

Quarterly Compliance Report on Corporate Governance

(Pursuant to Regulation 27 (2) of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015)

Name of Listed Entity : Prakash Consrtowell Limited

Quarter ending : December 31, 2018

BSE Scrip Code : 533605

NSE Srip Code : PRAKASHCON

I. Composition of Board of Directors

| Title (Mr./Ms.) | Name of the Directors | PAN & DIN | Category (Chairman / Managing Director / WTD / Independent Director / Director) | Date of Appointment in the current term/ cessation | Tenure* | No of Directorship in listed entities including this listed entity | Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity | No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity |
|--------------------|-----------------------|----------------------------------|---|---|-----------|---|--|--|
| Mr | Prakash P. Laddha | DIN: 00126825 PAN: AAHPL3023D | Chairman & Non- Executive Director | 14/09/2017 | N.A. | 1 | 1 | 0 |
| Mr | Trichur G. Krishnan | DIN: 00126759 PAN: AEAPK1429B | Managing Director | 01/01/2011 Cessation w.e.f. 19/12/2018 | N.A. | 1 | 0 | 0 |
| Mr | Prafulla Bhat | DIN: 06604513 PAN: AMEPB0155F | Executive Director | 14/09/2017 | N.A. | 3 | 2 | 0 |
| Mr | Prashant P. Gadkari | DIN: 06565104 PAN: AKQPG5006N | Independent Director | 30/09/2014 | 51 months | 1 | 1 | 0 |
| Mr | Vishal Ahuja | DIN: 07427944 PAN: ATKPA0926E | Independent Director | 30/09/2016 | 27 months | 1 | 2 | 2 |
| Ms | Jyoti R. Rathi | DIN: 07096231 PAN: AIQPR5065E | Independent Director | 29/09/2015 | 39 months | 1 | 0 | 0 |

II. Composition of Committees

| Name of Committee | Name of Committee members | Date of Appointment | Category |
|---|---------------------------|---------------------|--------------------------------------|
| Audit Committee | Vishal M. Ahuja | 08/09/2016 | Chairperson & independent Director |
| | Prakash P. Laddha | 12/08/2011 | Non- Executive Director & Member |
| | Prashant P. Gadkari | 11/02/2014 | Member and Independent Director |
| Nomination & Remuneration Committee | Prashant P. Gadkari | 13/11/2014 | Chairperson & Independent Director |
| | Vishal M. Ahuja | 08/09/2016 | Member and Independent Director |
| | Jyoti R. Rathi | 13/02/2015 | Member and Independent Director |
| Stakeholder Relationship Committee | Vishal M. Ahuja | 08/09/2016 | Chairperson and Independent Director |
| | Prafulla S. Bhat | 04/03/2016 | Member and Executive Director |
| Corporate Social Responsibility Committee | Vishal M. Ahuja | 08/09/2016 | Chairperson & independent Director |
| | Prakash P. Laddha | 14/08/2014 | Non- Executive Director & Member |
| | Prafulla S. Bhat | 04/03/2016 | Member and 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 (in number of days) |
|---|---|---|
| 13.08.2018 | 14.11.2018 | 92 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* |
|--|--|--|--|
| 1. AUDIT COMMITTEE MEETING | Yes | 13.08.2018 14.11.2018 | 92 days |

This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional

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 approval have been reviewed by Audit Committee | NA |

VI. Affirmations

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|---|---|
| 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 b. Nomination & remuneration committee YES c. Stakeholders relationship committee YES d. Risk management committee (applicable to the top 100 listed entities) Not Applicable |
| 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. YES |
| 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. YES |
| 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 - NIL comments |

Signatory Details

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|------------------------------|---|
| Name of signatory | Mukesh Chaudhary |
| Designation of person | Company Secretary and Compliance Officer |

Date : January 8, 2019

Place : Nashik