

Quarterly Compliance on Corporate Governance

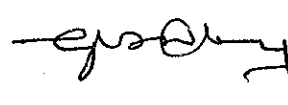
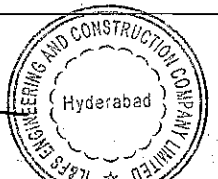
Name of the Company:

Scrip code:

IL&FS Engineering and Construction Company Limited
 Quarter ending on: March 31, 2015

NSE: IL&FSENGG
 BSE: 532907

Particulars	Clause of Listing Agreement	Compliance Status Yes/No	Remarks
II. Board of Directors	49 (II)		
(A) Composition of the Board	49 (IIA)	Yes	
(B) Independent Directors	49 (IIB)	Yes	
(C) Non-Executive Directors' compensation & disclosures	49 (IIC)	Yes	
(D) Other provisions as to Board and Committees	49 (IID)	Yes	
(E) Code of Conduct	49 (IIE)	Yes	
(F) Whistle Blower Policy	49 (IIF)	Yes	
III. Audit Committee	49 (III)		
(A) Qualified & Independent Audit Committee	49 (IIIA)	Yes	
(B) Meeting of Audit Committee	49 (IIIB)	Yes	
(C) Powers of Audit Committee	49 (IIIC)	Yes	
(D) Role of Audit Committee	49 (IIID)	Yes	
(E) Review of Information by Audit Committee	49 (IIIE)	Yes	
IV. Nomination and Remuneration Committee	49 (IV)	Yes	
V. Subsidiary Companies	49 (V)	Yes	
VI. Risk Management	49 (VI)	Yes	
VII. Related Party Transactions	49 (VII)	Yes	
VIII. Disclosures	49 (VIII)		
(A) Related Party Transactions	49 (VIIIA)	Yes	During the quarter, the Company had entered into Loan Agreement with Infrastructure Leasing and Financial Services Limited, a related party, for availing a loan of Rs. 280 Crs for the purposes mentioned in the said Loan Agreement. This is a material related party transaction when taken together with earlier transactions with party entered into during the financial year 2014-15.

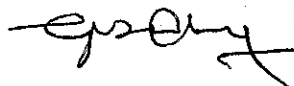



(B) Disclosure of Accounting Treatment	49 (VIIB)	Yes	Refer Note below
(C) Remuneration of Directors	49 (VIIC)	Yes	Refer Note below
(D) Management	49 (VIID)	Yes	Refer Note below
(E) Shareholders	49 (VIIE)	Yes	Refer Note below
(F) Proceeds from public issues, rights issues, preferential issues, etc	49 (VIII F)	Yes	
IX. CEO/CFO Certification	49 (IX)	Yes	
X. Report on Corporate Governance	49 (X)	Yes	Refer Note below
XI. Compliance	49 (XI)	Yes	

Note: Will be complied in the Annual Report for the Financial Year from 2014-15.

//Certified True Copy//

For IL&FS Engineering and Construction Company Limited


G. Venkateswar Reddy
Company Secretary

