



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

January 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 December 31, 2014

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 December 31, 2014.

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

Quarterly Compliance Report on Corporate Governance

Name of the Company: PPAP Automotive Limited

(Formerly Precision Pipes and Profiles Company Limited)

Quarter ending on: December 31, 2014

| Particulars | Clause of Listing Agreement | Compliance Status Yes/No | Remarks |
|---|-----------------------------|--------------------------|--|
| II Board of Directors | 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"> • Three Non-Executive Independent Directors; and • Three Executive Directors |
| (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 | |
| III. Audit Committee | 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 | |
| IV. Nomination and Remuneration Committee | 49 (IV) | Yes | |
| V. Subsidiary Companies | 49 (V) | NA | The Company does not have any subsidiary. |
| VI. Risk Management | 49 (VI) | Yes | |
| VII. Related Party Transactions | 49 (VII) | Yes | |
| VIII. Disclosures | 49 (VIII) | | |
| (A) Related party transactions | 49 (VIII A) | Yes | |
| (B) Disclosure of Accounting Treatment | 49 (VIII B) | Yes | |
| (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, | 49 (VIII F) | NA | During this quarter, the |

For PPAP Automotive Limited



Company Secretary

| | | | |
|--|---------|-----|---|
| rights issues, preferential issues etc. | | | Company has not raised any proceeds through public issues, rights issues, preferential issues etc. |
| IX. CEO/CFO Certification | 49 (IX) | Yes | Disclosed in the previous Annual Reports of the Company and shall be disclosed in the Annual Report of 2014-15. |
| X. Report on Corporate Governance | 49 (X) | Yes | Disclosed in the previous Annual Reports of the Company and shall be disclosed in the Annual Report of 2014-15. |
| XI. Compliance | 49 (XI) | Yes | Disclosed in the previous Annual Reports of the Company and shall be disclosed in the Annual Report of 2014-15. |

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



Sonia Bhandari
Company Secretary