

ANNEXURE I

Format to be submitted by listed entity on quarterly basis

1. Name of Listed Entity - **Pearl Global Industries Limited**
 2. Quarter ending - **31-Mar-2019**

i. Composition Of Board Of Director

Title (Mr./ Ms)	Name of the Director	DIN	PAN	Category (Chairpers on /Executive/ Non- Executive/ Independent/ Nominee)	Sub Cate gory	Date of Appointment	Date of cessati on	Tenure (in months)	No of Directo rship in listed entities includi ng this listed entity	No of membe rships in Audit/ Stakeh older Commi tee(s) includi ng 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	Rem arks
Mr.	Deepak Seth	00003021		C & NED		22-Mar-1994			2	2	0	NRC	
Mr.	Pulkit Seth	00003044		ED	MD	01-Jun-2016			1	1	0	SC	
Mrs.	Shefali Seth	01388430		ED		19-Jan-2018			1	0	0	NA	
Mr.	Vinod Vaish	01945795		ED		19-Oct-2018			1	2	0	AC,SC	
Mr.	Chittranjan Dua*	00036080		ID		01-Apr-2014		60	3	2	1	NA	
Mr.	Anil Nayar*	01390190		ID		01-Apr-2014		60	1	2	2	AC,SC,NRC	
Mr.	Rajendra Kumar Aneja*	00731956		ID		01-Apr-2014		60	1	2	0	AC,SC,NRC	
Mr.	Abhishek Goyal	01928855		ID		26-May-2017		60	1	1	0	AC,NRC	

*Re-appointed in the second term of five years with effect from 01.04.2019.

Company Remarks	
Whether Permanent chairperson appointed	Yes

ii. Composition of Committees**a. Audit Committee**

<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>	<i>Appointment Date</i>	<i>Cessation Date</i>
1	Anil Nayar	ID	Chairperson	19-Jan-2012	
2	Vinod Vaish	ED	Member	26-May-2014	
3	Abhishek Goyal	ID	Member	26-May-2017	
4	Rajendra Kumar Aneja	ID	Member	26-May-2017	

Company Remarks	
Whether Permanent chairperson appointed	Yes

b. Stakeholders Relationship Committee

<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>	<i>Appointment Date</i>	<i>Cessation Date</i>
1	Anil Nayar	ID	Chairperson	26-May-2017	
2	Rajendra Kumar Aneja	ID	Member	14-Feb-2017	
3	Vinod Vaish	ED	Member	26-May-2014	
4	Pulkit Seth	ED	Member	01-Aug-2006	

Company Remarks	
Whether Permanent chairperson appointed	Yes

c. Risk Management Committee

<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>	<i>Appointment Date</i>	<i>Cessation Date</i>
Not Applicable					

Company Remarks	Not applicable
Whether Permanent chairperson appointed	

d. Nomination and Remuneration Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Abhishek Goyal	ID	Chairperson	26-May-2017	
2	Deepak Seth	C & NED	Member	14-Feb-2017	
3	Anil Nayar	ID	Member	26-May-2014	
4	Rajendra Kumar Aneja	ID	Member	13-May-2008	

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
13-Nov-2018	12-Feb-2019

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	Requirement of Quorum met (details)	Whether requirement of Quorum met (Yes/No)
Audit Committee	13-Nov-2018	12-Feb-2019	3	Yes

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	Yes	
Whether shareholder approval obtained for material RPT	Yes	
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	Details of Material related party transactions are attached.
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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:

There is no comments/observations/advice of the Board of Directors on the report submitted in the previous quarter.

Name : Sandeep Sabharwal
Designation : Company Secretary & Compliance Officer

Date : 13th April, 2019
Place : Gurugram

ANNEXURE II

Format to be submitted by listed entity at the end of the financial year (for the whole of financial year)

I. Disclosure on website in terms of Listing Regulations			
Item	Compliance status	Company Remark	Website
Details of business	Yes		www.pearlglobal.com
Terms and conditions of appointment of independent directors	Yes		www.pearlglobal.com/investors/policy/
Composition of various committees of board of directors	Yes		www.pearlglobal.com/investors
Code of conduct of board of directors and senior management	Yes		www.pearlglobal.com/investors/code-of-conduct/
Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		www.pearlglobal.com/investors/policy/
Criteria of making payments to non-executive directors	Yes		www.pearlglobal.com/investors/policy/
Policy on dealing with related party transactions	Yes		www.pearlglobal.com/investors/policy/
Policy for determining 'material' subsidiaries	Yes		www.pearlglobal.com/investors/policy/
Details of familiarization programs imparted to independent directors	Yes		www.pearlglobal.com/investors/policy/
Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor	Yes		www.pearlglobal.com/investors/investor-contacts/
email address for grievance redressal and other relevant details	Yes		www.pearlglobal.com/investors/investor-contacts/
Financial results	Yes		www.pearlglobal.com/investors/quarterly-results/
Shareholding pattern	Yes		www.pearlglobal.com/investors/
Details of agreements entered into with the media companies and/or their associates	Not Applicable		
New name and the old name of the listed entity	Not		
II Annual Affirmations			
Particulars	Regulation Number	Compliance status (Yes/No/NA)	Company Remark
<i>Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'</i>	16(1)(b) & 25(6)	Yes	
<i>Board composition</i>	17(1)	Yes	
<i>Meeting of Board of directors</i>	17(2)	Yes	
<i>Review of Compliance Reports</i>	17(3)	Yes	
<i>Plans for orderly succession for appointments</i>	17(4)	Yes	
<i>Code of Conduct</i>	17(5)	Yes	
<i>Fees/compensation</i>	17(6)	Yes	
<i>Minimum Information</i>	17(7)	Yes	
<i>Compliance Certificate</i>	17(8)	Yes	
<i>Risk Assessment & Management</i>	17(9)	Yes	
<i>Performance Evaluation of Independent Directors</i>	17(10)	Yes	
<i>Composition of Audit Committee</i>	18(1)	Yes	
<i>Meeting of Audit Committee</i>	18(2)	Yes	

<i>Composition of nomination & remuneration committee</i>	19(1) & (2)	Yes	
<i>Composition of Stakeholder Relationship Committee</i>	20(1) & (2)	Yes	
<i>Composition and role of risk management committee</i>	21(1),(2),(3), (4)	Not Applicable	
<i>Vigil Mechanism</i>	22	Yes	
<i>Policy for related party Transaction</i>	23(1),(5),(6),	Yes	
<i>Prior or Omnibus approval of Audit Committee for all related party transactions</i>	23(2), (3)	Yes	
<i>Approval for material related party transactions</i>	23(4)	Yes	
<i>Composition of Board of Directors of unlisted material Subsidiary</i>	24(1)	Yes	
<i>Other Corporate Governance requirements with respect to subsidiary of listed entity</i>	24(2),(3),(4), (5) & (6)	Yes	
<i>Maximum Directorship & Tenure</i>	25(1) & (2)	Yes	
<i>Meeting of independent directors</i>	25(3) & (4)	Yes	
<i>Familiarization of independent directors</i>	25(7)	Yes	
<i>Memberships in Committees</i>	26(1)	Yes	
<i>Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel</i>	26(3)	Yes	
<i>Disclosure of Shareholding by Non- Executive Directors</i>	26(4)	Yes	
<i>Policy with respect to Obligations of directors and senior management</i>	26(2) & 26(5)	Yes	

Other Information	
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III Affirmations:

The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied. - **Yes**

Other Information	
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Name : Sandeep Sabharwal
Designation : Company Secretary & Compliance Officer
Date : 13th April, 2019
Place : Gurugram