

PCL/SE/6/2019-2020

15.07.2019

The Corporate Relationship Department The Bombay Stock Exchange Ltd. Phiroze Jeejeebhoy Towers, Dalal Street, <u>Mumbai-400 001</u>	The General Manager- Listing National Stock Exchange of India Ltd. "Exchange Plaza", Bandra-Kurla Complex, Bandra (East), <u>Mumbai-400 051</u>
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Symbol/Scrip Code: (BSE)530555/(NSE) PARACABLES**Sub: Compliance Report on Corporate Governance for the Quarter ended 30.06.2019**

Dear Sir/Madam

Please find enclosed herewith Compliance Report on Corporate Governance for the Quarter ended on 30.06.2019 in Annexure-I, pursuant to the provisions of Regulation 27(2) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), Regulations 2015. This is for your information and record.

For Paramount Communications Limited**Rashi Goel**
Company Secretary

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ANNEXURE I

Format to be submitted by listed entity on quarterly basis

1. Name of Listed Entity - **Paramount Communications Limited**
2. Quarter ending - **30-Jun-2019**

i. Composition Of Board Of Director

Title (Mr./Ms)	Name of the Director	DIN	PAN	Category (Chairperson/Executive/Non-Executive/Independent/Nominee)	Sub Category	Date of Appointment/re-appointment	Date of cessation	Tenure	No of Director ship in listed entities including this listed entity	No 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	Membership in Committees of the Company
Mr.	Sanjay Aggarwal	00001788	AA CP A7 57 4P	C,ED	C E O	17-8-17			1	1	0	SC
Mr.	Sandeep Aggarwal	00002646	AA CP A7 57 5N	ED	M D	21-9-18			1	1	0	SC
Mr.	Vijay Bhushan	00002421	AA LP B8 32 5J	ID		22-7-2000		2 2 7	3	4	1	AC,SC,NRC
Mr s.	Malini Gupta	03464410	AAJ PG 21 91 D	ID		30-1-15		5 3	1	2	1	AC,SC,NRC
Mr.	Vijay Maheshwari	00216687	AF GP M1 01 4B	ID		01-4-19		3	2	1	1	AC,NRC

Company Remarks	
Whether Permanent chairperson appointed	Yes



ANNEXURE I

Format to be submitted by listed entity on quarterly basis

1. Name of Listed Entity - **Paramount Communications Limited**
2. Quarter ending - **30-Jun-2019**

i. Composition Of Board Of Director

Th e (M r / M s)	Name of the Director	DIN	PAN	Category (Chairperson /Executive/No n- Executive/ Independent/ Nominee)	S u b C a t e g o r y	Date of Appoint ment <i>in current term</i>	Date of cessatio n	Ten ure	No of Director ship in listed entities includin g this listed entity	No 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	Membership in Committees of the Company
Mr.	Sanjay Aggarwal	00001 788	AA CP A7 57 4P	C,ED	C E O	17- 8-17			1	1	0	SC
Mr.	Sandeep Aggarwal	00002 646	AA CP A7 57 5N	ED	M D	21- 9-18			1	1	0	SC
Mr.	Vijay Bhushan	00002 421	AA LP B8 32 5J	ID		22- 7- 2000		2 2 7	3	4	1	AC,SC,NRC
Mr s.	Malini Gupta	03464 410	AAJ PG 21 91 D	ID		30- 1-15		5 3	1	2	1	AC,SC,NRC
Mr.	Vijay Maheshw ari	00216 687	AF GP M1 01 4B	ID		01- 4-19		3	2	1	1	AC,NRC

Company Remarks	
Whether Permanent chairperson appointed	Yes



ii. **Composition of Committees**

a. Audit Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Vijay Maheshwari	ID	Chairperson	01-Apr-2019	
2	Malini Gupta	ID	Member	01-Apr-2019	
3	Vijay Bhushan	ID	Member	22-Jul-2000	

Company Remarks	
Whether Permanent chairperson appointed	Yes

b. Stakeholders Relationship Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Malini Gupta	ID	Chairperson	01-Apr-2019	
2	Vijay Bhushan	ID	Member	22-Jul-2000	
3	Sanjay Aggarwal	C,ED	Member	01-Nov-1994	
4	Sandeep Aggarwal	ED	Member	01-Nov-1994	

Company Remarks	
Whether Permanent chairperson appointed	Yes

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	Vijay Bhushan	ID	Chairperson	22-Jul-2000	
2	Malini Gupta	ID	Member	01-Apr-2019	
3	Vijay Maheshwari	ID	Member	01-Apr-2019	

Company Remarks	
Whether Permanent chairperson appointed	Yes



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
01-Feb-2019	04-May-2019
29-Mar-2019	

Company Remarks	
Maximum gap between any two consecutive (in number of days)	35

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	Requirement of Quorum met (details)	Whether requirement of Quorum met (Yes/No)
Audit Committee	01-Feb-2019	04-May-2019	3	Yes
Nomination & Remuneration Committee	29-Mar-2019	04-May-2019	3	Yes

Company Remarks	
Maximum gap between any two consecutive (in number of days) [Only for Audit Committee]	91

v. Related Party Transactions

Subject	Compliance status (Yes/No/NA)	Remark
Whether prior approval of audit committee obtained	Yes	
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	Yes	

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 report 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: **NA**

Name : **Rashi Goel**
Designation : **Company Secretary & Compliance Officer**

