# Q1 FY 2019-20 CG Report

| General information about con                                  | General information about company |  |  |  |  |  |  |  |
|--|-----------------------------------|--|--|--|--|--|--|--|
| Scrip code   | 503031                            |  |  |  |  |  |  |  |
| NSE Symbol   | PENINLAND                         |  |  |  |  |  |  |  |
| MSEI Symbol  | NOTLISTED                         |  |  |  |  |  |  |  |
| ISIN   | INE138A01028                      |  |  |  |  |  |  |  |
| Name of the entity   | Peninsula Land 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   | 30-06-2019                        |  |  |  |  |  |  |  |
| 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 Wether the listed entity has a Regular Chairperson Yes Whether Chairperson is related to MD or CEO Yes No of No of Independent Number of No of post of Directorship in listed entities Directorship in memberships in Chairperson in Audit/ Tenure Audit/ Stakeholder Stakeholder Committee held in listed entities listed entities Date Initial Date of including this Category including this listed Date of Re-Category 1 Category 2 Date of Committee(s) DIN PAN 3 of of of director listed entity of directors entity (Refer including this listed including this listed appointment directors Birth (Refer appointmen (in Regulation 17A(1) of Listing entity (Refer Regulation 26(1) of Listing entity (Refer Regulation 17A Regulation 26(1) of of Listing Regulations) Regulations Listing Regulations) Regulations) Non-Executive Chairperson AAJPP8861F 00044954 07-06-09-1984 01-07-2015 0 0 Non related to Independent Promoter 1952 12-Executive AAEPP7727R 00044983 MD 05-27-07-2004 26-10-2015 Director Applicable 1976 01-Executive AFWPP9313E 00045003 26-10-2015 0 Applicable Director 1981

30-

1956

26-10-2005

26-10-2015

MD

Applicable

Executive

Director

00046810

AAAPG4247R

# I. Composition of Board of Directors

# Disclosure of notes on composition of board of directors explanatory

| - |                 |                         |            |          |  |                               |                               |                     |              | has a Regu            |                   |                                |  |  |   |  |
|---|-----------------|-------------------------|------------|----------|--|-------------------------------|-------------------------------|---------------------|--------------|-----------------------|-------------------|--------------------------------|--|--|---|--|
| S | Title (Mr / Ms) | Name of the<br>Director | PAN        | DIN      | Category 1<br>of directors                     | Category 2<br>of<br>directors | Category<br>3 of<br>directors | Date<br>of<br>Birth | Initial Date | Date of Reappointment | Date of cessation | Tenure of director (in months) | No of<br>Directorship<br>in listed<br>entities<br>including<br>this listed<br>entity (Refer<br>Regulation<br>17A of<br>Listing<br>Regulations) | No of<br>Independent<br>Directorship<br>in listed<br>entities<br>including<br>this listed<br>entity<br>(Refer<br>Regulation<br>17A(1) of<br>Listing<br>Regulations | Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations) | No of post<br>of<br>Chairperson<br>in Audit/<br>Stakeholder<br>Committee<br>held in listed<br>entities<br>including<br>this listed<br>entity (Refer<br>Regulation<br>26(1) of<br>Listing<br>Regulations) |
| 5 | Mr              | Deepak<br>Summanwar     | ALEPS9990C | 02017830 | Non-<br>Executive -<br>Independent<br>Director | Not<br>Applicable             |                               | 14-<br>03-<br>1947  | 06-06-2008   | 27-09-2014            |                   | 57                             | 1  | 1  | 2   | 2  |
| 6 | Mr              | Sajit<br>Suvarna        | AADPS5934Q | 01481316 | Non-<br>Executive -<br>Independent<br>Director | Not<br>Applicable             |                               | 13-<br>11-<br>1974  | 05-06-2017   |                       |                   | 25                             | 1  | 1  | 1   | 0  |
| 7 | Mr              | Pankaj<br>Kanodia       | AGPPK7665Q | 02000161 | Non-<br>Executive -<br>Independent<br>Director | Not<br>Applicable             |                               | 16-<br>09-<br>1974  | 30-05-2019   |                       |                   | 1                              | 1  | 1  | 1   | 0  |
| 8 | Mr              | Sudhindar<br>Khanna     | AARPK1528J | 01529178 | Non-<br>Executive -<br>Independent             | Not<br>Applicable             |                               | 19-<br>01-<br>1953  | 31-01-2008   | 27-09-2014            | 24-05-<br>2019    | 56                             | 0  | 0  | 0   | 0  |

| Au | dit Commit   | tee Details       |   |                         |                        |                      |         |
|----|--|-------------------|---|-------------------------|------------------------|----------------------|---------|
|    |  |                   |   |                         |                        |                      |         |
| Sr | DIN Name of Committee Members                                    |                   | Category 1 of directors                 | Category 2 of directors | Date of<br>Appointment | Date of<br>Cessation | Remarks |
| 1  | 1 02017830 Deepak Summanwar Non-Executive - Independent Director |                   | Chairperson                             | 12-08-2013              |                        |                      |         |
| 2  | 00044983   | Rajeev A. Piramal | Executive Director                      | Member                  | 24-04-2017             |                      |         |
| 3  | 01481316   | Sajit Suvarna     | Non-Executive - Independent<br>Director | Member                  | 02-11-2017             |                      |         |
| 4  | 02000161   | Pankaj Kanodia    | Non-Executive - Independent<br>Director | Member                  | 30-05-2019             |                      |         |

| No | mination a    | nd remuneration comm      | ittee                                       |                         |                        |                      |         |
|----|---------------|---------------------------|---|-------------------------|------------------------|----------------------|---------|
|    | W             | hether the Nomination a   | nd remuneration committee has a R           | egular Chairperson      | Yes                    |                      |         |
| Sr | DIN<br>Number | Name of Committee members | Category 1 of directors                     | Category 2 of directors | Date of<br>Appointment | Date of<br>Cessation | Remarks |
| 1  | 02017830      | Deepak Summanwar          | Non-Executive - Independent<br>Director     | Chairperson             | 12-08-2013             |                      |         |
| 2  | 00044954      | Urvi A. Piramal           | Non-Executive - Non<br>Independent Director | Member                  | 25-01-2006             |                      |         |
| 3  | 01481316      | Sajit Suvarna             | Non-Executive - Independent<br>Director     | Member                  | 10-05-2019             |                      |         |
| 4  | 02000161      | Pankaj Kanodia            | Non-Executive - Independent<br>Director     | Member                  | 30-05-2019             |                      |         |

| Sta | ikeholders F  | Relationship Committee    |   |                         |                        |                      |         |
|-----|---------------|---------------------------|---|-------------------------|------------------------|----------------------|---------|
|     |               |                           |   |                         |                        |                      |         |
| Sr  | DIN<br>Number | Name of Committee members | Category 1 of directors                 | Category 2 of directors | Date of<br>Appointment | Date of<br>Cessation | Remarks |
| 1   | 02017830      | Deepak Summanwar          | Non-Executive - Independent<br>Director | Chairperson             | 12-08-2013             |                      |         |
| 2   | 00044983      | Rajeev A. Piramal         | Executive Director                      | Member                  | 26-05-2014             |                      |         |
| 3   | 00046810      | Mahesh S. Gupta           | Executive Director                      | Member                  | 26-05-2014             |                      |         |

# Q1 FY 2019-20 CG Report

| Ris | Risk Management Committee |                           |                         |                         |                        |                      |         |  |  |  |
|-----|---------------------------|---------------------------|-------------------------|-------------------------|------------------------|----------------------|---------|--|--|--|
|     |                           | Whether the Risk Manage   |                         |                         |                        |                      |         |  |  |  |
| Sr  | DIN<br>Number             | Name of Committee members | Category 1 of directors | Category 2 of directors | Date of<br>Appointment | Date of<br>Cessation | Remarks |  |  |  |

| Co | rporate Soc   | cial Responsibility Com   | mittee                                      |                         |                        |                      |         |
|----|---------------|---------------------------|---|-------------------------|------------------------|----------------------|---------|
|    | Whe           | Yes                       |   |                         |                        |                      |         |
| Sr | DIN<br>Number | Name of Committee members | Category 1 of directors                     | Category 2 of directors | Date of<br>Appointment | Date of<br>Cessation | Remarks |
| 1  | 00044954      | Urvi A. Piramal           | Non-Executive - Non<br>Independent Director | Chairperson             | 11-11-2013             |                      |         |
| 2  | 00044983      | Rajeev A. Piramal         | Executive Director                          | Member                  | 11-11-2013             |                      |         |
| 3  | 02017830      | Deepak Summanwar          | Non-Executive - Independent<br>Director     | Member                  | 10-05-2019             |                      |         |

| • | Oth | her Committee |                           |                         |                         |                         |         |
|---|-----|---------------|---------------------------|-------------------------|-------------------------|-------------------------|---------|
| 5 | Sr  | DIN Number    | Name of Committee members | Name of other committee | Category 1 of directors | Category 2 of directors | Remarks |

|    | Annexure 1  |   |   |                                       |   |                                    |   |  |  |  |
|----|---|---|---|---------------------------------------|---|------------------------------------|---|--|--|--|
| An | Annexure 1  |   |   |                                       |   |                                    |   |  |  |  |
| Ш  | III. Meeting of Board of Directors                        |   |   |                                       |   |                                    |   |  |  |  |
| D  | isclosure of notes on d                                   | meeting of board of irectors explanatory                    |   |                                       |   |                                    |   |  |  |  |
| Sr | Date(s) of meeting<br>(if any) in the<br>previous quarter | Date(s) of<br>meeting (if any)<br>in the current<br>quarter | Maximum gap between<br>any two consecutive (in<br>number of days) | Notes for<br>not<br>providing<br>Date | Whether<br>requirement of<br>Quorum met<br>(Yes/No) | Number of<br>Directors<br>present* | No. of Independent<br>Directors attending<br>the meeting* |  |  |  |
| 1  | 07-02-2019  |   |   |                                       | Yes   |                                    |   |  |  |  |
| 2  |   | 30-05-2019  | 111   |                                       | Yes   | 5                                  | 1   |  |  |  |

|     |   |  | Anne   | xure 1                  |                                       |   |                                    |  |  |  |
|-----|---|--|--|-------------------------|---------------------------------------|---|------------------------------------|--|--|--|
| IV. | Meeting of 0  | Committees   |  |                         |                                       |   |                                    |  |  |  |
|     | Disclosure of notes on meeting of committees explanatory Textual Information(1) |  |  |                         |                                       |   |                                    |  |  |  |
| Sr  | Name of<br>Committee  | Date(s) of meeting (Enter<br>dates of Previous quarter and<br>Current quarter in<br>chronological order) | Maximum gap<br>between any two<br>consecutive (in<br>number of days) | Name of other committee | Reson for<br>not<br>providing<br>date | Whether<br>requirement<br>of Quorum<br>met (Yes/No) | Number of<br>Directors<br>present* | No. of<br>Independent<br>Directors<br>attending<br>the<br>meeting* |  |  |
| 1   | Audit<br>Committee  | 07-02-2019   |  |                         |                                       | Yes   |                                    |  |  |  |
| 2   | Audit<br>Committee  | 30-05-2019   | 111  |                         |                                       | No  | 2                                  | 1  |  |  |

| Text Block             |  |  |  |  |  |  |
|------------------------|--|--|--|--|--|--|
| Textual Information(1) | A vacancy was caused on the Board and consequently on the Committee on account of resignation of Ms. Bhavna Doshi - the Chairperson of the Audit Committee on 28.03.2019. As per regulation 25(6) of the SEBI LODR, the Company needs to fill in the vacancy by 27.06.2019 i.e. three months from the date of resignation. As on the meeting dated 30.05.2019, the vacancy still existed and therefore the requirement of the presence of two Independent Directors remains unfulfilled for the meeting of the Audit Committee held on May 30, 2019. |  |  |  |  |  |

|             | Annexure 1   |                                  |  |  |  |  |  |  |  |
|-------------|--|----------------------------------|--|--|--|--|--|--|--|
| <b>V.</b> ] | V. Related Party Transactions  |                                  |  |  |  |  |  |  |  |
| Sr          | Subject  | Compliance status<br>(Yes/No/NA) | If status is "No" details of non-<br>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<br>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 100 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                           |  |  |  |

# Q1 FY 2019-20 CG Report

|    | Annexure 1        |  |  |
|----|-------------------|--|--|
| Sr | Subject           | Compliance status                        |  |
| 1  | Name of signatory | Rajashekhar Reddy                        |  |
| 2  | Designation       | Company Secretary and Compliance Officer |  |

| Signatory Details     |  |  |
|-----------------------|--|--|
| Name of signatory     | Rajashekhar Reddy                        |  |
| Designation of person | Company Secretary and Compliance Officer |  |
| Place                 | Mumbai                                   |  |
| Date                  | 12-07-2019                               |  |