

Date: October 14, 2015

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: Quarterly Compliance Report on Corporate Governance**

**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 **Quarterly Compliance Report on Corporate Governance** for the quarter ended September 30, 2015.

Thanking you,

**For Pennar Engineered Building Systems Limited**



Subhash Kishan Kandrapu  
Company Secretary & Compliance Officer



Quarterly Compliance Report on Corporate Governance

Name of the Company: Pennar Engineered Building Systems Limited

Quarter Ending on: September 30, 2015

Particulars	Clause of Listing agreement	Compliance Status Yes/No	Remarks
<b>II. Board of Directors</b>	49(II)		
(A) Composition of Board	49 (IIA)	Yes	
(B) Independent Directors	49 (IIB)	Yes	Since the Company got listed on Stock Exchanges w.e.f. September 10, 2015 (Separate Independent Directors Meeting and Performance Evaluation would be done for the current financial year)
(B) Non-executive Directors' compensation & disclosures	49 (IIC)	Yes	
(C) Other provisions as to Board and Committees	49 (IID)	Yes	
(D) Code of Conduct	49 (IIE)	yes	Since the Company got listed on Stock Exchanges w.e.f. September 10, 2015 (Draft Code of Conduct is prepared and will be placed in the upcoming Board Meeting scheduled on November 09, 2015 for its approval)
(F) Whistle Blower Policy	49 (IIF)	yes	
<b>III. Audit Committee</b>	49 (III)		
(A) Qualified & Independent Audit Committee	49 (IIIA)	Yes	
(B) Meeting of Audit Committee	49 (IIIB)	Yes	
(C) Powers of Audit Committee	49 (IIIC)	Yes	
(D) Role of Audit Committee	49 (IIID)	Yes	
(E) Review of Information by Audit Committee	49 (IIIE)	Yes	
<b>IV. Nomination and Remuneration Committee</b>	49 (IV)	Yes	Since the Company got listed on Stock Exchanges w.e.f.



Particulars	Clause of Listing agreement	Compliance Status Yes/No	Remarks
			September 10, 2015 (Draft Policies will be placed in upcoming Board Meeting of the Company scheduled to be held on November 09, 2015 for its approval)
V. Subsidiary Companies	49 (V)	Not Applicable	Company does not have any Subsidiary Companies
VI. Risk Management	49 (VI)	Yes	
VII Related Party Transactions	49 (VII)	Yes	Since the Company got listed on Stock Exchanges w.e.f. September 10, 2015 (Draft Policies will be placed in upcoming Board Meeting of the Company scheduled to be held on November 09, 2015 for its approval)
VIII. Disclosures	49 (VIII)		
(A) Related party transactions	49 (VIII A)	yes	Since the Company got listed on Stock Exchanges w.e.f. September 10, 2015 (Draft Policies will be placed in upcoming Board Meeting of the Company scheduled to be held on November 09, 2015 for its approval)
(B) Disclosure of Accounting Treatment	49 (VIII B)	Yes	
(C) Remuneration of Directors	49 (VIII C)	Yes	Will Comply with the same as and when applicable
(D) Management	49 (VIII D)	Yes	Will Comply with the same as and when applicable
(E) Shareholders	49 (VIII E)	Yes	Will Comply with the same as and when applicable

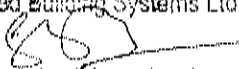


Particulars	Clause of Listing agreement	Compliance Status Yes/No	Remarks
(I) Proceeds from public issues, rights issue, preferential issues, etc	49 (VIII I)	Yes	Will Comply with the same as and when applicable
<b>IX. CEO/CFO Certification</b>	<b>49 (IX)</b>	<b>Yes</b>	Will Comply with the same as and when applicable
<b>X. Report on Corporate Governance</b>	<b>49 (X)</b>	<b>Yes</b>	Will Comply with the same as and when applicable
<b>XI. Compliance</b>	<b>49 (XI)</b>	<b>yes</b>	Will Comply with the same as and when applicable

(\*) The details of the material transactions entered into with related party is annexed

Sl. No.	Particulars	Amount in Rs. Lakhs	Note:
1	Purchase of Material	203	1. The said material transactions were entered into with M/s. Pennar Industries Limited, the Holding company; and are subject to finalisation of accounts. 2. The aforesaid figures/numbers are un-audited.
2	Sale of Goods	1	
3	Services received	15	
4	Services rendered	40	
<b>Total</b>		<b>258</b>	

For Pennar Engineered Building Systems Ltd.

  
Subhash Kishan Kandrupu  
Company Secretary  
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