

Ref: SEC/BSE/NSE/Q1/2018-19

Date: 12th July, 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 'SEBI' (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Pursuant to regulation 27 (2) (a) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are enclosing herewith Corporate Governance Report for the quarter ended 30th June, 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



Compliance Report on Corporate Governance

1	Name of Listed Entity	Praxis Home Retail Limited
2	Period Ending	June 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 - ATMP53293A 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.

The Board of Directors of the Company at its meeting held on 28th May, 2018 appointed Mr. Shantanu Shah as Chairperson of the Audit Committee as Ms. Sridevi Badiga expressed her inability to continue as the Chairperson of the Committee due to other professional commitments. However, Ms. Sridevi Badiga continues to be a Member of the Committee.

II. Composition of Committees

Sl. 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
		Ms. 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
		Mr. Shantanu Shah	Independent Director
		Mr. Shrirang Sarda	Chairperson – Non- Independent Non- Executive
3	Stakeholders' Relationship Committee	Mr. Shrirang Sarda	Chairperson – Non- Independent Non- Executive
		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 our Company. However, for better governance the Company has constituted the Committee.



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)
February 14, 2018 (Previous Quarter)	Not Applicable
May 28, 2018 (Current Quarter)	102

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				
May 28, 2018	Yes	Yes	February 14, 2018	102
Stakeholders Relationship Committee				
No Meeting was held in this quarter	Not Applicable	Not Applicable	February 14, 2018	Not Applicable
Nomination & Remuneration Committee				
May 28, 2018	Yes	Yes	No Meeting was held in the previous quarter	Not Applicable

* 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.
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

- The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015 - **Yes**
- The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015
 - Audit Committee - **Yes**
 - Nomination & Remuneration Committee - **Yes**
 - Stakeholders' Relationship Committee - **Yes**
 - Risk Management Committee (applicable to the top 100 listed entities) - **N.A.**
- 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**
- 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**
- 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- **Not Applicable**

Place: Mumbai
Date: July 12, 2018

For Praxis Home Retail Limited

 Smita Chowdhary
 Company Secretary & Compliance Officer
 ACS No. 30227

