

General information about company	
Scrip code	531797
Name of the entity	SCAN PROJECTS LIMITED
Date of start of financial year	01-04-2015
Date of end of financial year	31-03-2016
Reporting Quarter	Yearly
Date of Report	31-03-2016
Risk management committee	Applicable

Annexure I**Annexure I to be submitted by listed entity on quarterly basis****I. Composition of Board of Directors**

Disclosure of notes on composition of board of directors explanator

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Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of appointment in the current term	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity	No of pos of Chairperso in Audit/ Stakeholder Committee held in listed entities including this listed entity
1	Mr	SUNIL CHANDRA	AANPC8847J	01066065	Executive Director	Not Applicable	MD	20-02-1992			1	0	0
2	Mr	SANJAY SHARMA	AXDPS7541L	01066111	Non-Executive - Independent Director	Not Applicable		01-01-2004	05-03-2016	147	1	1	1
3	Mr	OM PARKASH BHOLA	AHYPB7450J	01066163	Non-Executive - Independent Director	Not Applicable		01-01-2004	05-03-2016	147	1	1	1
4	Mr	AKSHAY CHANDRA	AMUPC4899F	05208884	Non-Executive - Non Independent Director	Not Applicable		14-02-2012			1	1	1
5	Mr	RAJIV PURI	AUVVP3421D	05208886	Non-Executive - Independent Director	Not Applicable		14-02-2012	05-03-2016	50	1	1	0
6	Mr	CHAITANYA CHANDRA	AJNPC1172H	06592837	Executive Director	Not Applicable		31-05-2013			1	0	0
7	Mrs	PRAKRITI CHANDRA	AJKPA5479Q	07138255	Non-Executive - Non Independent Director	Not Applicable		25-03-2015			1	0	0
8	Mr	JAWAHAR LAL	AAGPL2191P	07385438	Non-Executive - Independent Director	Not Applicable		05-03-2016		1	1	1	1
9	Mr	JOGINDER KUMAR	ASUPK0830C	07449985	Non-Executive - Independent Director	Not Applicable		05-03-2016		1	1	1	1
10	Mr	ASHOK KAMBOJ	AATPK3819L	07449868	Non-Executive - Independent Director	Not Applicable		05-03-2016		1	1	1	0

Text Block	
Textual Information(1)	In the Board of Directors meeting held on March 05, 2016, all the Non-Executive Independent Directors namely S/Sh. Sanjay Sharma, Om Parkash Bhola and Rajiv Puri have resigned from the directorship of the company and three new Non-Executive Independent additional Directors namely S/Sh. Jawahar Lal, Joginder Kumar and Ashok Kamboj were introduced in the board of the company w.e.f. March 05, 2016.
Textual Information(2)	Resignation as Independent Director has been made w.e.f. 05-03-2016
Textual Information(3)	Resignation as Independent Director has been made w.e.f. 05-03-2016
Textual Information(4)	Resignation as Independent Director has been made w.e.f. 05-03-2016

Annexure 1					
II. Composition of Committees					
Disclosure of notes on composition of committees explanatory					Textual Information(1)
Is there any change in composition of committees compare to previous quarter					Yes
Sr	Name Of Committee	Name of Committee members	Category 1 of directors	Category 2 of directors	Name of other committee
1	Audit Committee	JAWAHAR LAL	Non-Executive - Independent Director	Chairperson	
2	Audit Committee	JOGINDER KUMAR	Non-Executive - Independent Director	Member	
3	Audit Committee	ASHOK KAMBOJ	Non-Executive - Independent Director	Member	
4	Audit Committee	AKSHAY CHANDRA	Non-Executive - Non Independent Director	Member	
5	Nomination and remuneration committee	AKSHAY CHANDRA	Non-Executive - Non Independent Director	Chairperson	
6	Nomination and remuneration committee	JOGINDER KUMAR	Non-Executive - Independent Director	Member	
7	Nomination and remuneration committee	ASHOK KAMBOJ	Non-Executive - Independent Director	Member	
8	Stakeholders Relationship Committee	JOGINDER KUMAR	Non-Executive - Independent Director	Chairperson	
9	Stakeholders Relationship Committee	AKSHAY CHANDRA	Non-Executive - Non Independent Director	Member	
10	Stakeholders Relationship Committee	CHAITANYA CHANDRA	Executive Director	Member	
11	Stakeholders Relationship Committee	ASHOK KAMBOJ	Non-Executive - Independent Director	Member	

Text Block	
Textual Information(1)	<p>AUDIT COMMITTEE The company has an Audit Committee of the Board comprising of 4 Non-Executive Directors, out of them 3 are independent Directors. The members of the committee are as given below: 1. Sh. Sanjay Sharma [Chairman (Non-Executive Independent Director)] Resigned as Independent Director w.e.f. 05/03/16 2. Sh. Om Parkash Bhola [Member (Non-Executive Independent Director)] Resigned as Independent Director w.e.f. 05/03/16 3. Sh. Rajiv Puri [Member (Non-Executive Independent Director)] Resigned as Independent Director w.e.f. 05/03/16 4. Sh. Akshay Chandra [Member (Non-Executive Director)] 5. Sh. Jawahar Lal [Chairman (Non-Executive Independent Director)] Appointed as additional Director w.e.f. 05/03/16 6. Sh. Joginder Kumar [Member (Non-Executive Independent Director)] Appointed as additional Director w.e.f. 05/03/16 7. Sh. Ashok Kamboj [Member (Non-Executive Independent Director)] Appointed as additional Director w.e.f. 05/03/16</p> <p>NOMINATION AND REMUNERATION COMMITTEE The company has a Nomination and Remuneration Committee of the Board comprising of 3 Non-Executive Directors, out of them 2 are independent Directors. The members of the committee are as given below: 1. Sh. Akshay Chandra [Chairman (Non-Executive Director)] 2. Sh. Sanjay Sharma [Member (Non-Executive Independent Director)] Resigned as Independent Director w.e.f. 05/03/16 3. Sh. Rajiv Puri [Member (Non-Executive Independent Director)] Resigned as Independent Director w.e.f. 05/03/16 4. Sh. Joginder Kumar [Member (Non-Executive Independent Director)] Appointed as additional Director w.e.f. 05/03/16 5. Sh. Ashok Kamboj [Member (Non-Executive Independent Director)] Appointed as additional Director w.e.f. 05/03/16</p> <p>SHAREHOLDERS RELATIONSHIP COMMITTEE The company has a Shareholder Relationship Committee of the Board comprising of 1 Executive Directors and 3 Non-Executive Directors, out of them 2 are independent Directors. The members of the committee are as given below: 1. Sh. Om Parkash Bhola [Chairman (Non-Executive Independent Director)] Resigned as Independent Director w.e.f. 05/03/16 2. Sh. Akshay Chandra [Member (Non-Executive Director)] 3. Sh. Chaitanya Chandra [Member (Executive Director)] 4. Sh. Rajiv Puri [Member (Non-Executive Independent Director)] Resigned as Independent Director w.e.f. 05/03/16 5. Sh. Joginder Kumar [Chairman (Non-Executive Independent Director)] Appointed as additional Director w.e.f. 05/03/16 6. Sh. Ashok Kamboj [Member (Non-Executive Independent Director)] Appointed as additional Director w.e.f. 05/03/16</p>

Annexure 1			
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III. Meeting of Board of Directors			
Sr	Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting (if any) in the current quarter	Maximum gap between any two consecutive (in number of days)
1	14-11-2015		
2	07-12-2015		22
3		13-02-2016	67
4		05-03-2016	20
5		31-03-2016	25

Text Block

Annexure 1						
IV. Meeting of Committees						
Sr	Name of Committee	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (Yes/No)	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)
1	Audit Committee	13-02-2016	Yes	All member attended	14-11-2015	91
2	Audit Committee	31-03-2016	Yes	All member attended		47

Text Block

Annexure 1			
V. Related Party Transactions			
Sr	Subject	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Whether prior approval of audit committee obtained	Yes	
2	Whether shareholder approval obtained for material RPT	NA	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	NA	

Annexure 1		
VI. Affirmations		
Sr	Subject	Compliance status (Yes/No)
1	The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
2	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee	Yes
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	Yes
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	Yes
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 100 listed entities)	Yes
6	The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
7	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.	Yes
8	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:	Textual Information(1)

Text Block	
Textual Information(1)	No Comments

Annexure II				
Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)				
I. Disclosure on website in terms of Listing Regulations				
Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
1	Details of business	Yes		www.scanprojects.in
2	Terms and conditions of appointment of independent directors	Yes		www.scanprojects.in
3	Composition of various committees of board of directors	Yes		www.scanprojects.in
4	Code of conduct of board of directors and senior management personnel	Yes		www.scanprojects.in
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		www.scanprojects.in
6	Criteria of making payments to non-executive directors	NA		
7	Policy on dealing with related party transactions	Yes		www.scanprojects.in
8	Policy for determining 'material' subsidiaries	NA		
9	Details of familiarization programmes imparted to independent directors	Yes		www.scanprojects.in
10	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		www.scanprojects.in
11	email address for grievance redressal and other relevant details	Yes		www.scanprojects.in
12	Financial results	Yes		www.scanprojects.in
13	Shareholding pattern	Yes		www.scanprojects.in
14	Details of agreements entered into with the media companies and/or their associates	NA		
15	New name and the old name of the listed entity	Yes		www.scanprojects.in

Annexure II				
II. Annual Affirmations				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b) & 25(6)	Yes	
2	Board composition	17(1)	Yes	
3	Meeting of Board of directors	17(2)	Yes	
4	Review of Compliance Reports	17(3)	Yes	
5	Plans for orderly succession for appointments	17(4)	Yes	
6	Code of Conduct	17(5)	Yes	
7	Fees/compensation	17(6)	Yes	
8	Minimum Information	17(7)	Yes	
9	Compliance Certificate	17(8)	Yes	
10	Risk Assessment & Management	17(9)	Yes	
11	Performance Evaluation of Independent Directors	17(10)	Yes	
12	Composition of Audit Committee	18(1)	Yes	
13	Meeting of Audit Committee	18(2)	Yes	
14	Composition of nomination & remuneration committee	19(1) & (2)	Yes	
15	Composition of Stakeholder Relationship Committee	20(1) & (2)	Yes	
16	Composition and role of risk management committee	21(1),(2), (3),(4)	Yes	
17	Vigil Mechanism	22	Yes	
18	Policy for related party Transaction	23(1),(5), (6),(7) & (8)	Yes	
19	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes	
20	Approval for material related party transactions	23(4)	NA	
21	Composition of Board of Directors of unlisted material Subsidiary	24(1)	NA	
22	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3), (4),(5) & (6)	NA	
23	Maximum Directorship & Tenure	25(1) & (2)	Yes	
24	Meeting of independent directors	25(3) & (4)	Yes	
25	Familiarization of independent directors	25(7)	Yes	
26	Memberships in Committees	26(1)	Yes	
27	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes	
28	Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes	
29	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes	
	Any other information to be provided - Add Notes			

Annexure II		
III. Affirmations		
1	The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied	NA

Signatory Details	
Name of signatory	SUNIL CHANDRA
Designation of person	Managing Director
Place	YAMUNANAGAR
Date	12-04-2016

