

Ref: SEC//BSE/NSE/Q2/2018-19

Date: 4th October, 2018

To,

Dept. of Corporate Services
BSE Limited
Floor 25, PJ Towers,
Dalal Street,
Mumbai- 400001.

Listing Department
National Stock Exchange of India Limited
Exchange Plaza, Bandra Kurla Complex,
Bandra East,
Mumbai- 400051.

Scrip Code: 540901

Symbol: PRAXIS

Dear Sir/Madam,

Sub: Corporate Governance Report under Regulation 27 (2) (a) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“the Listing Regulations”).

Pursuant to regulation 27 (2) (a) of the Listing Regulations, we are enclosing herewith Corporate Governance Report for the quarter and half year ended 30th September, 2018.

Kindly acknowledge receipt of the same.

Thanking You,

Yours Faithfully,
For **Praxis Home Retail Limited**

Smita Chowdhury
Company Secretary & Compliance Officer
ACS No. 30227



Encl: a/a

Compliance Report on Corporate Governance

1	Name of Listed Entity	Praxis Home Retail Limited
2	Period Ending	September 30, 2018

Annexure I

I. Composition of Board of Directors

Title (Mr. / Ms)	Name of the Director	PAN\$ & DIN	Category (Chairperson /Executive/NonExecutive/independent/Nominee)	Date of Appointment in the current term /cessation	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.	Viraj Didwania	PAN -AFOPD5268G DIN -02412474	Chairperson - Executive	12-10-2017	NA	1	2	0
Mr.	Shrirang Sarda	PAN -ACQPS4207B DIN -00576667	Non- Executive Non-Independent	12-12-2017	NA	1	1	1
Mr.	Shantanu Shah	PAN - ATMPS3293A DIN - 07012322	Independent	12-12-2017	5 Yrs	1	1	1
Mr.	Pankaj Bhargava	PAN -AAHPB9397G DIN -02685275	Independent	12-12-2017	5 Yrs	1	2	0
Mr.	S. Subramanian	PAN -AAJPS7865E DIN -00092215	Independent	12-12-2017	5 Yrs	1	1	0
Ms.	Sridevi Badiga	PAN: ADYPB3954F DIN: 02362997	Independent	12-12-2017	5 Yrs	2	2	0

\$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

SR. No.	Name of Committee	Name of Committee members	Category (Chairperson/Executive/NonExecutive/independent/Nominee) §
1	Audit Committee	Mr. Shantanu Shah	Chairperson – Independent Director
		Ms. Sridevi Badiga	Independent Director
		Mr. Pankaj Bhargava	Independent Director
		Mr. S. Subramanian	Independent Director
		Mr. Viraj Didwania	Executive Director
2	Nomination & Remuneration Committee	Mr. S. Subramanian	Chairperson – Independent Director
		Mr. Pankaj Bhargava	Independent Director
		Mr. Shrirang Sarda	Non-Independent Non- Executive Director
		Mr. Shantanu Shah	Independent Director
3	Stakeholders' Relationship Committee	Mr. Shrirang Sarda	Chairperson – Non- Independent Non-Executive Director
		Mr. Viraj Didwania	Executive Director
		Mr. Pankaj Bhargava	Independent Director
4	Corporate Social Responsibility Committee	Mr. Viraj Didwania	Chairperson- Executive Director
		Mr. Pankaj Bhargava	Independent Director
		Mr. Shantanu Shah	Independent Director
		Mr. S. Subramanian	Independent Director

§ 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.

Provision relating to the Risk Management Committee under Regulation 21 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is not applicable to the Company.



III. Meeting of Board of Directors				
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)
May 28, 2018 (Previous Quarter)				Not Applicable
August 06, 2018 (Current Quarter)				69
IV. Meeting of Committees				
Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)	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				
August 06, 2018	Yes	4	May 28, 2018	69
Stakeholders Relationship Committee				
No Meeting was held in this quarter				
Nomination & Remuneration Committee				
August 06, 2018	Yes	3	May 28, 2018	69
September 18, 2018	Yes	4		
* 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		Yes		
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee		Yes		
Notes				
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.				

Place: Mumbai
Date: October 04, 2018



For Praxis Home Retail Limited

Smriti Chowdhury
Smriti Chowdhury

Company Secretary & Compliance Officer
ACS No. 30227

Annexure III (Format to be submitted at the end of 6 months after end of financial year along with second quarter report of next financial year)		
I Affirmations		
Broad heading	Regulation Number	Compliance status (Yes/No/NA)refer note below
Copy of the Annual Report including Balance Sheet, Profit and Loss Account, Directors Report, Corporate Governance Report, Business Responsibility Report displayed on website	46(2)	Yes
Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes
Presence of Chairperson of the Nomination and Remuneration Committee at the Annual General Meeting	19(3)	Yes
Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	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. 3. If the Listed Entity would like to provide any other information the same may be indicated here.		

Place: Mumbai
Date: October 04, 2018



For Praxis Home Retail Limited

Smita Chowdhury
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Company Secretary & Compliance Officer
ACS No. 30227