



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: 12th July, 2019

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, 2019.

Dear Sir / Madam,

Please find enclosed herewith Compliance Report on Corporate Governance for the quarter ended 30th June, 2019, 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, 2019

I. Composition of Board of Directors									
Title (Mr./Ms)	Name of the Director	PAN ¹ & 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 Regulations)	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)	
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	

¹PAN 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			Category (Chairperson/Executive/Non-Executive/independent/Nominee)§
Name of Committee	Name of Committee members		
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	Maximum gap between any two consecutive (in number of days)	
14/02/2019	15/04/2019 22/04/2019 30/05/2019	59 Days 6 Days 37 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*
30/05/2019	YES	14/02/2019	104 Days

* 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 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: 12.07.2019 Place : New Delhi	