

Annexure - I
Compliance Report on Corporate Governance
[Pursuant to regulation 27(2) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015]

1. Name of the Listed Entity: M/s. Pennar Industries Limited
2. Quarter Ending: 30th June, 2019

I. Composition of the 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 Directorship in listed entities including this listed entity (Refer Regulation 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 post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)	
Mr.	Joginapally Venkata Nrupender Rao	00089922 ACDPJ5615R	Executive Chairman	23.09.1995	-	1	0	0	
Mr.	Aditya Narsing Rao	01307343 ADVPJ6046K	Vice Chairman/ Managing Director	12.02.2019	-	1	Listed-1	0	
Mr.	Lavanya Kumar Rao Kondapally	01710629 ACVPK3179R	Executive Director	07.05.2014	-	1	0	0	
Mr.	Chandrasekhar Sripada	02813923 AAKPC0844N	Additional Non-Executive Independent Director	12.02.2019	5 Years	1	0	0	
Mr.	Vishal Satinder Sood	01780814 AMSPS9805K	Non-Executive	31.01.2012	-	2	0	0	
Mr.	Potluri Venkateswara Rao	03157581 AGJPP7796D	Joint Managing Director	30.03.2016	-	1	0	0	
Mr.	Comandur Parthasarathy	00079232 AAFPC7617L	Independent	09.11.2015	5 Years	2	Listed-1	Listed-1	
Mr.	Bandari Kamalakar Rao	00038686 AERP5183N	Independent	12.02.2019	5 Years	2	Listed-3	Listed -3	
Mr	Manish Mahendra Sabharwal	00969601 AGVPS6333F	Independent	12.02.2019	5 Years	2	0	0	

Mr.	Varun Chawla	02097425 AGBPC1165H	Independent	12.02.2019	5 Years	1	Listed-2	0
Ms.	Sita Vanka @	07016012 ACFPV9805M	Independent	11.02.2015	5 Years	1	Listed-1	0
Mr.	Eric James Brown	07670880 N.A NRI	Non Executive Director	10.11.2017	-	1	Listed -1	0
Ms.	Bharati Pinnamaneni Jacob **	00174865 AAMPJ2614H	Additional Non Executive Independent Director	27.05.2019	5 Years	1	0	0

@Ms Sita Vanka resigned as Director w.e.f.27.05.2019

** Ms Bharati Pinnamaneni Jacob was appointed as Director w.e.f. 27.05.2019

PAN number of any director would not be displayed on the website of Stock Exchange; & Category of directors means executive/non-executive/independent/Nominee. if a director fits into more than one category write all categories separating them with hyphen * to be filled only for Independent Director. Tenure would mean total period from which Independent director is serving on Board of directors of the listed entity in continuity without any cooling off period.

II. Composition of Committees

	Name of the Committee	Name of Committee members	Category (Chairperson/Executive/ Non Executive/ Independent/ Nominee)
1. Audit Committee		Bandari Kamalakar Rao Varun Chawla C Parthasarathy Eric James Brown	Independent Chairman Independent Independent Non Executive
2. Nomination & Remuneration Committee		Bandari Kamalakar Rao Varun Chawla C Parthasarathy Joginapally Venkata Nrupender Rao Chandrasekhar Sripada	Independent Chairman Independent Independent Executive Additional Non-Executive Independent Director
3. Risk Management Committee (if applicable)		NA	NA
4. Stakeholders Relationship Committee		Bandari Kamalakar Rao Varun Chawla	Independent Chairman Independent

		Aditya Narsing Rao		Vice Chairman/Managing Director	
&Category of directors means executive/non-executive/independent/Nominee. if a director fits into more than one category write all categories separating them with hyphen					
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)	
12 th February, 2019 15 th May, 2019		15 th May, 2019 27 th May, 2019		Ninety One (91) Eleven (11)	
IV. Meeting of Committee					
Date(s) of meeting of the committee in the relevant quarter		Date(s) of meeting of the committee in the previous quarter		Maximum gap between any two consecutive meetings in number of days*	
25 th May, 2019		11 th February, 2019		One hundred and Two (102)	
* 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					
Whether prior approval of audit committee obtained					
Whether shareholder approval obtained for material RPT					
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee					
Note 1. In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/N.A.. 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.					
(*) The details of the material transactions entered into with the related party are attached herewith as attachment -1.					
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: NIL					

for Pennar Industries Limited



Mirza Mohammed Ali Baig
Company Secretary & Compliance Officer
ACS 29058

Note: Information at Table I and II above need to be necessarily given in 1st quarter of each financial year. However if there is no change of information in subsequent quarter(s) of that financial year, this information may not be given by Listed entity and instead a statement "same as previous quarter" may be given.



Attachment - 1 to the Compliance Report on Corporate Governance

Details of the material transactions entered into with the related party for the Quarter ended 30th June, 2019
[Pursuant to regulation 27(2)(b) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015]

NA

for Pennar Industries Limited



Mirza Mohammed Ali Baig
Company Secretary & Compliance Officer
ACS 29058

