

## Annexure I

Annexure I to be submitted by listed entity on quarterly basis

## I. Composition of Board of Directors

Sr	Title (Mr / Ms)	Name of the Director	Category 1 of directors	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)	Number of memberships in Audit/ Stakeholder Committee(s) 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)
1	Mr	Jayant Shamji Chheda	Executive Director, Chairperson & MD	13-11-1987	21-08-2017		0	1	0	0
2	Mr	Parag Jayant Chheda	Executive Director	27-04-1996	21-08-2017		0	1	2	0
3	Mr	Vipul Jayant Chheda	Executive Director	11-03-1997	21-08-2017		0	1	1	0
4	Mr	Mohinder Pal Bansal	Non-Executive - Independent Director	16-09-2017			31	3	4	3
5	Mr	Ramesh Chandak	Non-Executive - Independent Director	16-09-2017			31	5	7	4
6	Mrs	Uma Mandavgane	Non-Executive - Independent Director	16-09-2017			31	2	3	1
7	Mr	Dilip Deshpande	Non-Executive - Independent Director	29-06-2019			9	1	0	0
8	Mr	Rajesh R. Pai	Non-Executive - Nominee Director	26-11-2019			0	1	0	0

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Composition Of Committee

Audit Committee			
Name of Committee members	Category	Date Of Appointment	Date of Cessation
Mohinder Pal Bansal	Non-Executive - Independent Director,Chairperson	16-09-2017	-
Ramesh Chandak	Non-Executive - Independent Director,Member	16-09-2017	-
Uma Mandavgane	Non-Executive - Independent Director,Member	06-06-2018	-
Parag Jayant Chheda	Executive Director,Member	29-06-2019	-

Nomination and remuneration committee			
Name of Committee members	Category	Date Of Appointment	Date of Cessation
Ramesh Chandak	Non-Executive - Independent Director,Chairperson	06-06-2018	-
Uma Mandavgane	Non-Executive - Independent Director,Member	16-09-2017	-
Mohinder Pal Bansal	Non-Executive - Independent Director,Member	16-09-2017	-

Stakeholders Relationship Committee			
Name of Committee members	Category	Date Of Appointment	Date of Cessation
Ramesh Chandak	Non-Executive - Independent Director,Chairperson	16-09-2017	-
Parag Jayant Chheda	Executive Director,Member	28-11-2019	-
Vipul Jayant Chheda	Executive Director,Member	16-09-2017	-

## Corporate Social Responsibility Committee

<b>Name of Committee members</b>	<b>Category</b>	<b>Date Of Appointment</b>	<b>Date of Cessation</b>
Jayant Shamji Chheda	Executive Director,Chairperson	16-09-2017	-
Parag Jayant Chheda	Executive Director,Member	16-09-2017	-
Uma Mandavgane	Non-Executive - Independent Director,Member	16-09-2017	-

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### Annexure 1

#### 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	Maximum gap between any two consecutive meeting (in number of days)
25 Oct 2019	-	0
07 Nov 2019	-	12
22 Nov 2019	-	14
26 Nov 2019	-	3
28 Nov 2019	-	1
09 Dec 2019	-	10
11 Dec 2019	-	1
-	11 Feb 2020	61
-	19 Feb 2020	7
-	12 Mar 2020	21

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### Annexure 1

#### Meeting Of Committees

Name of Committee	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings (in number of days)
Audit Committee	-	Yes,	25 Oct 2019	0
Audit Committee	11 Feb 2020	Yes,	-	108
Audit Committee	12 Mar 2020	Yes,	-	29
Nomination and remuneration committee	-	Yes,	07 Nov 2019	0
Nomination and remuneration committee	-	Yes,	26 Nov 2019	18
Nomination and remuneration committee	-	Yes,	28 Nov 2019	1
Nomination and remuneration committee	-	Yes,	09 Dec 2019	10
Nomination and remuneration committee	11 Feb 2020	Yes,	-	63
Corporate Social Responsibility Committee	11 Feb 2020	Yes,	-	0
Stakeholders Relationship Committee	12 Mar 2020	Yes,	-	29

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### Annexure 1

#### Related Party Transactions

Subject	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance
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	NA	-

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#### Affirmations

Subject	Compliance status (Yes/No)
The composition of board of directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
The composition of audit committee is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
The composition of the nomination and remuneration committee is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
The composition of the stakeholders relationship committee is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
The composition of the risk management committee is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	NA
The committee members have been made aware of their powers, role and responsibilities as specified in of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
The meetings of the board of directors and the above committees have been conducted in the manner as specified 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	Yes

#### Signatory Details

Name of signatory	Pravin Jogani
Designation of person	Company Secretary and Compliance Officer

## Annexure II

## Annexure II 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

Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
1	Details of business	Yes		www.princepipes.com
2	Terms and conditions of appointment of independent directors	Yes		www.princepipes.com
3	Composition of various committees of board of directors	Yes		www.princepipes.com
4	Code of conduct of board of directors and senior management personnel	Yes		www.princepipes.com
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		www.princepipes.com
6	Criteria of making payments to non-executive directors			
7	Policy on dealing with related party transactions	Yes		www.princepipes.com
8	Policy for determining 'material' subsidiaries	Yes		www.princepipes.com
9	Details of familiarization programmes imparted to independent directors	No		
10	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		www.princepipes.com
11	email address for grievance redressal and other relevant details	Yes		www.princepipes.com
12	Financial results	Yes		www.princepipes.com
13	Shareholding pattern	Yes		www.princepipes.com
14	Details of agreements entered into with the media companies and/or their associates	NA		
15	Schedule of analyst or institutional investor meet and presentations made by the listed entity to analysts or institutional investors simultaneously with submission to stock exchange	Yes		www.princepipes.com
16	New name and the old name of the listed entity	Yes		www.princepipes.com
17	Advertisements as per regulation 47 (1)	NA		
18	Credit rating or revision in credit rating obtained	Yes		www.princepipes.com
19	Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	NA		
20	Whether company has provided information under separate section on its website as per Regulation 46(2)	Yes		www.princepipes.com
21	Materiality Policy as per Regulation 30	Yes		www.princepipes.com
22	Dividend Distribution policy as per Regulation 43A (as applicable)	Yes		www.princepipes.com
23	It is certified that these contents on the website of the listed entity are correct			
24	Disclosure of notes on website in terms of Listing Regulations explanatory [Text Block]		<a href="#">Add Notes</a>	

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Annexure 2

Annual Affirmation

Sr.	Particulars	Regulation Number	Compliance status (Yes/No)	If status is "No" details of non-compliance
1	Independent directors have been appointed in terms of specified criteria of independence and or eligibility	16(1)(b) & 25(6)	Yes	-
2	Board composition	17(1)	Yes	-
3	Meeting of board of directors	17(2)	Yes	-
4	Review of compliance reports	17(3)	Yes	-
5	Plans for orderly succession for appointments	17(4)	Yes	-
6	Code of conduct	17(5)	Yes	-
7	Fees or compensation	17(6)	Yes	-
8	Minimum information	17(7)	Yes	-
9	Compliance certificate	17(8)	Yes	-
10	Risk assessment and management	17(9)	Yes	-
11	Performance evaluation of independent directors	17(10)	Yes	-
12	Composition of audit committee	18(1)	Yes	-
13	Meeting of audit committee	18(2)	Yes	-
14	Composition of nomination and remuneration committee	19(1) & (2)	Yes	-
15	Composition of stakeholder relationship committee	20(1) & (2)	Yes	-
16	Composition and role of risk management committee	21(1),(2), (3),(4)	NA	-
17	Vigil mechanism	22	Yes	-
18	Disclosure of shareholding by non-executive directors	-	Yes	-
19	Policy for related party transaction	23(1),(5), (6),(7) & (8)	Yes	-
20	Prior or omnibus approval of audit committee for all related party transactions	23(2), (3)	Yes	-
21	Approval for material related party transactions	23(4)	NA	-
22	Composition of board of directors of unlisted material subsidiary	24(1)	NA	-
23	Other corporate governance requirements with respect to subsidiary of listed entity	24(2),(3), (4),(5) & (6)	NA	-

24	Maximum directorship and tenure	25(1) & (2)	Yes	-
25	Meeting of independent directors	25(3) & (4)	Yes	-
26	Familiarization of independent directors	25(7)	Yes	-
27	Memberships in committees	26(1)	Yes	-
28	Affirmation with compliance to code of conduct from members of board of directors and senior management personnel	26(3)	Yes	-
29	Disclosure of shareholding by non-executive directors	26(4)	Yes	-
30	Policy with respect to obligations of directors and senior management	26(2) & 26(5)	Yes	-

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### Annexure 2

#### Affirmation

Sr.	Particulars	Compliance status (Yes/No)
1	The listed entity has approved material subsidiary policy and the corporate governance requirements with respect to subsidiary of listed entity have been complied	NA

#### Signatory Details

Name of signatory	Pravin Jogani
Designation of person	Company Secretary and Compliance Officer