



ROADWAYS INDIA LIMITED

Registered & Corporate Office : 11/5B, First Floor, Pusa Road, New Delhi – 110 005

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E-mail : corporate@roadwaysindia.com, Website : www.roadwaysindia.com

CIN : L63090DL1987PLC319212

Date: 15th July, 2020

THROUGH COURIER/E-MAIL

Scrip Code : 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 for the First Quarter ended 30th June, 2020.

Dear Sir / Madam,

Please find enclosed herewith Compliance Report on Corporate Governance for the quarter ended 30th June, 2020, prepared pursuant to Regulation 27(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Hope you shall find the same in order.

Thanking you.

Yours faithfully,

For Roadways India Limited

Himani

Himani Gusain

Company Secretary & Compliance Officer

Encl: a/a



Report on Corporate Governance (Under Regulation 27(2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

1. Name of Listed Entity : Roadways India Limited
2. Quarter ending : 30th June, 2020

I. Composition of Board of Directors

Title	Name of the Director (Mr./Ms)	PAN ^s & 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	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity	No of post of Chairperson in Audit/Stakeholder Committee held in listed entities including this listed entity
Mr.	Amit Goyal	AKAPG8969Q 02614232	Chairperson- /Executive	05/09/2014	-	1	1	0
Mr.	Vinod Kumar Gupta	AAGPK9144F 01667923	Independent Director	28/05/2016	5	1	1	1
Mr.	Subhash Goyal	AAEPG7400Q 00969769	Independent Director	25/09/2017	5	1	2	0
Mrs.	Anita Goyal	ADVPG8550D 00271295	Non-Executive Director	30/03/2015	-	1	2	1

* PAN 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 members		Category (Chairperson/Executive/Non-Executive/independent/Nominee)§
1. Audit Committee		Mr. Vinod Kumar Gupta (Chairman)		Independent
		Mr. Subhash Goyal		Independent
		Mrs. Anita Goyal		Non- Executive
2. Nomination & Remuneration Committee		Mr. Vinod Kumar Gupta (Chairman)		Independent
		Mr. Subhash Goyal		Independent
		Mrs. Anita Goyal		Non- Executive
3. Risk Management Committee (if applicable)		N.A.		N.A.
4. Stakeholders Relationship Committee		Mrs. Anita Goyal (Chairman)		Non- Executive
		Mr. Subhash Goyal		Independent
		Mr. Amit Goyal		Chairperson/Executive
§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	Date(s) of Meeting (if any) in the relevant quarter	Maximum gap between any two consecutive (in number of days)	
21/01/2020 14/02/2020		13/05/2020	23 Days 88 Days	
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*	
- *		14/02/2020		

* This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional

* Meeting will be held in compliance with MCA Circular no. 11/2020 dated March 24, 2020 and SEBI Circular no. SEBI/HO/CFD/CMD1/CIR/P/2020/110 dated June 26, 2020.



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

- 1 In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/NA. 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 "NA" may be indicated.
- 2 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



Himani Gusain

Company Secretary & Compliance Officer

Date: 15.07.2020

Place : New Delhi