

COMPLIANCE REPORT ON CORPORATE GOVERNANCE

1. Name of Listed Entity : PAUL MERCHANTS LIMITED
2. Quarter ending : 31.12.2015

I. Composition of Board of Directors

Title (Mr. / Ms)	Name of the Director	PAN\$ & DIN	Category (Chairperson /Executive/N on-Executive/in dependent/Nomin ee) &	Date of Appointmen t in the current term /cessati on	Tenure*	No of Directorship in listed entities including this listed entity (Refer Regulation 25(1) 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)
Mr.	Sat Paul Bansal	PAN:ABEPB798 5N DIN:00077499	Chairperson- Executive	01.04.2014	-	1 (One)	Nil	Nil
Mr.	Sandeep Bansal	PAN:ABEPB798 2M DIN:00094391	Non-Executive	01.04.2011	-	1 (One)	1 (One)	Nil
Mr.	Rajneesh Bansal	PAN:ABEPB798 3L DIN:00077230	Executive	01.04.2015	-	1 (One)	1 (One)	Nil
Ms.	Sarita Rani Bansal	PAN:ABEPB798 6R DIN:00094504	Non-Executive	09.11.2015	-	1 (One)	Nil	Nil



Mr.	Dharam Pal Sharma	PAN:AAFPS2879 E DIN:07284332	Executive	09.11.2015	-	1 (One)	Nil	Nil
Mr.	Dilbag Singh Sidhu	PAN:AVWPS662 2D DIN:05210193	Independent	26.02.2012	w.e.f 26.02.2012 Upto AGM for the F.Y 2018-2019	1 (One)	1 (One)	Nil
Mr.	Vigyan Arora	PAN:ABIPA6699 J DIN:00806647	Independent	01.04.2010	W.E.F 01.04.2010 upto AGM for the F.Y 2018-2019	1 (One)	2 (Two)	2 (Two)
Mr.	Ajay Kumar Arora	PAN:ADSPA849 8H DIN:00314161	Independent	27.05.2014	W.E.F 27.05.2014 Upto AGM for the F.Y 2018-2019	4 (Four)	4 (Four)	Nil
Mr.	Krishan Lall Khetarpaul	PAN:AAEPK661 0N DIN:01268756	Independent	25.10.2014	W.E.F 25.10.2014 Upto AGM for the F.Y 2019-2020	3 (Three)	2 (Two)	1 (One)



Mr.	Arjun Pandurang Ghugal	PAN:AASPG285 2N DIN:02414741	Independent	25.10.2014	W.E.F 25.10.2014 Upto AGM for the F.Y 2019-2020	1 (One)	Nil	Nil
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\$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.

II. Composition of Committees

Name of Committee	Name of Committee members	Category (Chairperson/Executive/Non-Executive/independent/Nominee) \$
1. Audit Committee	1. Mr. Vigyan Arora 2. Sh. Dilbag Singh Sidhu 3. Sh. Ajay Kumar Arora	Chairperson-Non-Executive-Independent Independent-Non Executive Independent- Non Executive
2. Nomination & Remuneration Committee	1. Sh. Dilbagh Singh Sidhu 2. Sh. Sandeep Bansal 3. Sh. Vigyan Arora	Chairperson- Non-Executive - Independent Non Executive - Non independent Independent-Non-Executive
3. Risk Management Committee(if applicable)	NIL	NIL
4. Stakeholders Relationship Committee	1. Sh. Vigyan Arora	Chairperson-Independent-Non-Executive-



	2. Sh. Sandeep Bansal	Non Executive- Non independent
	3. Sh. Rajneesh Bansal	Executive- Non independent

\$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 (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter	Maximum gap between any two consecutive (in number of days)
13-08-2015	09-11-2015	87 days

IV. Meeting of Committees

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*
07.11.2015 – Audit Committee	Proper quorum was present	12.08.2015	86 Days

* This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional

V. Related Party Transactions

Subject	Compliance status (Yes/No/NA) refer note below
Whether prior approval of audit committee obtained	Yes
Whether shareholder approval obtained for material RPT	N.A (there was no such transaction requiring approval of the shareholders)
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes

Note

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 requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed



- Entity has no related party transactions, the words "N.A." may be indicated.
2. If status is "No" details of non-compliance may be given here.

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) -N/A
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. Any comments/observations/advice of Board of Directors may be mentioned here: - **this being the 1st report after the coming into force of SEBI (Listing obligations and disclosure requirements) Regulations, 2015, this report will be placed before the next Board Meeting.**


Name & Designation : Hardam Singh



Company Secretary / Compliance Officer / ~~Managing Director~~ / CEO

Note:

Information at Table I and II above need to be necessarily given in 1st quarter of each financial year. However if there is no change of information in subsequent quarter(s) of that financial year, this information may not be given by Listed entity and instead a statement "same as previous quarter" may be given.