

13.01.2017

BOMBAY STOCK EXCHANGE LIMITED P. J. TOWERS, DALAL STREET, MUMBAI – 400 001	NATIONAL STOCK EXCHANGE OF INDIA LIMITED Exchange Plaza, Bandra Kurla Complex, Bandra (East), Mumbai – 400 051
SCRIP CODE 532307	MELSTAR

Dear Sirs,

Sub: **COMPLIANCE REPORT ON CORPORATE GOVERNANCE FOR THE QUARTER ENDED 31.12.2016**

We enclose herewith Compliance Report on Corporate Governance for the Quarter ended **31.12.2016**.

Kindly acknowledge receipt of the same.

Thanking you,

Yours faithfully,

For **MELSTAR INFORMATION TECHNOLOGIES LIMITED**



(ANIL KORPE)
COMPLIANCE OFFICER



Encl: As above

13.01.2017

**CORPORATE GOVERNANCE REPORT
(REGULATION 27(2) OF THE SEBI (LISTING OBLIGATIONS & DISCLOSURE
REQUIREMENT) REGULATIONS, 2015)**

Name of Listed entity : **Melstar Information Technologies Limited**

Quarter ending : **31st December, 2016**

(I) Composition of Board Of Directors

Title (Mr. / Mrs.)	Name of the Director	PAN & DIN	Category (Chairperson / Executive / Non - Executive / Independent / Nominee)	Date of Appointment in the current term / cessation	Date of Cessation	Tenure (to be filled in only for ID)	No. of Directorship in listed entities including this listed entity	Number of membership in Audit Committee (AC) / Stakeholder Committee (SC) including this listed entity	No of post of Chairperson in Audit / Stakeholder Committee held in listed entities including this listed entity
Mr.	Ashish Ramesh Mahendrakar	03584695 AIWPM6333N	Chairperson & Non-Executive Director, Independent Director	01.07.2015	-	5 Years	4	4	4
Mr.	Vijaykumar Himatlal Modi	01224842 AFJPM7946K	Independent & Non Executive Director	27.09.2016	-	5 Years	1	2	0
Mrs.	Kirti Tripathi	07140094 ACOPT9536C	Non Executive Director	30.03.2015	-	NA	1	2	0



Registered / Corporate Office:
Melstar House, G-4, M.I.D.C.
Cross Road "A", Andheri (East),
Mumbai 400 093, INDIA.
Phone : +91(22) 4056 6464
Fax : +91(22) 2831 0520
URL : www.melstar.com

(II) Composition of Committees

Name of Committee	Name of Committee Members	Category (Chairperson / Executive / Non- Executive/ Independent / Nominee)
Audit Committee	Mr. Ashish Ramesh Mahendrakar Mr. Vijaykumar Himatlal Modi Mrs. Kirti Tripathi	Non Executive & Independent Director Non Executive & Independent Director Non Executive Director
Nomination & Remuneration Committee	Mr. Ashish Ramesh Mahendrakar Mr. Vijaykumar Himatlal Modi Mrs. Kirti Tripathi	Non Executive & Independent Director Non Executive & Independent Director Non Executive Director
Stakeholder's Relationship Committee	Mr. Ashish Ramesh Mahendrakar Mr. Vijaykumar Himatlal Modi Mrs. Kirti Tripathi	Non Executive & Independent Director Non Executive & Independent Director Non Executive Director

(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)
12.08.2016	-	-
29.09.2016	14.11.2016	45 days

(IV) Meeting of Committee

Audit Committee			
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
14.11.2016	Yes	12.08.2016	93 Days
Nomination & Remuneration Committee			
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
NIL	NA	NIL	NA
Stakeholder's Relationship Committee			
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
NIL	NA	NIL	NA



(V) Related Party Transactions

Subject	Compliance Status (Yes/ No/ NA)
Whether prior approval of audit committee obtained	NA
Whether shareholder approval obtained for material RPT	NA
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	NA

(VI) Affirmations

1	The composition of Board of Directors is in terms of SEBI (Listing obligation and disclosure requirements) Regulation 2015	YES
2	The composition of the following committees is in terms of SEBI (Listing Obligation And Disclosure Requirements) Regulation 2015 a. Audit Committee b. Nomination & Remuneration Committee c. Stakeholder's Relationship Committee	YES
3	The Committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligation and disclosure requirements) Regulation ,2015	YES
4	The meetings of the Board of Directors and the above committees have been conducted in manner as specified in SEBI (Listing obligation and disclosure requirements) Regulation, 2015.	YES
5	This report shall be placed before Board of Directors in the next Board Meeting.	YES

For **MELSTAR INFORMATION TECHNOLOGIES LIMITED**


(ANIL KORPE)
COMPLIANCE OFFICER



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