

**Ref No: PSPPROJECT/SE/05/17-18**

**July 10, 2017**

To,  
The Manager,  
Listing Operation  
BSE Limited  
Floor 25, P.J. Towers,  
Dalal Street, Mumbai-400 001  
Scrip Code: 540544

To,  
The Manager,  
The Listing Department  
National Stock Exchange of India Limited  
Exchange Plaza, Bandra Kurla Complex,  
Bandra (East), Mumbai – 400 051  
Scrip Symbol: PSPPROJECT

Dear Sir,

**Subject: Quarterly Compliance Report on Corporate Governance**

We submit herewith the quarterly Compliance Report on Corporate Governance in compliance with Regulation 27(2) of SEBI (Listing Obligation and Disclosures Requirements) Regulations, 2015, for the quarter ended June 30, 2017.

Kindly take the aforementioned information on record.

Thanking You,

**For, PSP Projects Limited**

  
**Minakshi Tak**  
Company Secretary & Compliance Officer  
Place: Ahmedabad



Encl: Corporate Governance Report

Name of Listed Entity: **PSP PROJECTS LIMITED**

1. Quarter Ending: **30<sup>th</sup> June, 2017**

<b>I. Composition of Board of Directors</b>								
Title (Mr./ Ms.)	Name of the Director	PAN <sup>s</sup> & DIN	Category (Chairperson/ Executive/ Non- Executive/ independent/ Nominee) &	Date of Appointment in the current term /cessation	Tenure*	No of Directorship in listed entities including PSP Projects Limited (Refer Regulation 25(1) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee(s) including PSP Projects Limited (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including PSP Projects Limited (Refer Regulation 26(1) of Listing Regulations)
Mr.	Prahaladbhai Shivrambhai Patel	AEIPP1449J 00037633	Chairman and Managing Director and CEO	09.07.2015	5 Years	01	02	Nil
Ms.	Shilpaben Patel	ARYPP3568M 02261534	Whole Time Director	01.09.2015	5 Years	01	Nil	Nil
Ms.	Pooja Patel	BLIPP2703H 07168083	Executive Director	01.09.2015	5 Years	01	01	Nil



Mr.	Chirag Shah	ACZPS4213N	Independent Director	01.09.2015	5 years	01	01	01
		02583300						
Mr.	Sandeep Shah	ABDPS7344H	Independent Director	01.09.2015	5 years	01	01	Nil
		00807162						
Mr.	Vasishtha Patel	AETPP2291M	Independent Director	01.09.2015	5 years	01	01	01
		00808127						

\$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.

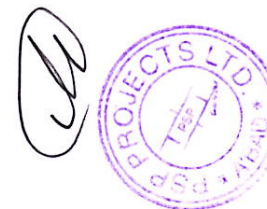


<b>II. Composition of Committees</b>		
<b>Name of Committee</b>	<b>Name of Committee Members</b>	<b>Category</b> (Chairperson/Executive/Non-Executive/independent/Nominee) <sup>\$</sup>
1.Audit Committee	Mr. Vasishtha Patel	Independent Director and Chairman of Audit Committee
	Mr. Sandeep Shah	Independent Director
	Mr. Prahaladbhai Shivrambhai Patel	Chairman and Managing Director and CEO
2.Nomination & Remuneration Committee	Mr. Chirag Shah	Independent Director and Chairman of Nomination & Remuneration Committee
	Mr. Vasishtha Patel	Independent Director
	Mr. Sandeep Shah	Independent Director
3.Risk Management	N.A.	N.A.
4.Stakeholders Relationship Committee	Mr. Chirag Shah	Independent Director and Chairman of Stakeholders Relationship Committee
	Mr. Prahaladbhai Shivrambhai Patel	Chairman and Managing Director and CEO
	Ms. Pooja Patel	Executive Director
<sup>&amp;</sup> 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		





<b>III. Meetings of Board of Directors</b>			
<b>Date(s) of Meeting (if any) in the previous quarter (01-01-2017 to 31-03-2017)</b>	<b>Date(s) of Meeting (if any) in the relevant quarter (01-04-2017 to 30-06-2017)</b>		<b>Maximum gap between any two consecutive (in number of days)</b>
02-Mar-2017	24-Apr-2017 04-May-2017 22-May-2017 24-May-2017 19-Jun-2017		25 days
<b>IV. Meetings of Committees</b>			
<b>Date(s) of meeting of the committee in the relevant quarter (01-04-2017 to 30-06-2017)</b>	<b>Whether requirement of Quorum met (details)</b>	<b>Date(s) of meeting of the committee in the previous quarter (01-01-2017 to 31.03.2017)</b>	<b>Maximum gap between any two consecutive meetings in number of days*</b>
<b>Audit Committee</b>			
24-Apr-2017 19-Jun-2017	Yes	02-Mar-2017	55 days
*This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional			
<b>V. Related Party Transactions</b>			
<b>Subject</b>		<b>Compliance Status (Yes/No/NA)</b>	
Whether prior approval of audit committee obtained		Yes	
Whether shareholder approval obtained for material RPT		NA	
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee		Yes	
<b>Note:</b> 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 and 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 has been placed before Board of Directors. Any comments/observations/advice of Board of Directors may be mentioned here:

**Name & Designation**



**Minakshi Tak**  
**Company Secretary and Compliance Officer**

**Date: July 10, 2017**

**Place : Ahmedabad**

