

Date: January 10, 2017

To,

M/s. Bombay Stock Exchange of India Limited  
PJ Towers,  
Mumbai Samachar Marg, Mumbai - 400 001

M/s. National Stock Exchange of India Limited  
Exchange Plaza, Bandra Kurla Complex  
Bandra (E), Mumbai-400051

Dear Sir/Madam,

**Subject: Compliance Report on Corporate Governance along with details of material transactions with related parties for the quarter ended 31/12/2016 pursuant to Regulation 27 of SEBI (LODR) Regulations 2015**

**Reference: Company Name: Pennar Engineered Building Systems Limited  
Company Symbol: PENPEBS  
Security Code: 539333  
ISIN: INE455O01019**

With respect to the captioned Issue, we are submitting **Compliance Report on Corporate Governance along with details of material transactions with related parties for the quarter ended 31/12/2016 pursuant to Regulation 27 of SEBI (LODR) Regulations 2015.**

Thanking you,

**For Pennar Engineered Building Systems Limited**



**Gopal Ladda  
Company Secretary & Compliance Officer  
ACS 34522**



Pennar Engineered  
Building Systems Limited  
9th Floor (West Wing)  
DHFLVC Silicon Towers  
Kondapur, Hyderabad - 500 084  
T: +91 40 4021 0525 / 26  
F: +91 40 4018 6992  
E-mail : cs@pebspennar.com  
CIN: U45400AP2008PLC057182

**Compliance Report on Corporate Governance pursuant to Regulation 27(2) of SEBI (LODR) Regulations 2015 for the quarter ended  
DECEMBER 31, 2016**

1.	Name of the Listed Entity	Pennar Engineered Building Systems Limited
2.	Quarter ending	December 31, 2016

**I. Composition of Board of Directors**

Title (Mr./Ms)	Name of the Director	PAN & DIN	Category (Chairperson/ Executive/ Non-Executive/ Nominee)&	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	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	6 Listed	5 Listed
MR	Manish 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	3 listed	1 Listed
MR	Mukul Gulati	AKOPG5223F 00746183	Non-Executive	09/11/2015	NA	2	0	0
MR	Eric James Brown	N.A. 07670880	Independent	14/12/2016	5 years	1	0	0

*Signature*

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	Independent Independent Independent Independent
Nomination & Remuneration committee	Mr. Varun Chawla Mr. Nrupender Rao Mr. Manish Sabharwal Mr. Comandur Parthasarathy	Independent 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 04, 2016	November 07, 2016	94 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
The committee in the relevant quarter Audit Committee November 07, 2016	YES	August 04, 2016
V. Related Party Transactions		
Subject		
Whether prior approval of audit committee obtained		Compliance status (Yes/No/NA)
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
		YES

*Comandur*

**Pennar Engineered Building Systems Limited**  
**Details of all the material transactions entered into with the related parties for the quarter ended December 31, 2016**  
**Regulation 27(2) of SEBI (LODR) Regulations 2015**

Sl. No.	Particulars	Amount (Rs. in Lakhs)	Note:
1	Purchases	571.00/-	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	Services received	1.00 /-	
3	Reimbursement of Rent	31.00 /-	
4	Sales	0.00/-	
Total		603.00 /-	

**FOR PENNAR ENGINEERED BUILDING SYSTEMS LIMITED**



**GOPAL LADDA**  
**COMPANY SECRETARY AND COMPLIANCE OFFICER**  
**ACS 34522**