDIA LIMITED**
For Roadways India Limited

Amit Goyal

Managing Director

AMIT GOYAL

MANAGING DIRECTOR

Encl.: As Mentioned above



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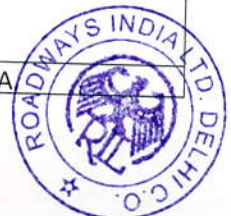
Report on Corporate Governance (Under Clause 49(VI) of the Listing Agreement)

1. Name of Listed Entity : Roadways India Limited
2. Quarter ending: 30th June, 2017

I. Composition of Board of Directors								
Title (Mr./Ms)	Name of the Director	PANs & DIN	Category (Chairperson/Executive/Non-Executive/independent/Nominee) &	Date of Appointment in the current term/cessation	Tenure*	No of Directorship in listed entities including this listed entity (Refer Regulation 25(1) of Listing)	Number of memberships in Audit/Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing)	No of post of Chairperson in Audit/Stakeholder Committee held in listed entities including this listed
Mr.	Amit Goyal	AKAPG8969Q02614232	Chairperson/Executive	05/09/2014	5	1	3	Nil
Mr.	Vinod Kumar Gupta	AAGPK9144F01667923	Independent Director	28/05/2016	5	1	3	2
Mrs.	Anita Goyal	ADVPG8550D00265706	Non-Executive Director	30/03/2015	-	1	3	1

^sPAN 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.

II. Composition of Committees		
Name of Committee	Name of Committee members	Category (Chairperson/Executive/Non-Executive/independent/Nominee) ^s
1. Audit Committee	1. Mr. Vinod Kumar Gupta 2. Mr. Amit Goyal 3. Mrs. Anita Goyal	Chairperson/ Independent Director Executive Director Non- Executive
2. Nomination & Remuneration Committee	1. Mr. Vinod Kumar Gupta 2. Mr. Amit Goyal 3. Mrs. Anita Goyal	Chairperson/ Independent Director Executive Director Non- Executive
3. Risk Management Committee(if applicable)	N.A.	N.A.



4. Stakeholders Relationship Committee'	1. Mrs. Anita Goyal	Chairperson/Non- Executive
	2. Mr. Vinod Kumar Gupta	Independent Director
	3. Mr. Amit Goyal	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)
30/01/2017	20/04/2017	14
14/02/2017	29/05/2017	28
15/03/2017	28/06/2017	35
		38
		29

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*
29/05/2017	YES	14/02/2017	103

* 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	NA
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	YES

Note

- 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.
- 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.
2. The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015
 - a. Audit Committee
 - b. Nomination & remuneration committee
 - c. Stakeholders relationship committee
 - d. Risk management committee (applicable to the top 100 listed entities)
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.
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.
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:

For Roadways India Limited


Managing Director

**AMIT GOYAL
MANAGING DIRECTOR**

**Date : 10.07.2017
Place : NEW DELHI**

Note:

Information at Table I and II above need to be necessarily given in 1st 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.