



PSL Limited

3rd Floor, 'Punj House',
M-13A, Connaught Circus,
New Delhi - 110 001
Tel. : 2341 5050 - 53 Fax : 2341 5054
E-mail : pslllegal@pslltd.co.in
Website : www.psllimited.com

Ref: PSL/2018-19/774

January 8, 2019

National Stock Exchange of India Limited
Listing Department
Exchange Plaza,
5th Floor, Plot No C/1, G Block,
Bandra Kurla Complex,
Bandra East, Mumbai-400 051
Tel: 022-26598235/36
Fax: 022-26598237/38
NSE Scrip Symbol: PSL

BSE Limited
Corporate Service Department
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai-400 001
Tel: 022-22728398
Fax: 022-22722037/39
BSE Scrip Code: 526801

Dear Sir(s),

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

We are enclosing the compliance report on Corporate Governance for the quarter ended on December 31, 2018 in the prescribed format as required under Regulation 27 (2) (a) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Kindly take this information on record and oblige.

Thanking you

Cordially Yours

For PSL LIMITED

ASHOK PUNJ
MANAGING DIRECTOR

Encl: as above

CORPORATE GOVERNANCE REPORT

1. Name of Listed Entity : PSL Limited
 2. Quarter ending : DECEMBER 31, 2018 (3rd Quarter)

I. COMPOSITION OF BOARD OF DIRECTORS										
Title (Mr./ Ms.)	Name of the Director	PAN & DIN	Category (Chairperson/ /Executive/ Non-Executive/ /Independent/ Nominee)	Date of Appointment in the current term/ cessation	Tenure	No of Directors in listed entities including this listed entity (Refer Reg- 25(1) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)		No of past of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)	Continuation Sheet
							Audit Committee	Stakeholder Committee		
Mr. Ashok Yoginder Punj	AABPP8065D & 00041911	Executive	01.10.2016	NA	1	1	-	-	-	-
Mr. Alok Yoginder Punj	AABPP8061H & 00058049	Non-Executive Director	28.09.2017	NA	1	1	1	-	-	-
Mr. Rajinderkumar Suraj Bahri	AEYPB8236R & 00044364	Non-Executive Director	28.09.2018	NA	1	1	-	-	-	-
Mr. Chitranjankumar Jagdishchandra Goel	ACMPG7431K & 01372544	Non-Executive Director	28.09.2018	NA	1	1	-	-	-	-
Mr. Narsh Chandra Sharma	ADWPS6154J & 00054922	Chairperson/ Non Executive/ Independent Director	25.09.2014	5 years till 24.09.2019	3	3	3	1	1	-
Mr. Harinder Shourie#	00400593	Non Executive/ Independent Director	25.09.2014	5 years till 24.09.2019	1	1	1	-	-	-
Mr. Ashok Sharma	BQQPS0882R & 00042028	Non Executive/ Independent Director	25.09.2014	5 years till 24.09.2019	1	1	1	-	-	-
Mr. Harsh Pateria	AFDPP6027Q & 00197447	Non Executive/ Independent Director	25.09.2014	5 years till 24.09.2019	1	1	1	-	-	-
Mrs. Manjula Navinchandra Bhatia	AACP4786E & 07178575	Non-Executive Director	28.09.2017	NA	1	1	1	-	-	-

Note: # Harinder Shourie is a Foreign Resident Director, therefore PAN not applicable.


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II. COMPOSITION OF COMMITTEES			
Name of Committee	Name of Committee members	Category (Chairperson/Executive/Non Executive/Independent/Nominee)	
1. Audit Committee	Mr. N.C. Sharma Mr. Alok Punj Mr. Harsh Pateria Mr. Ashok Sharma Mr. Harry Harinder Shourie Mrs. Manjula Navinchandra Bhatia	Chairperson, Independent & Non-Executive Director Non-Executive Director Independent & Non-Executive Director Independent & Non-Executive Director Independent & Non-Executive Director Non-Executive Director	
2. Nomination & Remuneration Committee	Mr. N. C. Sharma Mr. Alok Punj Mr. Harsh Pateria Mr. Ashok Sharma	Chairperson, Independent & Non-Executive Director Non-Executive Director Independent & Non-Executive Director Independent & Non-Executive Director	
3. Risk Management Committee	Mr. Alok Punj Mrs. Manjula Navinchandra Bhatia Mr. N. C. Sharma Mr. Harry Harinder Shourie	Chairperson & Non-Executive Director Non-Executive Director Independent & Non-Executive Director Independent & Non-Executive Director	
4. Stakeholders Relationship Committee	Mr. Alok Punj Mr. Ashok Sharma Mr. N. C. Sharma Mr. Harsh Pateria	Non-Executive Director Independent & Non-Executive Director Independent & Non-Executive Director Independent & Non-Executive Director	
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 meetings (in number of days)	
9-August-2018	13-November-2018	95	

Ashok Punj



IV. MEETING OF COMMITTEES				Maximum gap between any two consecutive meetings in number of days
Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met - Yes	Date(s) of meeting of the committee in the previous quarter		
AUDIT COMMITTEE	Mr. Alok Punj	9-August-2018	P	95
	Mr. Ashok Sharma		A	
	Mr. Harsh Pateria		P	
	Mr. N.C. Sharma		P	
	Mr. Harry Harinder Shourie		P (Video conferencing)	
Mrs. Manjula Navinchandra Bhatia	P			
Note: P = Present; A = Absent				
V. RELATED PARTY TRANSACTIONS				
				
Subject	Compliance status (Yes/No/NA) refer note below			
Whether prior approval of audit committee obtained	NA			
Whether shareholder approval obtained for material RPT	NA			
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	NA			
NOTE:				
1. In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/NA. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated.				
2. If status is "No" details of non-compliance may be given here.				

Continuation Sheet



Ashok Sharma

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 (applicable to the top 100 listed entities)
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. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. Any comments/observations/advice of Board of Directors may be mentioned here:
This report shall be placed before the Board of Directors in the forthcoming meeting.

PSL



ASHOK PUNJ
MANAGING DIRECTOR

