

General information about company	
Scrip code	500346
NSE Symbol	
MSEI Symbol	
ISIN	INE609A01010
Name of the entity	PUNJAB COMMUNICATIONS LIMITED
Date of start of financial year	01-04-2019
Date of end of financial year	31-03-2020
Reporting Quarter	Yearly
Date of Report	31-03-2020
Risk management committee	Not Applicable
Market Capitalisation as per immediate previous Financial Year	Any other

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													Textual Information(1)							
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(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)	Notes for not providing PAN	Notes for not providing DIN
1	Mrs	Vini Mahajan, IAS	ABRPM5947Q	06943948	Non-Executive - Nominee Director	Chairperson related to Promoter		21-10-1964	NA		10-08-2018			19	2	0	0	0		
2	Mr	Vikas Pratap, IAS	AFUPP1016N	01129385	Executive Director	Not Applicable	CEO-MD	15-02-1969	NA		20-11-2014	20-11-2019	13-01-2020	62	0	0	0	0		
3	Mr	Rajat Agarwal, IAS	AFTPA9654A	07973901	Executive Director	Not Applicable	CEO-MD	27-03-1978	NA		25-04-2018			23	1	0	0	0		
4	Mr	V. P. Chandan	AAAPC3682L	00225793	Non-Executive - Independent Director	Not Applicable		09-10-1940	Yes	21-09-2018	12-01-2015	12-01-2020		63	1	1	0	2		

I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory

Wether 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 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)	Notes for not providing PAN	Notes for not providing DIN
5	Mrs	Neena Singh	ADSPS0377F	00233352	Non-Executive - Independent Director	Not Applicable		08-11-1956	NA		31-03-2015	31-03-2020		60	2	2	4	0		
6	Mr	J.S. Bhatia	ACAPB9689G	02554023	Executive Director	Not Applicable		27-08-1964	NA		24-05-2018			22	1	0	2	0		
7	Mr	Satinder Pal Singh, IAS (Retd.)	AJHPS3350B	00297745	Non-Executive - Independent Director	Not Applicable		01-08-1950	NA		26-09-2018	26-09-2019		18	1	1	0	0		
8	Mr	Moti Ram Sharma	AJHPS0551Q	08250388	Non-Executive - Independent Director	Not Applicable		03-10-1951	NA		26-09-2018	26-09-2019		18	1	1	0	0		

Text Block	
Textual Information(1)	<ol style="list-style-type: none"><li data-bbox="804 206 1568 250">1. Sh. Rajat Agarwal, IAS, has been nominated/appointed as Sr. V.C & Managing Director i.e. Executive Director of the Company in place of Sh. Vikas Pratap, IAS w.e.f. 13th January, 2020<li data-bbox="804 266 1568 362">2. Smt. Vini Mahajan, IAS, Chairperson of the Company is related to Sh. Rajat Agarwal, IAS, Sr. V.C & M.D of the Company, being Nominee Directors appointed by Punjab Information & Communication Technology Corporation Limited (PCTCL)(Govt. of Punjab) by the virtue of provisions of Articles of Association of the Company. PCTCL holds 71.204% Equity Shares of the Company. Both the Directors belong to the Punjab Cadre of Indian Administrative Services (IAS).

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	00225793	V. P. Chandan	Non-Executive - Independent Director	Chairperson	12-01-2015		
2	00233352	Neena Singh	Non-Executive - Independent Director	Member	10-11-2015		
3	02554023	J.S. Bhatia	Executive Director	Member	02-08-2018		

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	00225793	V. P. Chandan	Non-Executive - Independent Director	Chairperson	12-01-2015		
2	00233352	Neena Singh	Non-Executive - Independent Director	Member	10-11-2015		
3	08250388	Moti Ram Sharma	Non-Executive - Independent Director	Member	26-09-2018		

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	00225793	V. P. Chandan	Non-Executive - Independent Director	Chairperson	12-01-2015		
2	00233352	Neena Singh	Non-Executive - Independent Director	Member	10-11-2015		
3	02554023	J.S. Bhatia	Executive Director	Member	02-08-2018		

Other Committee						
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks

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	20-11-2019				Yes	5	2
2		11-02-2020	82		Yes	7	4

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	20-11-2019				Yes	2	1
2	Audit Committee	11-02-2020	82			Yes	3	2

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	NA	
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	NA	

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	Madhur Bain Singh
2	Designation	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.puncom.com
2	Terms and conditions of appointment of independent directors	Yes		www.puncom.com
3	Composition of various committees of board of directors	Yes		www.puncom.com
4	Code of conduct of board of directors and senior management personnel	Yes		www.puncom.com
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		www.puncom.com
6	Criteria of making payments to non-executive directors	NA		
7	Policy on dealing with related party transactions	Yes		www.puncom.com
8	Policy for determining 'material' subsidiaries	NA		
9	Details of familiarization programmes imparted to independent directors	Yes		www.puncom.com

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
10	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		www.puncom.com
11	email address for grievance redressal and other relevant details	Yes		www.puncom.com
12	Financial results	Yes		www.puncom.com
13	Shareholding pattern	Yes		www.puncom.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	NA		
16	New name and the old name of the listed entity	NA		
17	Advertisements as per regulation 47 (1)	Yes		www.puncom.com
18	Credit rating or revision in credit rating obtained	NA		
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.puncom.com
21	Materiality Policy as per Regulation 30	Yes		www.puncom.com
22	Dividend Distribution policy as per Regulation 43A (as applicable)	NA		
23	It is certified that these contents on the website of the listed entity are correct	Yes		www.puncom.com

Annexure II**II. Annual Affirmations**

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b) & 25(6)	Yes	
2	Board composition	17(1), 17(1A) & 17(1B)	Yes	
3	Meeting of Board of directors	17(2)	Yes	
4	Quorum of Board meeting	17(2A)	NA	
5	Review of Compliance Reports	17(3)	Yes	
6	Plans for orderly succession for appointments	17(4)	Yes	
7	Code of Conduct	17(5)	Yes	
8	Fees/compensation	17(6)	Yes	
9	Minimum Information	17(7)	Yes	
10	Compliance Certificate	17(8)	Yes	

Annexure II

II. Annual Affirmations

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
11	Risk Assessment & Management	17(9)	Yes	
12	Performance Evaluation of Independent Directors	17(10)	Yes	
13	Recommendation of Board	17(11)	Yes	
14	Maximum number of Directorships	17A	Yes	
15	Composition of Audit Committee	18(1)	Yes	
16	Meeting of Audit Committee	18(2)	Yes	
17	Composition of nomination & remuneration committee	19(1) & (2)	Yes	
18	Quorum of Nomination and Remuneration Committee meeting	19(2A)	No	The Nomination and Remuneration Committee meeting for FY 2019-20 could not be held on scheduled date of meeting i.e. 26.03.2020 due to curfew and nationwide lockdown on account of CoVID -19 virus pandemic. Further the said meeting shall be held on or before 30.06.2020 in accordance with compliance relaxations as provided by BSE vide Circular no. SEBI/HO/CFD/CMD1/CIR/P/2020/48 dated 26.03.20 or any other further relaxations. The last meeting was held on 13.03.2019.
19	Meeting of Nomination and Remuneration Committee	19(3A)	No	The Nomination and Remuneration Committee meeting for FY 2019-20 could not be held on scheduled date of meeting i.e. 26.03.2020 due to curfew and nationwide lockdown on account of CoVID -19 virus pandemic. Further the said meeting shall be held on or before 30.06.2020 in accordance with compliance relaxations as provided by BSE vide Circular no. SEBI/HO/CFD/CMD1/CIR/P/2020/48 dated 26.03.20 or any other further relaxations. The last meeting was held on 13.03.2019.
20	Composition of Stakeholder Relationship Committee	20(1), 20(2) & 20(2A)	Yes	

Annexure II**II. Annual Affirmations**

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
21	Meeting of Stakeholders Relationship Committee	20(3A)	Yes	
22	Composition and role of risk management committee	21(1),(2),(3),(4)	NA	
23	Meeting of Risk Management Committee	21(3A)	NA	
24	Vigil Mechanism	22	Yes	
25	Policy for related party Transaction	23(1),(1A),(5),(6),(7) & (8)	Yes	
26	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	NA	
27	Approval for material related party transactions	23(4)	NA	
28	Disclosure of related party transactions on consolidated basis	23(9)	Yes	
29	Composition of Board of Directors of unlisted material Subsidiary	24(1)	NA	
30	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	NA	

Annexure II

II. Annual Affirmations

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
31	Annual Secretarial Compliance Report	24(A)	Yes	
32	Alternate Director to Independent Director	25(1)	Yes	
33	Maximum Tenure	25(2)	Yes	
34	Meeting of independent directors	25(3) & (4)	No	The Independent Directors meeting for year 2020 could not be held on scheduled date of meeting i.e. 26.03.2020 due to curfew and nationwide lockdown on account of CoVID -19 virus pandemic. Further the said meeting shall be held on or before 30.06.2020 in spirit of compliance relaxations as provided by BSE vide Circular no. SEBI/HO/CFD/CMD1/CIR/P/2020/48 dated 26.03.20 or any other further relaxations. The last such meeting for year 2019 was held on 13.03.2019. However, the relaxation of holding Independent Directors Meetings has been provided by Ministry of Corporate Affairs vide its General Circular 11 dated 24th March, 2020.
35	Familiarization of independent directors	25(7)	Yes	
36	Declaration from Independent Director	25(8) & (9)	Yes	
37	D & O Insurance for Independent Directors	25(10)	NA	
38	Memberships in Committees	26(1)	Yes	
39	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes	
40	Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes	
41	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes	
	Any other information to be provided - Add Notes			

Annexure II

1	Name of signatory	Madhur Bain Singh
2	Designation	Company Secretary and Compliance Officer

Annexure II

III. Affirmations		
Sr	Particulars	Compliance status (Yes/No/NA)
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
	Any other information to be provided	

Annexure II

1	Name of signatory	Madhur Bain Singh
2	Designation	Company Secretary and Compliance Officer

Signatory Details	
Name of signatory	Madhur Bain Singh
Designation of person	Company Secretary and Compliance Officer
Place	Chandigarh
Date	08-05-2020

