

PCL/SE/12/2019-2020

08.01.2020

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 31.12.2019**

Dear Sir/Madam

Please find enclosed herewith Compliance Report on Corporate Governance for the Quarter ended on 31.12.2019 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 & Compliance officer

BSE LTD
ACKNOWLEDGEMENT

Acknowledgement No	: 0801202011290627	Date & Time	: 08/01/2020 11:29:06 AM
Scrip Code	: 530555		
Entity Name	: PARAMOUNT COMMUNICATIONS LIMITED		
Compliance Type	: Regulation 27(2)- Corporate Governance		
Quarter / Period	: 31/12/2019		
Mode	: E-Filing		



General information about company	
Scrip code	530555
NSE Symbol	PARACABLES
MSEI Symbol	NOT LISTED
ISIN	INE074B01023
Name of the entity	PARAMOUNT COMMUNICATIONS LIMITED
Date of start of financial year	01-04-2019
Date of end of financial year	31-03-2020
Reporting Quarter	Quarterly
Date of Report	31-12-2019
Risk management committee	Not Applicable
Market Capitalisation as per immediate previous Financial Year	Top 2000 listed entities



Annexure I

Annexure I to be submitted by listed entity on quarterly basis

I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory

Whether the listed entity has a Regular Chairperson **Yes**

Whether Chairperson is related to MD or CEO **Yes**

Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Whether special resolution passed? (Refer Reg. 17(1A) of Listing Regulations)	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(1) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee (b) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)	Notes for not providing PAN	Notes for not providing DIN
1	Mr	SANJAY AGGARWAL	AACPA7574P	00001788	Executive Director	Chairperson	CEO	21-10-1962	NA		01-11-1994	24-09-2019		1	0	1	0			
2	Mr	SANDEEP AGGARWAL	AACPA7575N	00002646	Executive Director	Not Applicable	MD	08-05-1964	NA		01-11-1994	21-09-2018		1	0	1	0			
3	Mr	VIJAY BIJUSHAN	AALPB8325J	00002421	Non-Executive - Independent Director	Not Applicable		22-10-1958	NA		22-07-2000	24-09-2019		233	3	2	3	1		
4	Mr	VIJAY MAHESHWARI	AFGPM1014B	00216687	Non-Executive - Independent Director	Not Applicable		03-01-1951	NA		01-04-2019	24-09-2019		9	2	1	0	1		



I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory

Whether the listed entity has a Regular Chairperson

Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(1) of Listing Regulations)	Number member in Au Stakeholder Comm (s) incl this list entity (Regula 26(1) Listi Regulat
5	Mrs	MALINI GUPTA	AAJPG2191D	03464410	Non-Executive - Independent Director	Not Applicable		11-01-1970	NA		30-01-2015	30-01-2015		59			



Audit Committee Details							
Whether the Audit Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00216687	VIJAY MAHESHWARI	Non-Executive - Independent Director	Chairperson	01-04-2019		
2	00002421	VIJAY BHUSHAN	Non-Executive - Independent Director	Member	22-07-2000		
3	03464410	MALINI GUPTA	Non-Executive - Independent Director	Member	01-04-2019		



Nomination and remuneration committee							
Whether the Nomination and remuneration committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00216687	VIJAY MAHESHWARI	Non-Executive - Independent Director	Member	01-04-2019		
2	00002421	VIJAY BHUSHAN	Non-Executive - Independent Director	Chairperson	22-07-2000		
3	03464410	MALINI GUPTA	Non-Executive - Independent Director	Member	01-04-2019		



Stakeholders Relationship Committee							
Whether the Stakeholders Relationship Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00001788	SANJAY AGGARWAL	Executive Director	Member	01-11-1994		
2	00002421	VIJAY BHUSHAN	Non-Executive - Independent Director	Member	22-07-2000		
3	00002646	SANDEEP AGGARWAL	Executive Director	Member	01-11-1994		
4	03464410	MALINI GUPTA	Non-Executive - Independent Director	Chairperson	01-04-2019		



Risk Management Committee							
Whether the Risk Management Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00001788	SANJAY AGGARWAL	Executive Director	Chairperson	01-11-1994		
2	00002646	SANDEEP AGGARWAL	Executive Director	Member	01-11-1994		



Corporate Social Responsibility Committee							
Whether the Corporate Social Responsibility Committee has a Regular Chairperson					No		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks



Other Committee						
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks
1	00001788	SANJAY AGGARWAL	Share Transfer and Transmission Committee	Executive Director	Chairperson	
2	00002646	SANDEEP AGGARWAL	Share Transfer and Transmission Committee	Executive Director	Member	



Annexure 1

Annexure 1

III. Meeting of Board of Directors

Disclosure of notes on meeting of board of directors explanatory							
Sr	Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting (if any) in the current quarter	Maximum gap between any two consecutive (in number of days)	Notes for not providing Date	Whether requirement of Quorum met (Yes/No)	Number of Directors present*	No. of Independent Directors attending the meeting*
1	14-08-2019				Yes	5	3
2		08-11-2019	85		Yes	4	3



Annexure 1

IV. Meeting of Committees

Disclosure of notes on meeting of committees explanatory								
Sr	Name of 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)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (Yes/No)	Number of Directors present*	No. of Independent Directors attending the meeting*
1	Audit Committee	14-08-2019				Yes	3	3
2	Audit Committee	08-11-2019	85			Yes	3	3



Annexure 1

V. Related Party Transactions

Sr	Subject	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Whether prior approval of audit committee obtained	Yes	
2	Whether shareholder approval obtained for material RPT	NA	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	



Annexure 1

VI. Affirmations

Sr	Subject	Compliance status (Yes/No)
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
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	Yes
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	Yes
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 500 listed entities)	NA
6	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
7	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
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes



Annexure 1		
Sr	Subject	Compliance status
1	Name of signatory	RASHI GOEL
2	Designation	Company Secretary and Compliance Officer



Signatory Details	
Name of signatory	Rashi Goel
Designation of person	Company Secretary and Compliance Officer
Place	NEW DELHI
Date	08-01-2020

