



PG ELECTROPLAST LIMITED

CIN-L32109DL2003PLC119416

Corporate Office :

P-4/2, 4/3, 4/4, 4/5, 4/6, Site-B, UPSIDC Industrial Area, Surajpur
Greater Noida-201306, Distt. Gautam Budh Nagar (U.P.) India
Phones # 91-120-2569323, Fax # 91-120-2569131
E-mail # info@pgel.in Website # www.pgel.in

14th July 2017

To,
The Manager (Listing)
National Stock Exchange of India Limited,
Exchange Plaza,
Bandra Kurla Complex,
Bandra (East),
Mumbai - 400 051

Scrip Symbol: PGEL

Sub.: Corporate Governance Report for Quarter ended 30th June 2017

Dear Sir,

Pursuant to regulations 27 of the SEBI (Listing obligation & Disclosure Requirements) Regulations 2015, we submit herewith Corporate Governance Report for the quarter ended on 30th June 2017.

Kindly take the same on your records.

Thanking you,

Yours Faithfully,

For **PG Electroplast Limited**

Rahul Kumar

(Rahul Kumar)

Company Secretary

Encl: as above

■ **Registered Office**
DTJ-209, Second Floor
DLF Tower-B, Jasola
New Delhi-110025
Tele-Fax # 011-41421439

CORPORATE GOVERNANCE REPORT FOR THE QUARTER ENDED ON 30TH JUNE 2017.

Annexure I

1. NAME OF LISTED ENTITY : PG ELECTROPLAST LIMITED

2. Quarter ending : 30/06/2017

I. Composition of Board of Directors								
Title (Mr / Ms)	Name of the Director	PAN & DIN	Category (Chairperson /Executive/ Non-Executive/ in dependent/ 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.	Promod Gupta	AAHPG5646F & 00181800	Chairperson-Executive	15/07/2016	N.A.	1	1	0
Mr.	Anurag Gupta	AAHPG5647E & 00184361	Executive	15/07/2016	N.A.	1	0	0
Mr.	Vikas Gupta	AAHPG5644H & 00182241	Executive	15/07/2016	N.A.	1	0	0
Mr.	Vishal Gupta	AAHPG5643A & 00184809	Executive	15/07/2016	N.A.	1	2	0
Mr.	Sharad Jain	ACEPJ2782N & 06423452	Non-Executive-Independent	11/08/2014	4 Years 8 Months	1	2	2
Mr.	Devendra Jha	ABLPJ9574C & 03076528	Non-Executive-Independent	11/08/2014	5 Years 2 Months	1	1	0
Mr.	Ayodhya Prasad Anand	AFIPA9123M & 06808974	Non-Executive-Independent	11/08/2014	3 Years 5 Months	1	1	0
Ms.	Rita Mohanty	AAAPM0475H & 07081546	Non-Executive-Independent	26/09/2015	2 Years 5 Months	1	0	0

‡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.



II. Composition of Committees		
Name of Committee	Name of Committee members	Category (Chairperson/Executive/Non Executive/Independent/Nominee)
1. Audit Committee	Mr. Sharad Jain	Chairperson-Non Executive-Independent
	Mr. Devendra Jha	Non Executive-Independent
	Mr. Ayodhya Prasad Anand	Non Executive-Independent
	Mr. Vishal Gupta	Executive
2. Nomination & Remuneration Committee	Mr. Devendra Jha	Chairperson- Non Executive-Independent
	Mr. Ayodhya Prasad Anand	Non Executive-Independent
	Dr. Rita Mohanty	Non Executive-Independent
	Mr. Promod Gupta	Executive
3. Risk Management Committee (If applicable)	Not Applicable	
4. Stakeholders relationship committee	Mr. Sharad Jain	Chairperson- Non Executive-Independent
	Mr. Vishal Gupta	Executive
	Mr. Promod Gupta	Executive
5. Executive Committee	Mr. Anurag Gupta	Chairperson-Executive
	Mr. Promod Gupta	Executive
	Mr. Vikas Gupta	Executive
	Mr. Vishal Gupta	Executive

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)
13 th February, 2017	15 th May, 2017	90

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	Maximum gap between any two consecutive meetings in number of days*
Audit Committee	15 th May, 2017	Yes; all members were present at the meeting	13 th February, 2017	90
Stakeholders relationship committee	15 th May, 2017	Yes; all members were present at the meeting	13 th February, 2017	90
Nomination & Remuneration Committee	N.A.	N.A.	13 th February, 2017	191
Executive Committee	20 th June, 2017	Yes; all members were present at the meeting	20 th February, 2017 & 20 th March, 2017	91

* 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	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

No related party transaction was covered under regulation 23(1) so as to become material related party transaction

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 & 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 have been placed before Board of Directors.

For PG Electroplast Limited

Rahul Kumar

Company Secretary

Rahul Kumar (Company Secretary)

Company Secretary / Compliance Officer / Managing Director / CEO

Note:

Information at Table I and II above need to be necessarily given in 1st quarter of each financial year. However if there is no change of information in subsequent quarter(s) of that financial year, this information may not be given by Listed entity and instead a statement "same as previous quarter" may be given.