



April 6, 2018

The General Manager

Dept. of Corporate Services
National Stock Exchange of India Limited
Bandra Kurla Complex
Bandra (E)
Mumbai-400051

The Manager

Dept. of Corporate Services
BSE Limited
Regd. Office: Floor 25, P J Towers
Dalal Street
Mumbai - 400 001

Scrip Code: PRESTIGE

Scrip Code: 533274

Dear Sir/Madam,

Sub: Compliance Report on corporate Governance for the quarter ended March 31, 2018

Ref: Regulation 27(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Compliance report on Corporate Governance of Prestige Estates Projects Limited for the quarter ended March 31, 2018 as required under Regulation 27(2) of the of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is enclosed.

Please take the same on record.

Thanking you,

Yours faithfully,
for **Prestige Estates Projects Limited**

M. Sridhar
Company Secretary & Compliance Officer



Encl: Annexure-I

COMPLIANCE REPORT ON CORPORATE GOVERNANCE FOR THE QUARTER ENDED MARCH 31, 2018

1. Name of Listed Entity: **Prestige Estates Projects Limited**
2. Quarter ending: **March 31, 2018**

I. COMPOSITION OF BOARD OF DIRECTORS								
Sl. No.	Name of the Director	PAN & DIN	Category (Chairperson/ Executive / Non- Executive/ Independent/ Nominee)	Date of Appointment in the current term/ cessation	Tenure	Number of Directorship in listed entities including this listed entity	Number of Memberships in Audit/ Stakeholder Committee(s) including this listed entity	Number of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity
1.	Mr. Irfan Razack	AACPI7226E DIN: 00209022	Chairman & Managing Director	-	-	01	06	-
2.	Mr. Rezwan Razack	ABJPR9881L DIN: 00209060	Executive Director	-	-	01	01	-
3.	Mr. Noaman Razack	ACLPR5361A DIN: 00189329	Executive Director	-	-	01	-	-
4.	Ms. Uzma Irfan	AAGPI0898A DIN: 01216604	Executive Director	-	-	01	02	-
5.	Mr. Jagdeesh K Reddy	ACKPRI479G DIN: 00220785	Non - Executive Independent Director	25-Sep-2014	5 years	01	02	05

6.	Mr. Biji George Koshy	ACVPK0586G DIN: 01651513	Non - Executive Independent Director	25-Sep-2014	5 years	01	06	01
7.	Mr. Noor Ahmed Jaffer	ABMPJ8062C DIN: 00027646	Non - Executive Independent Director	25-Sep-2014	5 years	01	-	03
8.	Dr. Pangal Ranganath Nayak	AARPN2589C DIN: 01507096	Non - Executive Independent Director	25-Sep-2014	5 years	01	03	02

II. COMPOSITION OF COMMITTEES

Name of Committee	Name of Committee Members	Category (Chairperson/Executive / Non - Executive / Independent/ Nominee)
1. Audit Committee	1. Mr. Jagdeesh K. Reddy 2. Mr. Biji George Koshy 3. Dr. Pangal Ranganath Nayak 4. Mr. Irfan Razack	Non - Executive/Independent - Chairperson Non - Executive/Independent - Member Non - Executive/Independent - Member Executive - Member
2. Nomination & Remuneration Committee	1. Dr. Pangal Ranganath Nayak 2. Mr. Jagdeesh K. Reddy 3. Mr. Noor Ahmed Jaffer 1. Mr. Irfan Razack 2. Mr. Rezwan Razack 3. Mr. Noaman Razack	Non - Executive/Independent - Chairperson Non - Executive/Independent - Member Non - Executive/Independent - Member Executive - Chairperson Executive - Member Executive - Member
3. Risk Management Committee		

	Ms. Uzma Irfan	Executive – Member
	Mr. Pangal Ranganath Nayak	Non - Executive/Independent - Member
	Mr. Jagadeesh K Reddy	Non - Executive/Independent - Member
	Mr. Noor Ahmed Jaffer	Non - Executive/Independent - Member
	Mr. Biji George Koshy	Non - Executive/Independent - Member
4. Stakeholders Relationship Committee	1. Mr. Biji George Koshy	Non – Executive/Independent - Chairperson
	2. Mr. Irfan Razack	Executive – Member
	3. Mr. Rezwan Razack	Executive – Member
5. Corporate Social Responsibility Committee	1. Mr. Irfan Razack	Executive – Chairperson
	2. Mr. Rezwan Razack	Executive – Member
	3. Mr. Noor Ahmed Jaffer.	Non - Executive/Independent - Member

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)
7 th November, 2017	7 th February, 2018	91 days

IV. MEETING OF COMMITTEES

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

Audit Committee			
7 th February, 2018	All the members were present	7 th November, 2017	91 Days
Nomination Remuneration Committee			
7 th February, 2018	All the members were present	7 th November, 2017	91 Days
Risk Management Committee			
7 th February, 2018	All the members were present	NA	NA
Stakeholders Relationship Committee			
7 th February, 2018	All the members were present	7 th November, 2017	91 Days
Corporate Social Responsibility Committee			
7 th February, 2018	All the members were present	NA	NA
V. RELATED PARTY TRANSACTIONS			
Subject		Compliance status (Yes/No/NA)	
Whether prior approval of Audit Committee obtained		Yes	
Whether Shareholder approval obtained for material RPT		Not applicable, as there were no material Related Party Transactions	
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee		Yes	

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
 - a. Audit Committee
 - b. Nomination & Remuneration Committee
 - c. Stakeholders Relationship Committee
 - d. Risk Management Committee
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. The Corporate Governance Report submitted in the previous quarter was placed in the Meeting of Directors, held on 7th February, 2018, the said Report is reviewed and noted by the Board without any comments/observations.

For Prestige Estates Project Limited



M. Sridhar

M .Sridhar

Company Secretary & Compliance Officer

Place: Bengaluru

Date: 06.04.2018