

Regulation 27: Compliance Report on Corporate Governance											ANNEXURE I					
1. Name of Listed Entity: POLYPLEX CORPORATION LIMITED																
2. Quarter Ending: June 30, 2019																
I. Composition of Board of Directors																
Whether the listed entity has a Regular Chairperson											Yes			No		
Whether Chairperson is related to MD or CEO											No					
Sr No	Name of the Director	PAN [§] and DIN		Category (Chairperson/Executive/Non-Executive/ Independent/Nominee) ^{&}	Date of Birth	Initial Date of Appointment	Date of Re-Appointment	Date of Cessation	Tenure* in Months	No. of Directorships in Listed entities including this Listed entity (Refer Regulation 17A of listing Regulations)	No. of Independent Directorships in Listed entities including this Listed entity (Refer Regulation 17A(1) of listing Regulations)	No of Memberships in Audit/Stakeholder Committee(s) including this listed Company (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/Stakeholder Committee(s) held in listed entities including this listed Company (Refer Regulation 26(1) of Listing Regulations)			
1	Mr. Sanjiv Saraf	ABKPS8381D	00003998	Chairman-Non Executive Non Independent Director	30-Dec-1958	18-Oct-1984		-	-	1	-	1	1			
2	Mr. Pranay Kothari	AAIPK0223F	00004003	Executive Director (CEO)	6-Feb-1959	15-Mar-1996	7-Sep-2018	-	-	1	-	2	-			
3	Mr. Sanjiv Chadha	AREPC3826B	00356187	Non-Executive Non Independent Director	3-Sep-1956	17-Jun-2005		-	-	1	-	-	-			
4	Mr. Brij Kishore Soni	AALPS3718A	00183432	Non Executive Independent Director	11-Mar-1947	8-Aug-1985	1-Apr-2019	-	60 Months	1	1	2	2			
5	Mr. Jitender Balakrishnan	AEIPB9233Q	00028320	Non Executive Independent Director	8-May-1949	20-Jul-2010	1-Apr-2019	-	60 Months	6	6	8	3			
6	Ms. Pooja Haldea	AAQPH7615C	07123158	Non Executive Independent Director	29-Jul-1980	30-Mar-2015		-	60 Months	1	1	2	-			
7	Mr. Ranjit Singh	APWPS2494D	01651357	Non Executive Independent Director	14-Sep-1957	12-May-2016		-	60 Months	2	2	1	-			

§ 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.

Notes on appointment:

- Mr. Pranay Kothari was appointed as Director of the Company w.e.f. 15.03.1996. His present appointment as Whole Time Director is for a tenure of 3 years from September 7, 2018 to September 6, 2021.
- Mr. Brij Kishore Soni has been re-appointed as Independent Director for second tenure of 5 years from April 1, 2019 to March 31, 2024. (First tenure as Independent Director from April 1, 2014 to March 31, 2019 as per Companies Act, 2013)
- Mr. Jitender Balakrishnan has been re-appointed as Independent Director for second tenure of 5 years from April 1, 2019 to March 31, 2024. (First tenure as Independent Director from April 1, 2014 to March 31, 2019 as per Companies Act, 2013)
- Ms. Pooja Haldea was appointed as Independent Director for a tenure of 5 years from March 30, 2015 to March 29, 2020.
- Mr. Ranjit Singh was appointed as Independent Director for a tenure of 5 years from May 12, 2016 to May 11, 2021.

II. Composition of Committees					
Name of Committee		Name of Committee Members	Category(Chairperson/ Executive/ Non Executive / independent/ Nominee)\$	Date of Appointment	Date of Cessation
1	Audit Committee	Mr. Brij Kishore Soni	Chairman-Non Executive Independent Director	19-02-2001	-
		Ms. Pooja Haldea	Member- Non Executive Independent Director	30-03-2015	-
		Mr. Jitender Balakrishnan	Member- Non Executive Independent Director	15-12-2016	-
2	Nomination & Remuneration Committee	Mr. Jitender Balakrishnan	Chairman-Non Executive Independent Director	30-05-2013	-
		Mr. Brij Kishore Soni	Member - Non Executive Independent Director	31-07-2003	-
		Mr. Sanjiv Saraf	Member - Non-Executive Non Independent Director	31-07-2003	-
3	Stakeholders Relationship Committee	Mr. Brij Kishore Soni	Chairman-Non Executive Independent Director	02-05-1988	-
		Mr. Pranay Kothari	Member - Executive Director	11-03-1997	-
		Ms. Pooja Haldea	Member- Non Executive Independent Director	01-04-2019	-
4	Corporate Social Responsibility	Mr. Sanjiv Saraf	Chairman-Non Executive Non Independent Director	01-10-2014	-
		Mr. Brij Kishore Soni	Member - Non Executive Independent Director	01-10-2014	-
		Mr. Ranjit Singh	Member - Non Executive Independent Director	01-04-2019	-
5	Finance Committee	Mr. Sanjiv Saraf	Chairman-Non Executive Non Independent Director	-	-
		Mr. Brij Kishore Soni	Member - Non Executive Independent Director	-	-
		Mr. Pranay Kothari	Member - Executive Director	-	-

\$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

III. Meeting of Board of Directors				
Date(s) of Meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Whether requirement of Quorum met(details)	Number of Directors Present*	No. of Independent Directors attending the meeting*
13-Feb-2019		Yes		
17-May-2019	92	Yes	4	3
17-Jun-2019	30	Yes	3	2

* to be filled in only for current quarter meetings

IV. Meeting of the Committees

A. AUDIT COMMITTEE				
Date(s) of Meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Whether requirement of Quorum met(details)	Number of Directors Present*	No. of Independent Directors attending the meeting*
13-Feb-2019		Yes		
17-May-2019	92	Yes	3	3

* to be filled in only for current quarter meetings

B. STAKEHOLDERS RELATIONSHIP COMMITTEE				
Date(s) of Meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Whether requirement of Quorum met(details)	Number of Directors Present*	No. of Independent Directors attending the meeting*
Nil	NA/Yes	Nil	NA	NA

* to be filled in only for current quarter meetings

C. NOMINATION & REMUNERATION COMMITTEE				
Date(s) of Meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Whether requirement of Quorum met(details)	Number of Directors Present*	No. of Independent Directors attending the meeting*
13-Feb-2019		Yes		
17-May-2019	92	Yes	2	2

* to be filled in only for current quarter meetings

D. CORPORATE SOCIAL RESPONSIBILITY				
Date(s) of Meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Whether requirement of Quorum met(details)	Number of Directors Present*	No. of Independent Directors attending the meeting*
Nil	NA/Yes	Nil	NA	NA

* to be filled in only for current quarter meetings

E. Finance Committee				
Date(s) of Meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Whether requirement of Quorum met(details)	Number of Directors Present*	No. of Independent Directors attending the meeting*
Nil	NA/Yes	Nil	NA	NA

* to be filled in only for current quarter meetings

V. Related Party Transactions (RPT)	
Subject	Compliance Status(Yes/ No/ NA)
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
<p>Note:</p> <p>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 requiremenst of Listing regulations, "Yes" may be indicated. Similarly, in case of Listed Entity has no related party transactions, the words"N.A." may be indicated.</p> <p>2. If status is "No" details of Non -compliance may be given here.</p>	

VI. Affirmations		Remarks
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	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Compliance Report for the quarter ended March 31, 2019 was placed before the Board Meeting held on May 17, 2019 and noted. Compliance Report for Current Quarter would be placed before the next Board Meeting.
6	Any comments/observations/advice of Board of Directors may be mentioned here	Nil

Name of signatory : **ASHOK KUMAR GURNANI**
Designation of person : **Company Secretary & Compliance Officer**
Place : **NOIDA**
Date : **12-07-2019**