



PSL Limited

Company under
CIRP

3rd Floor, 'Punj House',
M-13A, Connaught Circus,
New Delhi - 110 001
Tel. : 2341 5050 - 53 Fax : 2341 5054
E-mail : pslllegal@pslltd.co.in
Website : www.psllimited.com

Ref: PSL/2019-20/812

January 14, 2020

National Stock Exchange of India Limited

Listing Department
Exchange Plaza,
5th Floor, Plot No C/1, G Block,
Bandra Kurla Complex,
Bandra East, Mumbai-400 051
Tel: 022-26598235/36
Fax: 022-26598237/38
NSE Scrip Symbol: PSL

BSE Limited

Corporate Service Department
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai-400 001
Tel: 022-22728398
Fax: 022-22722037/39
BSE Scrip Code: 526801

Dear Sir(s),

Sub: Compliance of Regulation 27 (2) (a) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

We are enclosing the compliance report on Corporate Governance for the quarter ended on December 31, 2019 in the prescribed format as required under Regulation 27 (2) (a) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Kindly take this information on record and oblige.

Thanking you

Cordially Yours

For PSL LIMITED


YASHIKA CHAWLA
COMPANY SECRETARY AND COMPLIANCE OFFICER

Encl: as above

ANNEXURE I

Format to be submitted by listed entity on quarterly basis

1. Name of Listed Entity -PSL Limited
 2. Quarter ending - 31-Dec-2019

i. Composition Of Board Of Director

T i t l e (M r . / M s)	Name of the Director	DIN	PAN	Category (Chairperson / Executive / Non-Executive / Independent / Nominee)	Sub Category	Initial Date of Appointment	Date of Appointment	Date of Resignation	Tenure	Date of Birth	Whether special resolution passed?	Date of passing special resolution	No. of Directors in listed entities including this listed entity	No. of Independent Directors in listed entities including this listed entity	No. of membership in Audit/Shareholder Committee(s) including his listed entity	No. of posts of Chairpersons in Audit / Shareholder Committee held by listed entity	Memberships in Committees of the Company	Remarks
Mr.	Ashok Yoginder Punj	00041911	AABPP 8065D	ED	MD	01-Nov-2003	01-Oct-2016			02-Aug-1948	NA		1	0	0	0		
Mr.	Rajinderkumar Suraj Bahri	00044364	AEYPB 8236R	NED		29-Sep-2005	28-Sep-2018			10-Sep-1942	Yes	29-Sep-2016	1	0	0	0		
Mr.	Chitranjan kumar Jagdishchandra Goel	01372544	ACMPG 7431K	NED		26-Oct-2006	28-Sep-2018			16-Nov-1957	NA		1	0	0	0		
Mr.	Naresh Chandra	00054922	ADWPS 6154J	ID		31-Aug-2006	19-Sep-		60	26-Nov	No		2	2	4	0	AC,SC,NRC	

	Sharma					2019			-									
Mr.	Ashok Sharma	00042028	BQQPS 0882R	ID		31-Aug-2006	19-Sep-2019	60	04-Jul-1944	No		1	1	2	0	AC,SC,NRC		
Mr.	Harsh Pateria	00197447	AFDPP 6027Q	ID		15-Jan-2008	19-Sep-2019	60	24-Sep-1958	NA		1	1	2	0	AC,SC,NRC		
Ms.	Manjula Navinchandra Bhatia	07178575	AACP 4786E	NED		13-May-2015	19-Sep-2019		10-Sep-1943	No		1	0	1	0	AC		
Mr.	Harinder Shourie	00400593	ZZZZZ9 999Z	ID		31-Aug-2006	19-Sep-2019	60	15-Jan-1944	No		1	1	1	0	AC	Harinder Shourie is a Foreign resident, therefore PA NOT APPL CABL	

Company Remarks	Our Co is under CIRP since 15 Feb 2019. Mr. Nitin Jain appointed as RP presided over BM a of the company held on 11 Nov 2019. Reg 17 (1A) of SEBI LODR has not been complied because of commencement of CIRP refer Reg 15 (2A) of SEBI(LODR)
Whether Regular chairperson appointed	No
Whether Chairperson is related to MD or CEO	No

ii. Composition of Committees

a. Audit Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Ashok Sharma	ID	Member	10-Feb-2015	
2	Naresh Chandra Sharma	ID	Member	21-Oct-2003	
3	Harsh Pateria	ID	Member	28-May-2009	
4	Harinder Shourie	ID	Member	28-Jul-2006	
5	Manjula Navinchandra Bhatia	NED	Member	09-Feb-2016	

Company Remarks	Our Company is under Corporate Resolution Proceedings since 15th February, 2019. Mr. Nitin Jain appointed as Resolution professional presided over Board Meeting as well as Audit Committee meetings of the company held on 11th November 2019.
Whether Permanent chairperson appointed	No

b. Stakeholders Relationship Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Ashok Sharma	ID	Member	28-Jul-2006	
2	Naresh Chandra Sharma	ID	Chairperson	21-Oct-2003	
3	Harsh Pateria	ID	Member	14-Nov-2014	

Company Remarks	Stakeholders Relationship Committee could not be convened during this quarter under report in view of exemption to this effect vide Reg 15 (2B) of SEBI LODR as Co is s undergoing CIRP process. Mr. N C Sharma was Chairperson of the previous meeting.
Whether Permanent chairperson appointed	No

c. Risk Management Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
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Company Remarks	
Whether Permanent chairperson appointed	

d. Nomination and Remuneration Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Harsh Pateria	ID	Member	28-May-2009	
2	Ashok Sharma	ID	Member	28-Jul-2006	
3	Naresh Chandra Sharma	ID	Member	08-Jan-2013	

Company Remarks	Nomination and Remuneration Committee could not be convened during this quarter under report in view of exemption to this effect vide Reg 15 2B of SEBI LODR as Co is s undergoing CIRP process
Whether Permanent chairperson appointed	No

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	Whether requirement of Quorum met	Number of Directors present	Number of Independent Directors present
16-Jul-2019	11-Nov-2019	Yes	8	4
12-Aug-2019	11-Nov-2019	Yes	8	4

Company Remarks	
Maximum gap between any two consecutive (in number of days)	90

iv. Meeting of Committees

Name of the Committee	Date(s) of meeting during of the committee in the previous quarter	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (Yes/No)	Number of Directors present	Number of independent directors present
Audit Committee	12-Aug-2019	11-Nov-2019	Yes	5	4

Company Remarks	
Maximum gap between any two consecutive (in number of days) [Only for Audit Committee]	90

v. Related Party Transactions

Subject	Compliance status (Yes/No/NA)	Remark
Whether prior approval of audit committee obtained	Not Applicable	
Whether shareholder approval obtained for material RPT	Not Applicable	
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Not Applicable	

Disclosure of notes on related party transactions and Disclosure of notes of material related party transactions	
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VI. Affirmations

1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. - **Yes**
2. The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015
 - a. Audit Committee - **Yes**
 - b. Nomination & remuneration committee - **Yes**
 - c. Stakeholders relationship committee - **Yes**

- d. Risk management committee (applicable to the top 100 listed entities) - **Not applicable**
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. - **Yes**
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. - **Yes**
5. a. This report and/or the reports submitted in the previous quarter has been placed before Board of Directors. - **Yes**
b. Any comments/observations/advice of Board of Directors may be mentioned here:

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Name : **YASHIKA CHAWLA**
Designation : **Company Secretary & Compliance Officer**