

PUNJAB COMMUNICATIONS LIMITED
CORPORATE GOVERNANCE REPORT FOR THE QUARTER ENDED ON 31ST DECEMBER, 2016

1. Name of Listing Entity Punjab Communications Limited
2. Quarter ending 31st December, 2016

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 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.	Anirudh Tewari, IAS	AAYPT2062P & 02682553	Chairman - Non-Executive/ Nominee	13.05.15	N.A	2	Nil	Nil
Mr.	Vikas Pratap, IAS	AFUPP1016N & 01129385	VC & MD - Executive/ Nominee	20.11.14	N.A	1	Nil	Nil
Ms.	Shruti Singh, IAS	BAZPS8748D & 06571472	Sr. V.Chairperson - Non-Executive/ Nominee	09.08.16	N.A	1	Nil	Nil
Mr.	Rajiv Dewan	AAOPD9617N & 00007988	Independent - Non-Executive	12.01.15	24 M*	2	4	1
Mr.	V.P. Chandan	AAAPC3682L & 00225793	Independent - Non-Executive	12.01.15	24 M*	1	2	2
Ms.	Neena Singh	ADSPS0377F & 00233352	Independent - Non-Executive	31.03.15	21 M	3	3	Nil

[§]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.
⁽⁺⁾ Mr. Rajiv Dewan and Mr. V.P. Chandan were originally appointed on 27.11.2013 as Independent Director(s), however subsequent to notification of the provisions of Companies Act, 2013 they were appointed for a term of 5 years w.e.f 12.01.2015.

II. Composition of Committees		
Name of Committee	Name of Committee members	Category (Chairperson/Executive/Non-Executive/independent/Nominee) [§]
1. Audit Committee *	1. Mr. V.P. Chandan 2. Mr. Rajiv Dewan 3. Ms. Neena Singh	Independent-Non-Executive/Nominee Independent-Non-Executive/Nominee Independent-Non-Executive/Nominee
2. Stakeholders Relationship Committee *	1. Mr. V.P. Chandan 2. Mr. Rajiv Dewan 3. Ms. Neena Singh	Independent-Non-Executive/Nominee Independent-Non-Executive/Nominee Independent-Non-Executive/Nominee
3. Nomination & Remuneration Committee *	1. Mr. V.P. Chandan 2. Mr. Rajiv Dewan 3. Ms. Neena Singh	Independent-Non-Executive/Nominee Independent-Non-Executive/Nominee Independent-Non-Executive/Nominee

[§]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
** Sh. A K Pathak who resigned as Executive Director on superannuation w.e.f. 16/12/2016 was a member of these Committees. However, the Committees are yet to be reconstituted in the forthcoming Board Meeting in February, 2017.

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)
3rd August, 2016	8th November, 2016		96 Days
IV. Meeting of Committees (Audit Committee)			
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 *
8th November, 2016	Yes (3/4)	1st August, 2016	98 Days
* This infomation has to be mandatorily be given for audit committee, for rest of the committees giving this infomation is optional			

* 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) 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/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.

VI. Affirmations	
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 b. Nomination & Remuneration Committee c. Stakeholders Relationship Committee d. Risk Management Committee (applicable to the top 100 listed entities) - N.A	Yes, as on date of this report.
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:	Yes, the same has been placed before the Board in their Meeting held on 08/11/2016
For Punjab Communications Limited	
Sd/- Madhur Bain Singh Company Secretary	