



Annexure G to Directors' Report

Report on Corporate Governance

COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE

Corporate Governance is a set of principles, processes and systems which govern a company. The elements of Corporate Governance are independence, transparency, accountability, responsibility, compliance, ethics, values and trust. Corporate Governance enables an organization to perform efficiently and ethically generate long term wealth and create value for all its stakeholders.

The Company believes that sound Corporate Governance is crucial for enhancing and retaining investor trust and your Company always seeks to ensure that its performance goals are met accordingly. The Company has established systems and procedures to ensure that its Board of Directors is well informed and well equipped to fulfill its overall responsibilities and to provide management with the strategic direction needed to create long term shareholders' value. The Company has always worked towards building trust with shareholders, employees, customers, suppliers and other stakeholders based on the principles of good corporate governance

The Company's essential character revolves around values based on transparency, integrity, professionalism and accountability. At the highest level, the Company continuously endeavors to improve upon these aspects on an ongoing basis and adopts innovative approaches for leveraging resources, converting opportunities into achievements through proper empowerment and motivation, fostering a healthy growth and development of human resources to take the Company forward.

This Report provides information on the compliances by the Company of Corporate Governance requirements stipulated under the provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations").

BOARD OF DIRECTORS

Composition of the Board

The Board, at present consists of eight Directors. Out of these, 5 Directors are Non-Executive and Independent Director. The Company has had no pecuniary relations or transactions with the Non-Executive Directors.

Composition of the Board and category of Directors as on 31st March, 2017 was as follows:

Sr. No.	Name of the Director	Designation	Category
1	Mr. Ajit B. Kulkarni	Chairman & Managing Director	Promoter & Executive
2	Mr. Ravi A. Kulkarni	Dy. Managing Director	Promoter & Executive
3	Mr. Sharad Deshpande	Whole Time Director	Executive & Professional
4	Mr. Awinash M. Arondekar	Director	Independent & Non-Executive
5	Mr. Shrikant T. Gadre	Director	Independent & Non-Executive
6	Mr. Vilas B. Parulekar	Director	Independent & Non-Executive
7	Dr. S. L. Dhingra	Director	Independent & Non-Executive
8	Mr. V. Sivakumaran	Director	Independent & Non-Executive

Note: Mr. Ajit B. Kulkarni and Mr. Ravi. A. Kulkarni are inter se related to each other. Mrs. Usha B. Kulkarni the founder and chairman expired on 5th August, 2016.

Board Meetings, Directors' Attendance and Other Directorships and Committee Memberships

The Company holds minimum of four Board Meetings in each year. Apart from the four quarterly Board Meetings, additional Board Meetings, as and when required, are convened by giving appropriate notice.

All divisions/ departments in the Company are encouraged to plan their functions well in advance particularly with regard to matters requiring discussion/ approval/ decision in the Board / Committee meetings. After that, the Chairman of the

Board and the Company Secretary in consultation with other concerned persons in the senior management, finalize the agenda papers for the Board/Committee Meetings and circulate the Agenda along with the notes and supporting papers to the Board/Committee Members and other invitees to the Meeting.

Where it is not practicable to attach any document or the agenda due to its price sensitive nature, the same is circulated at the meeting with unanimous approval of the Board/Committee. In special and exceptional circumstances, additional or supplemental item(s) on the agenda are taken up for discussion with the unanimous approval of Directors.

Ten Board meetings were held during the year under review, i.e. on 27th May, 2016, 26th August, 2016, 21st September, 2016, 1st December, 2016, 13th December, 2016, 4th January, 2017, 7th January, 2017, 11th January, 2017, 23rd January, 2017 and 13th February, 2017. The attendance of Directors in these Board meetings, attendance at last Annual General Meeting (AGM), other directorships in public companies and committee memberships/chairmanships are as follows:

Sr. No.	Name of the Director	Attendance Particulars		No. of Directorships and Committee Memberships/ Chairmanships		
		Board Meeting	Attendance At AGM	Directorships*	Committee Memberships**	Chairmanships**
1	Mr. Ajit B. Kulkarni	7	Y	4	3	-
2	Mr. Ravi A. Kulkarni	7	Y	2	-	-
3	Mr. Sharad P. Deshpande	6	Y	3	-	-
4	Mr. Awinash M. Arondekar	10	Y	2	3	1
5	Mr. Shrikant T. Gadre	10	Y	5	6	4
6	Mr. V. B. Parulekar	10	Y	1	-	-
7	Dr. S. L. Dhingra	9	N	1	-	-
8	Mr. V. Sivakumaran	10	Y	1	-	-

* The Directorships, held by Directors as mentioned above, do not include directorship in Private limited Company and directorships in foreign companies.

** Chairmanships/Memberships of Audit Committees and Stakeholders Relationship Committees of all other public limited companies have been considered.

None of the Directors on the Board is member of more than ten Committees or Chairman/Chairperson of more than five Committees across all companies in which they are Directors and therefore are in compliance with the limit specified under Regulation 26 (1) of the SEBI LODR Regulations.

None of the Non-Executive Directors hold any shares or convertible instruments in the Company.

Familiarization Programmes

The Company has also conducted familiarization programmes for Directors to give insights in the working and business operations of the Company. Details of familiarization programmes held by Non-Executive Directors are hosted on the website of the Company i.e. http://www.pratibhagroup.com/pratibha_new/pages/PDFs/familirization-for-programme-for-ids.pdf.

Performance evaluation criteria for Independent Directors

Performance evaluation of Independent Directors in respect of year under review was conducted by the Board of Directors, without the participation of executive director being evaluated, on the basis of criteria formulated by the Nomination & Remuneration Committee. The criteria inter alia included understanding of their roles and responsibilities, business of the Company, level of participation and contribution, independence of judgement, safeguarding the overall interest of shareholders and the Company.

BOARD COMMITTEES

The Board functions either as full board or through various committees which meet at regular intervals. Strategic supervision in the form of policy formulation, evaluation of performance and control functions vest solely with the Board, while the Committees oversee operational issues.

The Board has constituted five Committees consisting members of the Board viz., Audit Committee, Nomination & Remuneration Committee, Stakeholders' Relationship Committee, Corporate Social Responsibility Committee and



Management Committee. These Committees facilitate focused, timely & efficient deliberation and discussions. Details of the Committees and other related information are provided hereunder:

AUDIT COMMITTEE

The Audit Committee is constituted in conformation with the provisions of Regulation 18 of SEBI LODR Regulations read with Section 177 of the Companies Act, 2013. The Audit Committee consists of two Independent Directors and one Executive Director. The composition of the Audit Committee is as under:

Sr. No	Name of the Member	Designation	Category
1	Mr. Shrikant T. Gadre	Chairman	Independent & Non Executive Director
2	Mr. Awinash. M. Arondekar	Member	Independent & Non Executive Director
3	Mr. Ajit B. Kulkarni	Member	Promoter & Executive Director

All the members of the Audit Committee are financially literate and Mr. Shrikant Gadre, Chairman possesses requisite financial / accounting expertise.

The Audit Committee invites head of the finance and account function and representatives of the Statutory Auditors, Internal Auditors to be present at its meeting. The Company Secretary acts as the Secretary to the Audit Committee.

Meetings and Attendance during the year

During the year under review, the Audit Committee met four times. The gap between two meetings did not exceed 120 days. The dates on which Audit Committee meetings were held are: 27th May, 2016, 26th August, 2016, 13th December, 2016 and 13th February, 2017.

Sr. No.	Name of the Member	Attendance
1	Mr. Shrikant T. Gadre	4
2	Mr. Awinash. M. Arondekar	4
3	Mr. Ajit B. Kulkarni	2

During the year under review, the Board accepted all the recommendations of Audit Committee.

Terms of Reference

The terms of reference cover the matters specified for Audit Committee under Regulation 18 of SEBI LODR Regulations. Brief description of terms of reference of Audit Committee is as under:

- Overseeing the Company's financial reporting process and the disclosure of its financial information to ensure that the financial statement is correct, sufficient and credible;
- the recommendation for appointment, remuneration and terms of appointment of auditors of the Company;
- review and monitor the auditor's independence and performance including Cost Auditors, and effectiveness of audit process;
- Reviewing the financial statements/quarterly financial results and the Statutory Auditors' report thereon and includes Cost Auditors' report;
- Approval, or any subsequent modification, of transactions of the company with related parties;
- scrutiny of inter-corporate loans and investments;
- valuation of undertakings or assets of the company, wherever it is necessary;
- Evaluation of internal financial controls and risk management systems;
- Monitoring the end use of funds raised through public offers, if any and related matters.

NOMINATION & REMUNERATION COMMITTEE

The Committee comprises of the following members:

Sr. No	Name of the Members	Designation	Nature of Directorship
1	Mr. Shrikant T. Gadre	Chairman	Independent & Non Executive Director
2	Mr. Awinash M. Arondekar	Member	Independent & Non Executive Director
3	Mr. Vilas B. Parulekar	Member	Independent & Non Executive Director

During the year under review, Three meeting of the Nomination & Remuneration Committee was held on 27th May 2016, 26th August 2016 and 13th February 2017 was attended by all the members of the Committee.

Terms of Reference

The terms of reference of Nomination & Remuneration Committee cover the matters specified under Regulation 19 of the SEBI LODR Regulations read with Part D of Schedule II thereto. Brief description of the terms of reference of the Nomination & Remuneration Committee is as follows:

- To identify persons who are qualified to become Directors and who may be appointed in senior management in accordance with the criteria laid down and to recommend to the Board their appointment and/or removal;
- To formulate the criteria for determining qualifications, positive attributes and independence of a Director, and recommend to the Board a policy, relating to the remuneration for the Directors, Key Managerial Personnel and other employees;
- To formulate the criteria for evaluation of Independent Directors and the Board;
- To devise a policy on Board diversity which ensures:
 - a. the level and composition of remuneration is reasonable and sufficient to attract, retain and motivate directors of the quality required to run the company successfully;
 - b. relationship of remuneration to performance is clear and meets appropriate performance benchmarks; and
 - c.. remuneration to directors, Key Managerial Personnel and senior management involves a balance between fixed and incentive pay reflecting short and long-term performance objectives appropriate to the working of the company and its goals.
- To recommend/review remuneration of the Managing Director(s) and Whole-time Director(s) based on their performance and defined assessment criteria;
- To carry out any other function as is mandated by the Board from time to time and / or enforced by any statutory notification, amendment or modification, as may be applicable.

Nomination & Remuneration Policy

Nomination & Remuneration Committee has formulated Nomination & Remuneration Policy. The policy is driven by the success and performance of the individual employee and the Company. Through its compensation programme, the Company endeavors to attract, retain, nurture and motivate a high performing workforce. The Company follows a compensation mix of fixed pay, benefits and variable pay. Individual performance pay is determined by business performance and the performance of the individuals measured through the appraisal process. The said policy is available on the website of the Company under following link: http://www.pratibhagroup.com/pratibha_new/pages/policies.asp.

REMUNERATION PAID TO DIRECTORS OF THE COMPANY:

Executive Directors

The aggregate value of salary and perquisites including performance bonus/commission/ compensation, if any, paid for the year ended March 31, 2017, to the Managing Director and Whole Time Directors are disclosed in MGT-9 (Extract of Annual Report) attached to Directors' Report. The Company does not have stock option scheme for its Directors.

Mr. Ajit B. Kulkarni has been appointed as Managing Director for a period of two years vide Resolution passed by the shareholders through Postal Ballot on 2nd April, 2017. He is eligible for performance incentives, perquisites and other benefits as specified in the postal ballot notice dated 13th December, 2016. The copy of the said postal ballot notice is available on the website of the Company.

The contracts with respective Executive Directors may be terminated by the Company or the concerned Director by giving the other 3 (three) months' prior notice in writing. There is no provision of severance pay in the contract entered into with Directors.

Non-executive Directors

The Non-Executive Directors (NEDs) are paid remuneration by way of sitting fees. The NEDs are paid sitting fees at the rate of ₹.10,000/- for attending each meeting of Board and Committee. The details of payment made to NEDs are disclosed in MGT-9 (Extract of Annual Report) attached to Directors' Report. In view of the greater involvement of NEDs in the affairs of the Company, responsibilities and duties, the commission has fixed within the limit specified by provisions of the Companies Act, 2013 to the NEDs of the Company in commensurate with their role, responsibilities and duties.

STAKEHOLDERS RELATIONSHIP COMMITTEE

The Company has constituted the Stakeholders Relationship Committee to specifically look into the investors' grievances with regard to transfer / transmission / demat / remat of shares, non-receipt of Annual Report, and other issues concerning the shareholder/investors.

The Committee comprises of the following persons:



Sr. No.	Name of the Member	Designation	Category
1	Mr. Awinash M. Arondekar	Chairman	Independent & Non Executive Director
2	Mr. Shrikant T. Gadre	Member	Independent & Non Executive Director
3	Mr. Ajit B. Kulkarni	Member	Promoter and Executive Director

As on 31st March, 2017, no request for transfer of shares and for dematerialization/ rematerialisation of shares was pending for approval. There were no major complaints from the investors. During the financial year ended 31st March, 2017, the Committee met twice on 27th May, 2016 and 13th February, 2017.

Complaints received and redressed during the financial year 2016-17:

pending at beginning of year	Received during the Year	Resolved during the year	pending at end of year
0	4	4	0

Sr. No.	Nature of Complaint	Number of Complaints
1	Non Receipt of Dividend	4
2	Non Receipt of Annual Report	2
3	Other matters	0
	Total	6

The above does not include the complaints received from fixed deposit holders. The complaints received from fixed deposit holders are addressed through M/s Karvy Computershare Private Limited, Registrar for the purpose of fixed deposits.

Mrs. Bhavana Shah, Company Secretary and Compliance Officer, was nominated to supervise the Investor Grievance Redressal. She was responsible for supervising and coordinating with the M/s. Link Intime India Private Limited, Registrar & Transfer Agents, for redressal of grievances. All complaints have been addressed within the stipulated time.

CORPORATE SOCIAL RESPONSIBILITY (CSR) COMMITTEE

Sr. No.	Name of the Member	Designation	Category
1	Mr. Awinash M. Arondekar	Chairman	Independent & Non-Executive Director
2	Mrs. Sharad P. Deshpande*	Member	Promoter and Executive Director
3	Mr. Ajit B. Kulkarni	Member	Promoter and Executive Director

* Late Ms. Usha Kulkarni expired on 5th August, 2016 and consequently CSR committee was reconstituted by including Mr. Sharad P. Deshpande as a member of the Corporate Social Responsibility Committee.

During the financial year ended 31st March, 2017, the Committee met once on 27th May, 2016, where all members were present.

The role of the CSR Committee is as follows:

1. Formulating and recommending to the Board the CSR policy and activities to be undertaken by the Company;
2. Recommend the amount of expenditure to be incurred on the CSR activities;
3. Reviewing the performance of the Company in area of CSR;
4. Monitor implementation and adherence to the CSR Policy of the Company from time to time.

MANAGEMENT COMMITTEE

The Board of Directors of the Company has constituted a Management Committee of the executive Directors of the Company. The Committee has been formed to avail credit facilities for purchase of construction equipment's and vehicles, to bid various tenders and issue authority to bid tenders and for legal matters and also look after operations of Bank accounts of the Company.

As on 31st March, 2017, the Committee comprised of Mr. Ajit B. Kulkarni as the Chairman, Mr. Ravi A. Kulkarni and Mr.

Sharad P. Deshpande as members.

DISCLOSURES

Related party transactions

A statement in the summary form of transactions with related parties in the ordinary course of business is placed periodically before the Audit Committee. There are no transactions with related parties, which are not in the normal course of business and not on an arm's length basis. Attention of Members is drawn to the disclosures of transactions with the related parties set out in Note No. 39 forming part Notes to Accounts.

Compliance with Regulations

There are no instances of imposition of penalties and/ or strictures on the company by Stock Exchange or SEBI or any statutory authority, on any matter related to capital markets, during the last three years.

The Company has complied with all the requirements of the SEBI (LODR) Regulations, 2015 with Stock Exchange as well as Regulations and Guidelines prescribed by SEBI.

Insider trading Code

In compliance with the SEBI (Prevention of Insider Trading) Regulations, 2015, the Company has instituted a comprehensive Code of Conduct for its management and staff. The Code of Conduct lays down guidelines, procedures to be followed and disclosures to be made, while dealing with shares of the Company and provides consequences of non – compliances.

Whistle Blower policy

In accordance with Section 177 (9) and sub-section (10) of the Companies Act, 2013, and in terms of Regulation 22 read with Regulation 4 (2)(d)(iv) of SEBI LODR Regulations, your Company has adopted a Whistle Blower Policy with an objective to provide its employees a mechanism whereby concerns can be raised in line with the Company's commitment to highest standards of ethical, moral and legal business conduct and its commitment to open communication.

No personnel was denied access to the Audit Committee of the Company. The said policy is available on the weblink for access and reference by any stakeholder, http://www.pratibhagroup.com/pratibha_new/pages/PDFs/WHISTLE_BLOWER_POLICY_PIL_.pdf

MD & CFO Certification

As required under Regulation 33 of SEBI (Listing Obligations and Disclosure Requirements) 2015, the Managing Director and the Chief Financial Officer of the Company have certified to the Board regarding their review on the Financial Statements, Cash Flow Statements and other matters related to internal controls in the prescribed format for the year ended 31st March, 2017. The said certificate is enclosed to this Report as **Annexure I**

Unclaimed Shares lying in the escrow Account

The Company entered the Capital Market with Initial Public Offer through 100% Book Building process for 42,50,000 equity shares of ₹.10/- each at a premium of ₹.110/- per share. The Company has opened a separate demat accounts to credit the unclaimed shares which could not be allotted to the rightful shareholder due to insufficient/ incorrect information or any other reason. The voting rights in respect of the said shares will be frozen till the time rightful owner claims such shares.

As per Regulation 34 (3) Read with Para F of Schedule V of SEBI (LODR) Regulations, 2015 the Company reports the following details in respect of equity shares lying in the suspense account which were issued pursuant to the public issue of the Company:

Sr. No.	Particulars	No. of Shareholders	No. of Shares
1	Aggregate Number of shareholders and the outstanding shares in the suspense account lying as on April 1, 2015.	7	1,750
2	Number of shareholders who approached the Company for transfer of shares from suspense account during the year.	0	0
3	Number of shareholders to whom shares were transferred from the suspense account during the year.	0	0
4	Aggregate Number of shareholders and the outstanding shares in the suspense account lying as on March 31, 2016.	7	1,750

Transfer of unpaid / unclaimed Dividend amounts to Investor education and protection Fund (IEPF)



The Company has credited ₹.165,276/- in FY 2016-17 to the Investor Education and Protection Fund (IEPF) in respect to dividends declared in the year 2008-09 which remained unclaimed / unpaid over a period of seven years, pursuant to the provisions of Section 124 (5) of the Company Act, 2013 and Rules made thereunder. ₹. 1,27,686/- being the amount remained unclaimed / unpaid over a period of seven years in respect of dividend declared in respect financial year 2009-10 is being transferred to IEPF.

Following are the details of Dividends paid by the Company and their respective due dates of transfer to the IEPF if they remain unclaimed / unencashed by the members.

Sr. No	Dividend for the Year	Due date of declaration of Dividend	Dividend Declared per share	Last date upto which members are entitled to claim the Dividend
1	2010-11 - Interim	07.02.2011	₹.0.20 (i.e. 10%)**	16.03.2018
2	2010-11 - Final	21.07.2011	₹.0.40 (i.e. 20%)**	27.08.2018
3	2011-12	12.07.2012	₹.0.60 (i.e. 30%)**	18.08.2019
4	2012-13-	30.09.2013	₹.0.60 (i.e. 30%)**	31.10.2020
5	2013-14	30.09.2014	₹.0.20 (i.e. 10%)**	31.10.2021
6	2014-15	30.09.2015	₹.0.20 (i.e. 10%)**	31.10.2022

*Face value of `10/- per share. **Face value of `2/- per share

Risk Management Framework

The Company has established effective risk management policy, which is subject to periodical review by the Audit Committee and Board of Directors. The process of identification and evaluation of various risks inherent in the business environment and the operations of the Company and initiation of appropriate measures for prevention and/or mitigation of the same are dealt with by the executive management through the means of the properly defined framework under the overall supervision of the Managing Director of the Company.

Code of Business conduct and ethics for Directors and Key Managerial personnel

The Company has laid down a Code of Conduct for all Directors and Senior Management of the Company. The Code has been circulated to all the members of the Board and Key Managerial Personnel and the compliance of the same is affirmed by them annually.

A declaration signed by Managing Director regarding compliance by board members and Key Managerial Personnel with Code of Conduct is attached herewith as Annexure II

Compliance certificate

Certificate from the M/s. Ruchita Shah & Associates, Practicing Company Secretary, confirming compliance with the conditions of Corporate Governance as stipulated under SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is attached to this Report as Annexure III.

GENERAL BODY MEETINGS

Details of the last three Annual General Meetings of the Company are as under:

Year	Location	Day and Date	Time	Number Special Resolution(s) passed
2015-16	The Bombay Presidency Golf Club Limited, Dr. C. G. Road, Chembur, Mumbai –40007	29th September, 2016	3:00 P. M	0
2014-15	The Bombay Presidency Golf Club Limited, Dr. C. G. Road, Chembur, Mumbai –40007	30th September, 2015	3:00 P. M	0
2013-14	The Bombay Presidency Golf Club Limited, Dr. C. G. Road, Chembur, Mumbai – 400 071	30th September, 2014	3:00 P. M.	6

1. No Extraordinary general Meeting was held during the year under review. The Company passed two resolutions through postal ballot notice dated 21st September, 2016 during the year under review i.e. Increase in Authorised Share Capital of the Company and Alteration of Capital Clause in the Memorandum of Association of the Company and conversion of debt in to equity by way of issuing equity shares on preferential basis.

MEANS OF COMMUNICATION

- Quarterly results are taken on record by the Board of Directors and submitted to the stock exchange in terms of the requirements of Regulation 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- Quarterly Results are usually published in Free Press Journal (English Daily) and Nav Shakti (Marathi Daily).
- Website of the Company is www.pratibhagroup.com, wherein quarterly results and news releases of the Company are displayed.
- During the year under review, no presentations were made to institutional investors or analysts.

GENERAL SHAREHOLDER INFORMATION

1. 22nd Annual General Meeting:

- Date : Thursday, 29th day of September, 2017
 Time : 3.00 p.m.
 Venue : The Bombay Presidency Golf Club, Dr. C. G. Road, Chembur, Mumbai - 400 071.

2. Financial Calendar (tentative)

- Financial Year** : 01st April 2017 to 31st March 2018
First Quarter Results : 2nd Week of August, 2017
Second Quarter Results : 2nd Week of November, 2017
Third Quarter Results : 2nd week of February, 2018
Last Quarter and Annual Audited Results : 4th week of May, 2018

3. Dividend payment Date

No Dividend has been recommended by the Board for the financial year 2016-17.

4. Names of Stock Exchanges where equity shares of the Company are listed

a. National Stock exchange of India limited (NSE),

“Exchange Plaza”

Bandra-Kurla Complex Bandra (E),
 Mumbai 400 051.

Trading Symbol on NSE is ‘PRATIBHA EQ’

b. The BSE limited

Phiroze Jeejeebhoy Towers

Dalal Street, Fort,

Mumbai 400 001.

Scrip Code on BSE is ‘532718’

5. Annual Listing fees for the financial year 2017-18, as applicable, have not been paid by the Company to BSE and NSE.

6. ISIN of Equity Shares – INE308H01022

7. **Book Closure period** : Friday, 22nd September, 2017 to Friday, 29th September, 2017 (both days inclusive).

Note: Book Closure dates are updated after approval of Board at its meeting held on 14th August, 2017.

8. Market price Data

The details of high and low of the Market Price Data of the equity shares of the Company for the financial year ended on 31st March, 2017 are as under:

Month	Bombay Stock exchange		National Stock exchange	
	Share price		Share price	
	high (₹)	low (₹)	high (₹)	low (₹)
April-16	36.05	31.55	36.20	31.85
May-16	33.90	30.00	34.00	30.00
June-16	31.80	27.80	31.45	27.90
July-16	32.50	23.40	32.55	23.50
August-16	25.65	17.55	25.55	17.40
September-16	21.65	16.55	21.90	17.10
October-16	17.80	15.60	17.85	15.55

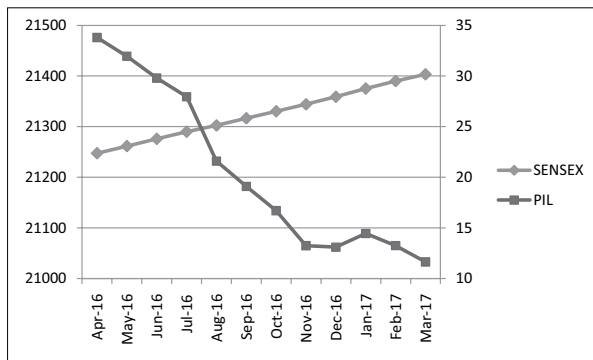


November-16	16.65	9.85	16.70	9.75
December-16	14.90	11.30	14.90	11.25
January-17	16.00	12.90	16.00	12.90
February-17	14.50	12.01	14.40	11.30
March-17	12.80	10.50	12.70	10.65

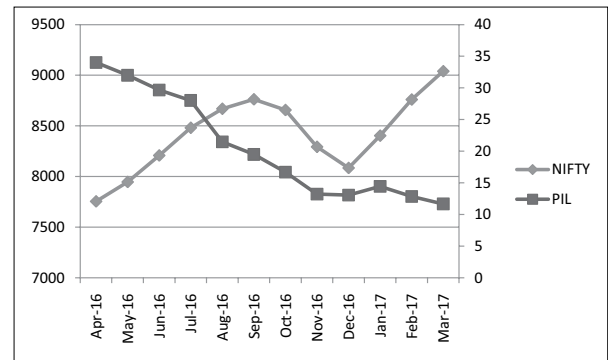
Source: BSE – NSE website

9. Performance in comparison to broad based indices:

PIL vs SENSEX



PIL vs NIFTY



10. Registrars and Share Transfer Agents

For Securities:

M/s. Link Intime India Private Limited
 C-101, 247 Park,
 L.B.S. Marg, Vikroli (West),
 Mumbai – 400 083.
Tel No. 022-2596 3838, Fax No. 022-2594 6969
Website: www.linkintime.co.in
E- Mail: rnt.helpdesk@linkintime.co.in

For Fixed Deposit:

M/s. Karvy Computershare Pvt. Ltd.
 Karvy Selenium Tower B, Plot 31-32,
 Gachibowli, Financial District,
 Nanakramguda, Hyderabad - 500 008
Tel No. 040-67161589
Website: www.karvycomputershare.com
E- Mail: einward.ris@karvy.com;

11. Share transfer System

The physical share transfers, if any, are approved by a Committee of Directors within the period prescribed under the SEB (Listing Obligations and Disclosure Requirements) Regulations, 2015.

12. Distribution of Shareholding as on 31st March, 2017

Distribution of Shares	no. of Shareholders	% of Shareholders	no. of Shares	% of Shares
1 to 1000	25491	66.86	50,88,797	2.13
1001 to 2000	5390	14.14	46,13,743	1.93
2001 to 4000	3120	8.18	49,57,712	2.08
4001 to 6000	1269	3.33	33,39,803	1.40
6001 to 8000	632	1.66	23,05,824	0.97
8001 to 10000	573	1.50	27,60,008	1.16
10001 to 20000	939	2.46	70,39,228	2.95
20001 and Above	711	1.86	20,84,92,233	87.38
Grand total	38125	100.00	23,85,97,348	100.00

13. Shareholding pattern as on 31st March, 2017

Shareholders	no. of Shares held	% to total shares held
Promoters and Persons acting in Concert	4,44,97,793	18.65
Financial Institutions	12,40,88,507	52.01
Other Corporate Bodies	69,08,700	2.90
Clearing Members	29,68,396	1.24
G I C & Its Subsidiaries	1,48,126	0.06
Hindu Undivided Family	16,33,382	0.68
Nationalized Bank	1,34,56,792	5.64
Non Nationalized Bank	2,35,543	0.10
Non Resident (Non Repatriate)	2,88,336	0.12
Non Resident Indians	15,90,662	0.67
Public	4,27,81,111	17.93
Total	23,85,97,348	100.00

14. Dematerialization of shares and liquidity:

More than 99.99% of total equity share capital of the Company is held in dematerialized form with NSDL and CDSL as on 31st March, 2016. Only 30 shares are in physical form rest all shares are in demat form.

15. Work Sites for contracts:

The Company has various work sites across the country and the operations are controlled by respective zonal offices in co-ordination with cluster head / coordinator at head office.

16. Address for Correspondence:

For all matters relating to Shares, Annual Reports

Ms. Bhavana Shah

Company Secretary

Unit No. 1/B-56 & 1/B-57, Phoenix Paragon Plaza,

Phoenix Market City, LBS Marg, Kurla (W), Mumbai – 400 070, Maharashtra

Tel: 91- 22- 3955 9999 Fax 91- 22- 3955 9900

E-mail: investor.relations@pratibhagroup.com (for securities), fd@pratibhagroup.com (for fixed deposit)