Punj Lloyd Ltd
Project Office, Raipur-Simga Road Project
Village: Kapsada, Near Tiwraiya Morh, Dharsiwa, Raipur, Chhattisgarh 493 221, India
T +91 75666 61845
info@punjlloyd.com
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Punj Lloyd™

July 15, 2019

BSE Limited
Department of Corporate Services
25th Floor, PJ Towers
Dalal Street
Mumbai – 400001

National Stock Exchange of India Limited
Exchange Plaza
Bandra Kurla Complex
Bandra (East)
Mumbai – 400051

Scrip Code: 532693/PUNJLLOYD

Symbol: PUNJLLOYD

Sub: Disclosure under Regulation 27(2) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015

Dear Sir / Madam,

Pursuant to the provisions of captioned regulation, please find enclosed herewith compliance report on Corporate Governance for the quarter ended on June 30, 2019.

You are requested to take the same on record.

Thanking You,

Yours faithfully

For **PUNJ LLOYD LIMITED**

Dinesh

DINESH KUMAR
Company Secretary

Encl: As above

Registered Office
Punj Lloyd House, 17-18 Nehru Place, New Delhi 110 019, India
T +91 11 2646 6105 F +91 11 2642 7812
CIN: L74899DL1988PLC033314

Annexure - I

Compliance Report on Corporate Governance for quarter ended June 30, 2019

1. Name of Listed Entity : **Punj Lloyd Limited**
2. Quarter ending : **June 30, 2019**

I. Composition of Board of Directors

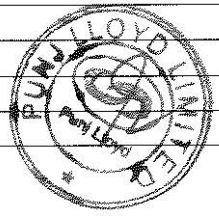
Title (Mr./ Ms.)	Name of the Director	PAN & DIN	Category (Chairperson/Executive/ Non-Executive/ independent/Nominee)	Date of Appointment in the current term/ cessation	Tenure*	No. of Directorship in listed entities including this list entity	Number of memberships in Audit / Stakeholder Committee(s) including this listed entity	No. of post of Chairperson in Audit / Stakeholder Committee held in listed entities including this listed entity
Mr.	Atul Punj **	DIN : 00005612	Chairperson/ Executive	July 1, 2018 (Reappointed as Chairman & Managing Director for a period of 5 years w.e.f July 01, 2018)	N.A	1	3	0

*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.

** IRP was appointed and CIRP proceedings commenced in the Company vide order dated March 08, 2019 passed by Hon'ble NCLT Principal Bench, New Delhi. Out of 4 (Four) Directors on the Board of the Company on March 08, 2019 3 (Three) Independent Directors Resigned on March 08, 2019. Currently Mr. Atul Punj holds the position of Chairman & Managing Director in the Company. The Resolution Professional appointed in the Company vide order dated May 22, 2019 passed by Hon'ble NCLT Principal Bench, New Delhi.

II. Composition of Committees – ALL THE COMMITTEES MENTIONED IN REGULATION 18,19 & 20 UNDER SEBI(LODR) REGULATIONS, 2015 STAND SUSPENDED PURSUANT TO APPOINTMENT OF IRP BY HONB'LE NCLT, PRINCIPAL BENCH NEW DELHI VIDE ITS ORDER DATED MARCH 8, 2019 AND APPOINTMENT OF RP BY HONB'LE NCLT, PRINCIPAL BENCH NEW DELHI VIDE ITS ORDER DATED MAY 22, 2019

Name of Committee $	Name of Committee members	Category (Chairperson / Executive / Non-Executive / Independent / Nominee)
1. Audit Committee	N.A.	-
2. Nomination & Remuneration Committee	N.A.	-
3. Risk Management Committee (if applicable)	N.A.	N.A.



4. Stakeholders Relationship Committee	N.A.	-

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)
February 6, 2019	-	-

IV. Meeting of 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*
Audit Committee			
-	-	February 6, 2019	-
Stakeholders' Relationship Committee cum Shareholders/Investors Grievance Committee			
-	-	-	-
Nomination and Remuneration Committee			
-	-	-	-

V. Related Party Transactions

Subject	Compliance status (Yes/No/NA)
Whether prior approval of audit committee obtained	Yes
Whether shareholder approval obtained for material RPT	N.A.
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes

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.
3. If the Listed Entity would like to provide any other information the same may be indicated here.

The Corporate Insolvency Resolution Process (CIRP) has been initiated Vide Order (w.e.f) Dated March 8, 2019 By Honb'le NCLT, Principal Bench New Delhi in the Company.

VI. Affirmations***

4. ~~The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.~~
5. ~~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.
6. ~~The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure~~

~~requirements) Regulations, 2015.~~

~~7. 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.~~

~~8. The 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~~

*** Due to Commencement of CIRP in the Company w.e.f. March 8, 2019, the Board of the Company stands Suspended and provisions specified in Regulation 17,18,19 & 20 of SEBI (LODR) Regulations, 2015, are not applicable

$ Not Applicable as the Company is undergoing Corporate Insolvency Resolution Process under the Insolvency and Bankruptcy Code, 2016

For **PUNJ LLOYD LIMITED**

Dinesh

Dinesh Kumar – Company Secretary

PUNJ LLOYD LIMITED
Punj Lloyd