

Punj Lloyd Ltd

Corporate Office I, 78 Institutional Area, Sector 32, Gurgaon 122 001, India

T +91 124 262 0123 F +91 124 262 0111

info@punjlloyd.com

www.punjlloyd.com



October 13, 2016

National Stock Exchange of India Limited

Exchange Plaza

Bandra Kurla Complex

Bandra (East)

Mumbai – 400051

BSE Limited

Department of Corporate Services

25th Floor

P J Towers

Dalal Street

Mumbai – 400001

Symbol: PUNJLLOYD

Scrip Code: 532693/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 September 30, 2016.

You are kindly requested to take the same on record.

Thanking You,

Yours faithfully

For **PUNJ LLOYD LIMITED**

A handwritten signature in black ink, appearing to read "Dinesh Thairani".

Dinesh Thairani
Group President-Legal & Company Secretary

Encl: As above

Registered Office

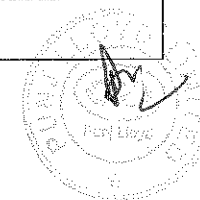
Punj Lloyd House, 17-18 Nehru Place, New Delhi 110 019, India

CIN: L74899DL1988PLC033314

Compliance report on Corporate Governance for quarter ended September 30, 2016

1. Name of Listed Entity: Punj Lloyd Limited
2. Quarter ending: September 30, 2016

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 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.	Atul Punj	DIN : 00005612 PAN :AAFPP1942D	Chairperson/ Executive	July 1, 2013	N.A	1	2	0
Mr.	Shiv Punj	DIN : 03227629 PAN : AVIPP2692J	Executive	March 25, 2016	N.A	1	1	0
Mr.	Atul Kumar Jain	DIN : 02208079 PAN: ACBPJ9814G	Executive	August 10, 2016	N.A	1	0	0
Mr.	Uday Jit Singh Walia	DIN : 02393545 PAN:AAVPW7849Q	Non-Executive / Independent Director	September 25, 2015	Director since September 25, 2015 (1Year and 5 days)	1	5	1
Mr.	Phiroz Adi Vandrevala	DIN: 01778976 PAN: AAAPV0608F	Non-Executive / Independent Director	August 04, 2014	Director Since March 12, 2010 (6 years, 6 Months and 19 days)	2	1	1
Mr.	Rajat Khare	DIN : 00452419 PAN : ANQPK6572J	Non-Executive / Independent Director	May 20, 2016	Director Since May 20, 2016 (4 month and 11 days)	1	1	0
Mr.	Shravan Sampath	DIN : 02590066 PAN: AVFPS0173A	Independent Director	May 27, 2016	Director Since May 27, 2016 (4 month and 4 days)	1	6	0
Ms.	Jyoti Punj	DIN : 00675900 PAN: ADEPP0943L	Non Executive	August 18, 2016	N.A	1	0	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.

II. Composition of Committees

Name of Committee	Name of Committee members	Category (Chairperson/Executive/Non-Executive /Independent/Nominee)
1. Audit Committee	1. Mr. Phiroz Adi Vandrevala	Chairperson/Independent
	2. Mr. Rajat Khare	Independent
	3. Mr. Atul Punj	Executive
	4. Mr. Shravan Sampath	Independent
2. Nomination & Remuneration Committee	1. Mr. Phiroz Adi Vandrevala	Chairperson/Independent
	2. Mr. Rajat Khare	Independent
	3. Mr. Uday Walia	Independent
3. Risk Management Committee (if applicable)	N.A.	N.A.
4. Stakeholders Relationship Committee	1. Mr. Uday Walia	Chairperson/Independent
	2. Mr. Atul Punj	Executive
	3. Mr. Shiv Punj	Executive

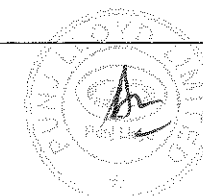
III. Meeting of Board of Directors


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)
May 27, 2016	August 10, 2016	74 days

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			
August 10, 2016	Yes	May 27, 2016	74 days
Nomination & Remuneration Committee			
August 10, 2016	Yes	May 27, 2016	74 days


*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)
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
VI. Affirmations	
<ol style="list-style-type: none"> 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. <ol style="list-style-type: none"> a. Audit Committee b. Nomination & remuneration committee c. Stakeholders relationship committee d. Risk management committee (applicable to the top 100 listed entities). N.A. 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: NIL 	
For PUNJ LLOYD LIMITED  Dinesh Thairani Group President-Legal & Company Secretary	

Compliance Report on Corporate Governance for Six months ended on 30.09.2016

1. Name of Listed Entity: Punj Lloyd Limited
2. Six month ending ending: September 30, 2016

I Affirmations		
Broad heading	Regulation Number	Compliance status (Yes/No/NA) refer note below
Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website.	46(2)	Yes
Presence of Chairperson of Audit Committee at the Annual General Meeting.	18(1)(d)	Yes. (The Chairman of the Audit Committee authorised Mr. Shравan Sampath, member of Audit Committee to attend the Annual General Meeting on his behalf.)
Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	Yes (The Chairman of the Nomination and Remuneration Committee authorised Mr. Uday Walia, member of Nomination and Remuneration Committee to attend the Annual General Meeting on his behalf.)
Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes
Note: <ol style="list-style-type: none"> 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. 		
For PUNJ LLOYD LIMITED  Dinesh Thairani Group President-Legal & Company Secretary		