

**Compliance Report on Corporate Governance pursuant to Regulation 27(2)(a) of SEBI (LODR) Regulations 2015 for the quarter ended
DECEMBER 31, 2017**

1.	Name of the Listed Entity	Pennar Engineered Building Systems Limited
2.	Quarter ending	December 31, 2017

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 Director ship 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	Joginapally Venkata Nrupender Rao	ACDPJ5615R 00089922	Non-Executive Chairman	17/01/2008	NA	3	0	0	
MR	Kamalakar Rao Bandari	AERP5183N 00038686	Independent	11/02/2015	5 years	3	5 Listed	5 Listed	
MR	Mamish Mahendra Sabharwal	AGVPS6333F 00969601	Independent	11/02/2015	5 years	3	2 Listed	0	
MR	Varun Chawla	AGBPC1165H 02097425	Independent	11/02/2015	5 years	2	4 Listed	0	
MR	Aditya Rao	ADVPJ6046K 01307343	Non-Executive	17/01/2008	NA	2	2 Listed	1 Listed	
MR	Potluri Venkateswara Rao	AGJPP7796D 03157581	Managing Director	11/02/2015	NA	2	0	0	
MS	Sita Vanka	ACFPV9805M 07016012	Independent	11/02/2015	5 years	2	0	0	
MR	Comandur Parthasarathy	AAFPC7617L 00079232	Independent	09/11/2015	5 years	3	2 Listed	1 Listed	
MR	Mukul Gulati	AKOPG5223F 00746183	Non-Executive	09/11/2015	NA	1	0	0	
MR	Eric James Brown **	N.A. 07670880	Non-Executive	14/12/2016	5NA	2	0	0	






** Change in designation of Mr Eric James Brown from Independent Director to Non-executive Non-Independent Director w.e.f. 04/11/2017

II. Composition of Committees		Name of Committee	Name of Committee members	Category (Chairperson/Executive/Non-Executive/independent/Nominee)
Audit Committee			Mr. Kamalakar Rao Bandari Mr. Manish Sabharwal Mr. Varun Chawla Mr. Comandur Parthasarathy Mr. Eric James Brown	Independent and Chairperson Independent Independent Independent Non-Executive
Nomination & Remuneration committee			Mr. Varun Chawla Mr. Nrupender Rao Mr. Manish Sabharwal Mr. Comandur Parthasarathy	Independent & Chairperson Non-Executive Independent Independent
Stakeholders Relationship Committee			Mr. Aditya Rao Mr. Kamalakar Rao Mr. Varun Chawla	Non-Executive and Chairperson Independent Independent
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)
		August 10, 2017	November 4, 2017	85 days
		November 4, 2017	November 10, 2017	5 days
IV. Meeting of Committees		Date(s) of meeting of the committee in the relevant quarter	Whether Requirement of Quorum met (details)	Maximum gap between Any two consecutive Meetings in number of days
		Audit Committee November 4, 2017	YES	85 days



Signature

November 9, 2017	YES	November 4, 2017	4 days
V. Related Party Transactions			
<i>Subject</i>			
Whether prior approval of audit committee obtained		<i>Compliance status(Yes/No/NA)</i>	
Whether shareholder approval obtained for material RPT		YES	
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee		YES	
		NA	
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.			
<p style="text-align: center;">FOR PENNAR ENGINEERED BUILDING SYSTEMS LIMITED</p> <div style="display: flex; justify-content: space-around; align-items: center;">   </div> <p style="text-align: center;">MIRZA MOHAMMED ALI BAIG COMPANY SECRETARY AND COMPLIANCE OFFICER ACS 29058</p>			

Pennar Engineered Building Systems Limited
Details of all the material transactions entered into with the related parties for the quarter ended December 31, 2017
Regulation 27(2) of SEBI (LODR) Regulations 2015

Sl. No.	Particulars	Amount (Rs. in Lakhs)	Note:
1	Purchases of Material	899	1. The said material transactions were entered into with M/s. Pennar Industries Limited, the holding company; and are subject to finalization of accounts. 2. The aforesaid figures/numbers are un-audited.
2	Sale of goods	663	
3	Services Rendered	33	
4	Services Received	-	
	Total	1595	

FOR PENNAR ENGINEERED BUILDING SYSTEMS LIMITED

M. Mirza

MIRZA MOHAMMED ALI BAIG
 COMPANY SECRETARY AND COMPLIANCE OFFICER
 ACS 29058

