

April 04, 2016

CITADEL REALTY & DEVELOPERS LTD.

Marathon Futurex,
Mafatlal Mills Compound,
N. M. Joshi Marg, Lower Parel-West,
Mumbai - 400 013.
Tel.: +91-22-6158 8484
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CIN - L21010MH1960PLC011764

The Department of Corporate Affairs
The Bombay Stock Exchange Limited
Dalal Street, Mumbai 400 001

Scrip code: 502445

Sub: Compliance Report on Corporate Governance under Regulation 27 (2) of the LODR, 2015.

Dear Sir / Madam,

Enclosed please find the Compliance Report on Corporate Governance under Regulation 27 (2) of the SEBI (Listing Obligations & Disclosure Requirements), Regulations, 2015 for the quarter ended March 31, 2016.

This is for your information and record.

Thanking you.

Yours faithfully,
For Citadel Realty & Developers Ltd.



S. Ramamurthi
Director & C.E.O.



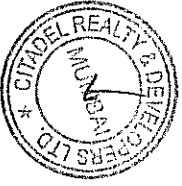
Encl.: as above.

COMPLIANCE REPORT ON CORPORATE GOVERNANCE
Regulation 27 (2) of LODR, 2015

Name of the entity - Citadel Realty & Developers Ltd.
Quarter ending - March 31, 2016

1. Composition of Board of Directors:

Title (Mr. / Ms)	Name of the Director	DIN	PAN	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.	V. B. Haribhakti	00088062	AAAPH0680B	Chairman & Non-Executive - Independent	14/08/2014	5 Years	2	6	1
Mr.	Chetan Shah	00135296	AAJPS0811J	Non-Executive - Promoter	08/08/2013	Rotation	2	1	0
Mr.	S. Ramamurthi	00135602	AFBPR9469L	Director & CEO	14/08/2015	Rotation	2	3	0
Mr.	Nilesh D. Dand	00199785	AADPD8363N	Promoter & Non-Executive	14/08/2014	Rotation	1	1	0
Ms.	Sonal M. Shah	00199734	ADFPS2204N	Non-Executive - Promoter	25/03/2015	Rotation	1	0	2
Mr.	V. Ranganathan	00269682	AESPR6183D	Independent & Non-Executive	14/08/2014	5 Years	2	3	1



II. Composition of Committees:

Name of Committee	Name of Committee members	Category (Chairperson/Executive/ Non-Executive / Independent / Nominee)
1. Audit Committee	Mr. V. Ranganathan Mr. V. B. Haribhaki Mr. S. Ramamurthi	Chairman - Independent Member - Independent Member - CEO
2. Nomination & Remuneration Committee	Mr. V. B. Haribhaki Mr. V. Ranganathan Mr. Chetan Shah	Chairman - Independent Member - Independent Member - Non-Executive
3. Risk Management Committee (if applicable)		Not Applicable
4. Stakeholders Relationship Committee'	Mr. V. B. Haribhaki Mr. S. Ramamurthi Mr. Nitesh D. Dand	Chairman - Independent Member - CEO Member - Non-Executive

III. Meeting of Board of Directors:

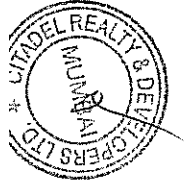
Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter	Maximum gap between any two consecutive (in number of days)
04/11/2015	11/2/2016	99 days

IV. Meeting of Committees:

Date(s) of meeting of the committee in the previous quarter	Whether requirement of Quorum met (details)	Date(s) of Meeting (if any) in the relevant quarter	Maximum gap between any two consecutive meetings in number of days*
04/11/2015	Yes	11/2/2016	99 days

V. Related Party Transactions:

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

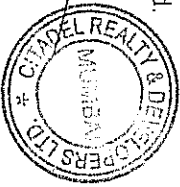


VI.

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: Audit Committee
a	Nomination & remuneration committee
b	Stakeholders relationship committee
c	Risk management committee (applicable to the top 100 listed entities)
d	Risk management members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
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. There is no comment / observation and necessary advice of Board of Directors has been taken note.

For Citadel Realty & Developers Ltd.



S. Ramamurthi
Director & C.E.O.



BSE LISTING CENTRE
EXPERIENCE THE NEW

Script Code : 502445 Script Name : CITADEL REALTY AND DEVELOPERS LTD. ISIN : INE906D01014
Compliance Module | Listing Module | Change Password | Listing Fee Bills | Market Intelligence | Register Digital Signature |
| Investor Complaints | XBRL ^{NEW}

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You have successfully filed the documents for Corporate Governance report - Equity & NCDC - Reg. 27(2);
IDR - chp VII - Reg. 72 March 2016 quarter , which are subject to verification by the Exchange.

Your Transaction Number for this submission is 04042016267252 dated Apr 04, 2016

Please mention above Transaction Number for any future communication for this submission.