



October 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 September 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 September 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
Company Secretary & Compliance Officer



Encl: Annexure-I

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

1. Name of Listed Entity: **Prestige Estates Projects Limited**
2. Quarter ending: **September 30, 2018**

I. COMPOSITION OF BOARD OF DIRECTORS

S. 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



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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	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. Mr. 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. Mr. Pangal Ranganath Nayak 2. Mr. Jagdeesh K. Reddy 3. Mr. Noor Ahmed Jaffer	Non - Executive/Independent - Chairperson Non - Executive/Independent - Member Non - Executive/Independent - Member
3. Risk Management Committee	1. Mr. Irfan Razack 2. Mr. Rezwan Razack 3. Mr. Noaman Razack	Executive - Chairperson Executive - Member Executive - Member



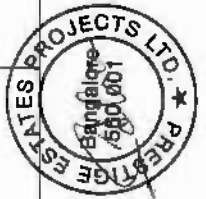
	Ms. Uzma Irfan	Executive – Member
	Mr. Pangal Ranganath Nayak	Non - Executive/Independent - Member
	Mr. Jagadeesh K Reddy	Non - Executive/Independent - Member
	Mr. Noor Ahmed Jaffer	Non - Executive/Independent - Member
	Mr. Biji George Koshy	Non - Executive/Independent - Member
4. Stakeholders Relationship 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 relevant quarter	Date(s) of Meeting (if any) in the previous quarter	Maximum gap between any two consecutive (in number of days)
27 th July 2018	28 th May 2018	59 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



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Audit Committee		
27 th July 2018	All the members were present	28 th May, 2018 59 Days
Stakeholders Relationship Committee		
27 th July 2018	All the members were present	28 th May, 2018 59 Days
V. RELATED PARTY TRANSACTIONS		
Subject		
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	Yes
2	The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee	Yes
	The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	Yes



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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
3	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes

Annexure III to be submitted by listed entity at the end of 6 months after end of financial year along-with second quarter report of next financial year

I. Affirmations				
Sr	Broad heading	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website	46(2)	Yes	
2	Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes	
3	Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	No	Travelling Abroad. Requested for leave of absence.
4	Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes	



For Prestige Estates Project Limited

M. Sridhar

M. Sridhar
Company Secretary & Compliance Officer
Place: Bengaluru
Date: 11.07.2018

