



July 10, 2017

BSE Limited  
Phiroze Jeejeebhoy Towers  
Dalal Street  
Mumbai - 400 001

National Stock Exchange of India Limited  
Exchange Plaza  
Plot no. C/1, G Block  
Bandra-Kurla Complex  
Bandra (E)  
Mumbai - 400 051

Dear Sirs,

**Sub: Compliance Report on corporate Governance for the quarter ended June 30, 2017**

**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, 2017 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, 2017**1. Name of Listed Entity: **Prestige Estates Projects Limited**2. Quarter ending: **June 30, 2017****I. COMPOSITION OF BOARD OF DIRECTORS**

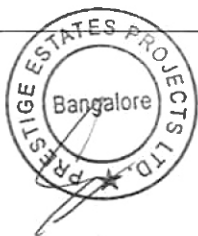
<b>Sl. No.</b>	<b>Name of the Director</b>	<b>PAN &amp; DIN</b>	<b>Category (Chairperson/ Executive / Non- Executive/ Independent/ Nominee)</b>	<b>Date of Appointment in the current term/ cessation</b>	<b>Tenure</b>	<b>Number of Directorship in listed entities including this listed entity</b>	<b>Number of Memberships in Audit/ Stakeholder Committee(s) including this listed entity</b>	<b>Number of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity</b>
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
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	Non - Executive/Independent - Chairperson
	2. Mr. Biji George Koshy	Non - Executive/Independent - Member
	3. Dr. Pangal Ranganath Nayak	Non - Executive/Independent - Member
	4. Mr. Irfan Razack	Executive – Member
2. Nomination & Remuneration Committee	1. Dr. 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 – Chairman
	2. Mr. Rezwan Razack	Executive – Member
	3. Mr. Noaman Razack	Executive – Member



	4. Ms. Uzma Irfan	Executive – Member
	5. Mr. Jagdeesh K. Reddy	Non - Executive/Independent/ Member
	6. Mr. Biji George Koshy	Non - Executive/Independent/ Member
	7. Mr. Noor Ahmed Jaffer	Non - Executive/Independent/ Member
	8. Dr. Ranganath Pangal Nayak	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
<b>III. MEETING OF BOARD OF DIRECTORS</b>		
<b>Date(s) of Meeting (if any) in the previous quarter</b>	<b>Date(s) of Meeting (if any) in the relevant quarter</b>	<b>Maximum gap between any two consecutive (in number of days)</b>
13 <sup>th</sup> February 2017 22 <sup>nd</sup> March 2017	30 <sup>th</sup> May 2017	68 days



**IV. MEETING OF COMMITTEES**

<b>Date(s) of meeting of the Committee in the relevant quarter</b>	<b>Whether requirement of Quorum met (details)</b>	<b>Date(s) of meeting of the Committee in the previous quarter</b>	<b>Maximum gap between any two consecutive meetings in number of days</b>
<b>Audit Committee</b>			
30 <sup>th</sup> May 2017	All the members were present	13 <sup>th</sup> February 2017  22 <sup>nd</sup> March 2017	68 Days
<b>Nomination Remuneration Committee</b>			
30 <sup>th</sup> May 2017	NA	13 <sup>th</sup> February 2017	NA
<b>Risk Management Committee</b>			
NA	NA	NA	NA
<b>Stakeholders Relationship Committee</b>			
30 <sup>th</sup> May 2017	All the members were present	13 <sup>th</sup> February 2017	105 Days
<b>Corporate Social Responsibility Committee</b>			
NA	NA	22 <sup>nd</sup> March 2017	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 30<sup>th</sup> May 2017, 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: July 10, 2017.