Compliance Report on Corporate Governance

1. Name of Listed Entity - PILANI INVESTMENT AND INDUSTRIES CORPORATION LIMITED

Quarter ending – 31ST DECEMBER, 2018

D
Z
Z
Ш
\times
\subseteq
\mathbf{z}
Ш
_

			5-12	ATTENDED TO THE REAL PROPERTY.		The second secon	_
Ms.	M _r	Mr	Mr	Mrs.	Mr.	Title (Mr./	
Surbhi Singhi	A. K. Kothari	A. V. Jalan	D. K. Mantri	Rajashree Birla	B. K. Birla	Name of Director	
PAN- AIBPK8344A DIN-03275338	PAN- AFLPK3831P DIN-00051900	PAN- ACRPJ7082L DIN- 01455782	PAN- AIDPM1867C DIN- 00075664	PAN- AAFPB1583L DIN-00022995	PAN- AEKPB3110L DIN-00055856	PAN& DIN	
Non-Executive - Independent	Non-Executive - Independent	Non-Executive	Non-Executive - Independent	Non-Executive	Non-Executive	Category (Chairperson /Executive/ Non- Executive/ Independent/ Nominee)	
06/11/2015 Cessation on 14/11/2018	25/07/2016	30/10/2008	29/08/2014	27/08/2018	29/08/1986	Date of Appointment in the Current term/cessation	
1 W	60	I.	60	1	1	Tenure (in months)	
	ω	2	_	o	IJ	No of Directorship in listed entities including this listed entity	
	Ø	N	22	1	1	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity	
3	I c	1	2	1	ı	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity	
	Surbhi Singhi PAN- AIBPK8344A Non-Executive Cessation on 14/11/2018	A. K. Kothari PAN- AFLPK3831P DIN-00051900 - Independent DIN-00051900 25/07/2016 60 3 6 Surbhi Singhi PAN- AIBPK8344A DIN-03275338 Non-Executive Cessation on 14/11/2018 06/11/2015 GO Cessation on 14/11/2018 60	A. V. Jalan PAN- ACRPJ7082L DIN-01455782 Non-Executive DIN-01455782 30/10/2008 - 2 2 A. K. Kothari PAN- AFLPK3831P DIN-00051900 Non-Executive - Independent DIN-03275338 Non-Executive - Non-Executive DIN-03275338 25/07/2016 - 106/11/2015 - 106/11/2018 60 3 6	D. K. Mantri PAN- AIDPM1867C DIN- 00075664 Non-Executive - Independent DIN- 00075664 29/08/2014 60 1 2 A. V. Jalan PAN- ACRPJ7082L DIN- 01455782 Non-Executive DIN- 01455782 Non-Executive DIN- 00051900 30/10/2008 - 2 2 2 A. K. Kothari PAN- AFLPK3831P DIN-00051900 Independent DIN-03275338 Non-Executive Cessation on 14/11/2015 60 3 6	Rajashree Birla DIN-00022995 Non-Executive 27/08/2018 - 6 -	B. K. Birla PAN- AEKPB3110L DIN-00055856 Non-Executive 29/08/1986 - 5 - Rajashree Birla PAN- AAFPB1583L DIN-00022995 Non-Executive DIN-00022995 Non-Executive 27/08/2018 - 6 - D. K. Mantri PAN- AIDPM1867C DIN-00075664 Non-Executive DIN-00075664 Non-Executive 29/08/2014 60 1 2 A. V. Jalan PAN- ACRPJ7082L DIN-01455782 Non-Executive DIN-01455782 Non-Executive Independent 30/10/2008 - 2 2 A. K. Kothari PAN- AFLPK3831P DIN-00051900 Non-Executive Independent 25/07/2016 60 3 6 Surbhi Singhi PAN- AIBPK8344A DIN-03275338 Non-Executive Independent 25/07/2016 60 3 6	Name of Director Name of Director PAN& DIN Category (Chairperson Appointment in (in months) PAN-AEKPB3110L Non-Executive Independent PAN-AAFPB1583L DIN-00022995 D.K. Mantri D.K. Mantri A. V. Jalan PAN-AFLPK3831P PAN-AFLPK3831P PAN-AFLPK3831P DIN-002273338 PAN-AFLPK3831P DIN-023273338 PAN-AFLPK3831P DIN-023273338 PAN-AIBPK8344A Non-Executive DIN-023273338 PAN-AIBPK8344A Non-Executive DIN-023273338 PAN-AIBPK8344A Non-Executive DIN-023273338 PAN-AIBPK83844A Non-Executive DIN-023273338 PAN-AIBPK83844A Non-Executive DIN-023273338 PAN-AIBPK83844A Non-Executive Cessation on 14/11/2018 PAN-AIBPK83844A Non-Executive Cessation on 14/11/2018 PAN-AIBPK83844A Non-Executive Cessation on 14/11/2018 PAN-AIBPK83844A Non-Executive Cessation on 14/11/2018

II. Composition of Committees

Name of Committee	Name of Committee	Category (Chairperson/Executive/Non	
	Members	Executive/Independent/Nominee)\$	
	1. Mr. D. K. Mantri	Non-Executive – Independent-Chairperson	
1. Audit Committee	2. Mr. A. K. Kothari	Non-Executive - Independent	
	3. Mr. A. V. Jalan Non-Executive		
2. Nomination & Remuneration	1. Mr. D. K. Mantri	Non-Executive – Independent-Chairperson	
	2. Mr. A.K. Kothari	Non-Executive - Independent	
Committee	3. Mr. A. V. Jalan	Non-Executive	
	1. Mr. D. K. Mantri	Non-Executive – Independent-Chairperson	
2 Disk Management Committee	2. Mr. A. K. Kothari	Non-Executive – Independent	
3. Risk Management Committee	3. Mr. R. P. Pansari	Chief Executive Officer	
	4. Mr. N. K. Baheti	Chief Financial Officer	
4. Stakeholders Relationship	1. Mr. D. K. Mantri	Non-Executive – Independent-Chairperson	
Committee	2. Mr. A. K. Kothari	Non-Executive - Independent	
Committee	3. Mr. A. V. Jalan	Non-Executive	

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)	
27/08/2018 <	05/11/2018	53 Days	
12/09/2018	13/12/2018	37 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
Audit Committee 13/12/2018	YES- 3 members present	12/09/2018	91 Days
*This information has to b information is optional	e mandatorily be given for Au	dit Committee, for rest of th	e Committees giving this

V. Related Party Transactions

Subject	Compliance status (Yes/No/NA)
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	NA
approval have been reviewed by Audit Committee	

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 (although applicable to the top 100 listed entities)
- 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 will be placed in the next meeting of the Board of Directors of the Company. Any comments/observations/advice of Board of Directors may be mentioned here:

For Pilani Investment and Industries Corporation Limited

(Company Secretary)