

**RAJPARIS**

QUALITY SINCE 1980

Dated: September 20,2018

To,
LISTING COMPLIANCE DEPARTMENT
METROPOLITAN STOCK EXCHANGE OF INDIA LIMITED
REGD OFF: 4TH FLOOR, VIBGYOR TOWERS,
PLOT No.C-62, OPP.TRIDENT HOTEL,
BANDRA KURLA COMPLEX, BANDRA EAST,
MUMBAI-400098
SCRIP SYMBOL: RAJPARIS

Dear Sir,

Sub: APPOINTMENT / RE-APPOINTMENT OF INDEPENDENT DIRECTORS AND TERMS AND CONDITIONS OF APPOINTMENT OF INDEPENDENT DIRECTORS

We wish to inform you that the shareholders of the Company have accorded their approval u/s 149, 152 of the Companies Act, 2013, for the re-appointment / appointment of the following Independent Directors at their 30th AGM held on 20th September 2018:

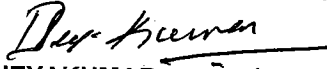
Name of Independent Director	Term	Shareholder approval date	Date of Appointment /Re-appointment	Date of cessation
Mr Neethimani Yogasaravanan [DIN: 01000631]	2 nd term	20-09-2018	01-04-2019	31-03-2024
Mr Rajamanickam Ganesan Senthilkannan [DIN: 01893487]	2 nd term	20-09-2018	01-04-2019	31-03-2024
Mr Rajkumar Edward Paul [DIN: 02424821]	2 nd term	20-09-2018	01-04-2019	31-03-2024
Mrs Jayanthi Kondapaneni [DIN: 08136903]		20-09-2018	29-06-2018	28-06-2023

The company has issued necessary letters of appointments to them as required u/s 149(8) of the Companies Act, 2013.

The text of the Terms of Appointment of Independent Directors is enclosed and the same will be hosted at the website of the Company.

We request you to kindly take the same on record and acknowledge the receipt of the same.

Thanking you,
Yours faithfully,
For RAJPARIS CIVIL CONSTRUCTIONS LIMITED


R JEYAKUMAR
MANAGING DIRECTOR
DIN: 01740757

RAJPARIS Civil Constructions Limited

H.O.30,Greams Lane,Thousand Lights,Chennai-600 006. CIN: L45201TN1988PLC015289
Phone: +91-44- 2829 0038, 2829 0566
Branch Office: No.560-562, 7th Floor - E, Century Plaza,Anna Salai, Chennai - 600 018.
Phone : 044 - 2433 0035, 2433 0038 Email:rajparis@gmail.com Web:www.rajparis.in

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RAJPARIS CIVIL CONSTRUCTIONS LIMITED**TERMS AND CONDITIONS OF APPOINTMENT OF INDEPENDENT DIRECTORS
[SECTION 149(8) READ WITH SCHEDULE IV TO THE COMPANIES ACT 2013 AND
REGULATION 46 (2)(B) OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE
REQUIREMENTS) REGULATIONS, 2015 (Listing Regulations)]**

Name of Independent Director	Term	Shareholder approval date	Date of Appointment /Re-appointment	Date of cessation
Mr Neethimani Yogasaravanan [DIN: 01000631]	1 st term	25-09-2014	25-09-2014	31-03-2019
	2 nd term	20-09-2018	01-04-2019	31-03-2024
Mr Rajamanickam Ganesan Senthilkannan [DIN: 01893487]	1 st term	25-09-2014	25-09-2014	31-03-2019
	2 nd term	20-09-2018	01-04-2019	31-03-2024
Mr Rajkumar Edward Paul [DIN: 02424821]	1 st term	25-09-2014	25-09-2014	31-03-2019
	2 nd term	20-09-2018	01-04-2019	31-03-2024
Mrs Jayanthi Kondapaneni [DIN: 08136903]		20-09-2018	29-06-2018	28-06-2023

Terms of Reference**Board Committees**

As advised by the Board, during the tenure of office, the independent directors may be required to serve on the Committees of the Board established by the Company. Upon appointment to any one or more committees, they will be provided with the Terms of Reference of that Committee.

Professional Conduct, Role and functions, duties

Independent Directors shall follow the (a) Rajparis Code of Conduct for Directors, (b) duties of directors prescribed under Section 166 of the Companies Act, 2013 and (c) Code of Independent Directors prescribed under Schedule IV to the Companies Act, 2013.



Remuneration

All Independent Directors will be paid a sitting fee as may be decided by the Board for every meeting of the Board and subcommittees of the Board.

Reimbursement of expenses for participation in the Board, sub-committees of the Board and general meetings will also be made.

Dealing in shares

Directors are prohibited from dealing in the company's shares during the period when the trading window is closed. Further, they are required to pre-clear all trades (buy/sell/gift) from the Compliance Officer of the Company. Directors are required to comply with applicable insider trading laws and regulations.

Training

Suitable training as and when needed and appropriate would be given.

Retirement Age

Retirement would be governed by Companies Act, 2013 and the rules made there under, Listing Regulations and other statutory provisions, from time to time.

Evaluation

Evaluation of Directors' performance will be done by the Nomination and Remuneration committee of the Board and also by the Separate Meeting of Independent Directors. The Criteria for evaluation has been disclosed in the Company's Annual Report.



Letters of appointment

Letters of appointment outlining the terms of appointment and other required statutory matters have been issued to the each of the Independent Directors immediately upon their appointment.

R JEYAKUMAR
MANAGING DIRECTOR

CHENNAI

DATED: 20.09.2018

