



July 11, 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 June 30, 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 June 30, 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*



**M. Sridhar**  
**Company Secretary & Compliance Officer**

Encl: Annexure-I

Annexure-1

COMPLIANCE REPORT ON CORPORATE GOVERNANCE FOR THE QUARTER ENDED JUNE 30, 2018

1. Name of Listed Entity: **Prestige Estates Projects Limited**
2. Quarter ending: **June 30, 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	05	-
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	ACKPR1479G 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.	Mr. Pangal Ranganath Nayak	AARP2589C 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	Non - Executive/Independent - Chairperson
	2. Mr. Biji George Koshy	Non - Executive/Independent - Member
	3. Mr. Pangal Ranganath Nayak	Non - Executive/Independent - Member
	4. Mr. Irfan Razack	Executive - Member
2. Nomination & Remuneration Committee	1. Mr. Pangal Ranganath Nayak	Non - Executive/Independent - Chairperson
	2. Mr. Jagdeesh K. Reddy	Non - Executive/Independent - Member
	3. Mr. Noor Ahmed Jaffer	Non - Executive/Independent - Member
3. Risk Management Committee	1. Mr. Irfan Razack	Executive - Chairperson
	2. Mr. Rezwan Razack	Executive - Member
	3. Mr. Noaman Razack	Executive - Member



	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

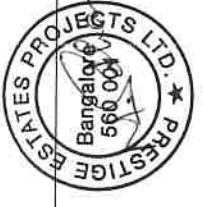
Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter	Maximum gap between any two consecutive (in number of days)
7 <sup>th</sup> February, 2018	28 <sup>th</sup> May 2018	109 days

### 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



<b>Audit Committee</b>			
28 <sup>th</sup> May, 2018	All the members were present	7 <sup>th</sup> February, 2018	109 Days
<b>Nomination Remuneration Committee</b>			
28 <sup>th</sup> May, 2018	All the members were present	7 <sup>th</sup> February, 2018	109 Days
<b>Risk Management Committee</b>			
NA	NA	7 <sup>th</sup> February, 2018	NA
<b>Stakeholders Relationship Committee</b>			
28 <sup>th</sup> May, 2018	All the members were present	7 <sup>th</sup> February, 2018	109 Days
<b>Corporate Social Responsibility Committee</b>			
NA	NA	7 <sup>th</sup> February, 2018	NA
<b>V. RELATED PARTY TRANSACTIONS</b>			
<b>Subject</b>		<b>Compliance status (Yes/No/NA)</b>	
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 7<sup>th</sup> 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: 11.07.2018

