



# PPAP Automotive Limited

(Formerly Precision Pipes and Profiles Company Limited)

CIN NO. L74899DL1995PLC073281

Corporate Office :

B-206 A, Sector-81, Phase-II, Noida – 201305, Uttar Pradesh, India.

Tel. : +91-120-2462552 / 53, Fax : +91-120-2461371

Email : info@ppapco.com Website : www.ppapco.in

October 13, 2015

**The Listing Department**  
**Bombay Stock Exchange Limited**  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai – 400001

**The Listing Department**  
**The National Stock Exchange of India Limited**  
Exchange Plaza,  
Bandra Kurla Complex,  
Bandra (E)  
Mumbai – 400051

**Subject: Quarterly Compliance under Clause 49 of the Listing Agreement for the quarter ended September 30, 2015.**

Dear Sir,

Pursuant to the compliances under Listing Agreement please find enclosed herewith report on Corporate Governance as per Clause 49 of the Listing Agreement for the quarter ended September 30, 2015.

You are requested to take the documents on record.

Thanking you,

Yours truly,  
For **PPAP Automotive Limited**  
(Formerly Precision Pipes and Profiles Company Limited)

  
**Sonia Bhandari**  
Company Secretary

**Annexure - XI**

**Quarterly Compliance Report on Corporate Governance**

Name of the Company: PPAP Automotive Limited  
(Formerly Precision Pipes and Profiles Company Limited)

Quarter ending on: September 30, 2015

Particulars	Clause of Listing Agreement	Compliance Status Yes/No	Remarks
<b>II Board of Directors</b>	49 (II)		
(A) Composition of Board	49 (IIA)	Yes	The Board comprises of 6 Directors. The details are as follows: <ul style="list-style-type: none"><li>• Three Non-Executive Independent Directors;</li><li>• One Woman Director (Non-Executive Director)</li><li>• Two Executive Directors</li></ul>
(B) Independent Directors	49 (IIB)	Yes	
(C) Non-executive Directors' compensation & disclosures	49 (IIC)	Yes	
(D) Other provisions as to Board and Committees	49 (IID)	Yes	
(E) Code of Conduct	49 (IIE)	Yes	
(F) Whistle Blower Policy	49 (IIF)	Yes	
<b>III. Audit Committee</b>	49 III		
(A) Qualified & Independent Audit Committee	49 (III A)	Yes	
(B) Meeting of Audit Committee	49 (III B)	Yes	
(C) Powers of Audit Committee	49 (III C)	Yes	
(D) Role of Audit Committee	49 (III D)	Yes	
(E) Review of Information by Audit Committee	49 (III E)	Yes	
<b>IV. Nomination and Remuneration Committee</b>	49 (IV)	Yes	
<b>V. Subsidiary Companies</b>	49 (V)	Yes	The Company does not have any material non-listed Indian Subsidiary.
<b>VI. Risk Management</b>	49 (VI)	Yes	
<b>VII. Related Party Transactions</b>	49 (VII)	Yes	
<b>VIII. Disclosures</b>	49 (VIII)		
(A) Related party transactions	49 (VIII A)	Yes	
(B) Disclosure of Accounting Treatment	49 (VIII B)	Yes	

For PPAP Automotive Limited

  
Company Secretary

(C) Remuneration of Directors	49 (VIII C)	Yes	
(D) Management	49 (VIII D)	Yes	
(E) Shareholders	49 (VIII E)	Yes	
(F) Proceeds from public issues, rights issues, preferential issues etc.	49 (VIII F)	NA	During this quarter, the Company has not raised any proceeds through public issues, rights issues, preferential issues etc.
<b>IX. CEO/CFO Certification</b>	49 (IX)	Yes	Disclosed in the previous Annual Reports of the Company and shall be disclosed in the Annual Report of 2015-16.
<b>X. Report on Corporate Governance</b>	49 (X)	Yes	Disclosed in the previous Annual Reports of the Company and shall be disclosed in the Annual Report of 2015-16.
<b>XI. Compliance</b>	49 (XI)	Yes	Disclosed in the previous Annual Reports of the Company and shall be disclosed in the Annual Report of 2015-16.

Certified to be true  
For **PPAP Automotive Limited**  
(Formerly Precision Pipes and Profiles Company Limited)

**Sonia Bhandari**  
Company Secretary