



April 11, 2019

<b>The General Manager</b> Dept. of Corporate Services National Stock Exchange of India Limited Bandra Kurla Complex Bandra (E) Mumbai-400051	<b>The Manager</b> Dept. of Corporate Services BSE Limited Regd. Office: Floor 25, P J Towers Dalal Street Mumbai – 400 001
<b>Scrip Code: PRESTIGE</b>	<b>Scrip Code: 533274</b>

Dear Sir/Madam,

**Sub: Compliance Report on corporate Governance for the quarter ended March 31, 2019**

**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, 2019 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**

**Manoj Krishna JV**  
Authorised Signatory



Encl: Annexure-I

**COMPLIANCE REPORT ON CORPORATE GOVERNANCE FOR THE QUARTER ENDED March 31, 2019**1. Name of Listed Entity: **Prestige Estates Projects Limited**2. Quarter ending: **March 31, 2019****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	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



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7.	Mr. Noor Ahmed Jaffer	ABMPJ8062C DIN: 00027646	Non - Executive Independent Director	25-Sep-2014	5 years	01	-	04
8.	Mr. Pangal Ranganath Nayak	AARPN2589C DIN: 01507096	Non - Executive Independent Director	25-Sep-2014	5 years	01	04	02

## II. COMPOSITION OF COMMITTEES

Name of Committee	Name of Committee Members	Category (Chairperson/Executive /Non - Executive /Independent/ Nominee)	Date of Appointment	Date of Cessation
1. Audit Committee	1. Mr. Jagdeesh K. Reddy	Non - Executive/Independent - Chairperson	10-11-2009	-
	2. Mr. Biji George Koshy	Non - Executive/Independent - Member	10-11-2009	-
	3. Mr. Pangal Ranganath Nayak	Non - Executive/Independent - Member	24-11-2009	-
	4. Mr. Irfan Razack	Executive - Member	10-11-2009	-
2.Nomination & Remuneration Committee	1. Mr. Pangal Ranganath Nayak	Non - Executive/Independent - Chairperson	26-05-2014	-
	2. Mr. Jagdeesh K. Reddy	Non - Executive/Independent - Member	26-05-2014	-
	3. Mr. Noor Ahmed Jaffer	Non - Executive/Independent - Member	26-05-2014	-
3.Risk Management Committee	1. Mr. Irfan Razack	Executive - Chairperson	22-01-2015	-
	2. Mr. Rezwan Razack	Executive - Member	22-01-2015	-
	3. Mr. Noaman Razack	Executive - Member	22-01-2015	-
			22-01-2015	-
	Ms. Uzma Irfan	Executive - Member	22-01-2015	-
	Mr. Pangal Ranganath Nayak	Non - Executive/Independent - Member	22-01-2015	-
	Mr. Jagadeesh K Reddy	Non - Executive/Independent - Member	22-01-2015	-
	Mr. Noor Ahmed Jaffer	Non - Executive/Independent - Member	22-01-2015	-
	Mr. Biji George Koshy	Non - Executive/Independent - Member	22-01-2015	-

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4. Stakeholders Relationship Committee	1. Mr. Biji George Koshy	Non – Executive/Independent - Chairperson	10-11-2009	-
	2. Mr. Irfan Razack	Executive – Member	10-11-2009	-
	3. Mr. Rezwan Razack	Executive – Member	10-11-2009	-
5. Corporate Social Responsibility Committee	1. Mr. Irfan Razack	Executive – Chairperson	26-05-2014	-
	2. Mr. Rezwan Razack	Executive – Member	26-05-2014	-
	3. Mr. Noor Ahmed Jaffer.	Non - Executive/Independent - Member	26-05-2014	-

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)
12 <sup>th</sup> February, 2019	30 <sup>th</sup> October, 2018	104 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>			
12 <sup>th</sup> February, 2019	All the members were present	30 <sup>th</sup> October, 2018	104 days
<b>Stakeholders Relationship Committee</b>			
12 <sup>th</sup> February, 2019		30 <sup>th</sup> October, 2018	104 days

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	Mr. Rezwan Razack was granted leave of absence and Quorum was Met.		
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**Risk Management Committee**

12 <sup>th</sup> February, 2019	Mr. Rezwan Razack was granted leave of absence and Quorum was Met.	7 <sup>th</sup> February,2018	369 days
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**Nomination and Remuneration Committee**

12 <sup>th</sup> February, 2019	All the members were present	28 <sup>th</sup> May 2018	259 days
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**V. RELATED PARTY TRANSACTIONS**

<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	Yes
2	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations,2015 <b>a. Audit Committee</b>	Yes
3	The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations,2015. <b>b. Nomination &amp; remuneration committee</b>	Yes

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4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations,2015. <b>c. Stakeholders relationship committee</b>	Yes	
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations,2015. <b>d. Risk management committee (applicable to the top 100 listed entities)</b>	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	
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes	

**For Prestige Estates Project Limited**



**Manoj Krishna JV**  
**Authorised Signatory**

Place: Bengaluru  
Date: 11.04.2019

