



Date: January 13, 2018

To National Stock Exchange of India Limited Exchange Plaza, 5 <sup>th</sup> Floor Plot No. C/1, G Block Bandra Kurla Complex Bandra ( E), Mumbai -400 051  Symbol: DIAMONDYD	To, BSE Limited P.J. Towers, Dalal Street Mumbai- 400 001  Security Code: 540724 Security ID: DIAMONDYD
---	--

Dear Sir/ Madam,

**Sub: Compliance under Regulation 27 of the Security and Exchange Board of India  
(Listing Obligation and Disclosure Requirements) Regulations 2015.**

With reference to the captioned subject please find enclosed herewith the compliance report on Corporate Governance for the quarter ended on December 31, 2017.

Thanking you,

Yours faithfully,

**For Prataap Snack Limited**

**Rishabh Kumar Jain**  
**Company Secretary & Compliance Officer**  
**Place: Indore**



**Encl.: As above**

**Prataap Snacks Limited**  
(Formerly known as Prataap Snacks Pvt. Ltd.)

Office : Khasra No. 378/2, 378/1/4, Nemawar Road, Near Makrand House, Gram : Palda, Dist. : Indore (M.P.) India  
Phone : ++91-731-2437600, 2437602-10 E-mail : info@yellowdiamond.in CIN No. U15311MP2009PLC021746



## Compliance Report on Corporate Governance

1. Name of listed entity: **Prataap Snacks Limited**
2. Quarter ending: **December 31, 2017 (3<sup>rd</sup> Quarter)**

### I. Composition of Board of Directors

Title (Mr. / Ms.)	Name of the Director	PAN <sup>s</sup> & DIN	Category (Chairperson /Executive/ Non- Executive / Independent / Nominee) <sup>&amp;</sup>	Date of Appoin tment in the current term /cessati on	Tenure*	No of Directo rship in listed entities includin g this listed entity (Refer Regulat ion 25(1) of Listing Regulat ions)	Number of member ships in Audit/ Stakehol der Committ ee(s) includin g this listed entity (Refer Regulati on 26(1) of Listing Regulati ons)	No. of post of Chairper son in Audit/ Stakehol der Committ ee held in listed entities includin g this listed entity (Refer Regulati on 26(1) of Listing Regulati ons)
Mr.	Arvind Mehta	PAN-ABZPM2323C DIN- 00215183	Executive, Chairman	12/05/ 2011	N.A.	1	1	NIL
Mr.	Amit Kumat	PAN- AFXPK1125J DIN- 02663687	Executive, MD & CEO	12/05/ 2011	N.A.	1	NIL	NIL
Mr.	G.V. Ravishankar	PAN- N.A. DIN- 02604007	Nominee	12/05/ 2011	N.A.	1	1	NIL
Mr.	V.T. Bharadwaj	PAN- N.A. DIN- 02918495	Nominee	12/05/ 2011	N.A.	1	1	NIL
Dr.	Om Prakash Manchanda	PAN- N.A. DIN- 02099404	Independent	05/07/ 2016	1 Year 6 months	2	NIL	NIL
Ms.	Anisha Motwani	PAN- N.A. DIN- 06943493	Independent	05/07/ 2016	1 year 6 months	1	2	NIL
Mr.	Vineet Kumar Kapila	PAN-N.A. DIN- 00056582	Independent	22/07/ 2016	1 year 5 months	1	1	1
Mr.	Haresh Ram Chawla	PAN-N.A. DIN- 00029828	Independent	13/09/ 2016	1 year 3 month	1	NIL	1

**Prataap Snacks Limited**  
(Formerly known as Prataap Snacks Pvt. Ltd.)





\$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.

<b>II. Composition of Committees</b>		
Name of Committee	Name of Committee members	Category (Chairperson/Executive/Non-Executive/independent/Nominee) <sup>s</sup>
1. Audit Committee	Mr. Vineet Kumar Kapila	Independent- Chairman
	Mr. G.V. Ravishankar	Nominee- Member
	Ms. Anisha Motwani	Independent- Member
2. Nomination & Remuneration Committee	Dr. Om Prakash Manchanda	Independent- Chairman
	Mr. Vineet Kumar Kapila	Independent- Member
	Mr. V.T. Bharadwaj	Nominee- Member
3. Stakeholders Relationship Committee	Mr. Haresh Chawla	Independent- Chairman
	Mr. Arvind Mehta	Executive – Member
	Mr. V.T. Bharadwaj	Nominee – Member
	Mr. Vineet Kumar Kapila	Independent- Member
	Ms. Anisha Motwani	Independent- Member
4. Corporate Social Responsibility Committee	Ms. Anisha Motwani	Independent- Chairman
	Mr. Arvind Mehta	Executive – Member
	Mr. V.T. Bharadwaj	Nominee – Member
	Mr. Amit Kumat	Executive – Member
	Mr. Haresh Chawla	Independent- Member
5. Risk Management Committee	Dr. Om Prakash Manchanda	Independent- Chairman
	Mr. Amit Kumat	Executive – Member
	Mr. G.V. Ravishankar	Nominee – Member
	Mr. Haresh Chawla	Independent- Member
\$ 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.		



**Prataap Snacks Limited**  
 (Formerly known as Prataap Snacks Pvt. Ltd.)





<b>III. Meeting of Board of Directors</b>		
Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter	Maximum gap between any two consecutive (in number of days)
August 2, 2017	December 13, 2017	46 days#
August 25, 2017		22 days
August 29, 2017		94 days


#Board meeting before August 2, 2017 was on June 16, 2017. Hence there are time gap of 46 days between two consecutive meetings.

<b>IV. Meeting of Committees –</b>			
<b>(a) Audit Committee</b>			
Date(s) of meeting of the committee in the relevant quarter	Whether 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
December 13, 2017	Yes	August 29, 2017	94 days
<b>(b) Stakeholders' Relationship Committee</b>			
Date(s) of meeting of the committee in the relevant quarter	Whether 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
December 13, 2017	Yes	August 29, 2017	94 days
<b>(C) Nomination and Remuneration Committee</b>			
Date(s) of meeting of the committee in the relevant quarter	Whether 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
December 13, 2017	No	August 29, 2017	94 days
<b>(D) Corporate Social Responsibility Committee</b>			
Date(s) of meeting of the committee in the relevant quarter	Whether 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
December 13, 2017	Yes	August 29, 2017	94 days
<b>(E) Risk Management Committee</b>			
Date(s) of meeting of the committee in the relevant quarter	Whether 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

**Prataap Snacks Limited**  
(Formerly known as Prataap Snacks Pvt. Ltd.)





December 13, 2017	Yes	May 26, 2017	198 days
<b>V. Related Party transactions-</b>			
<b>Subject</b>		<b>Compliance status (Yes/No/NA) refer note below</b>	
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		N.A.	
<p>Note:</p> <ol style="list-style-type: none"> <li>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 Regulation, Yes may be indicated. Similarly in case the listed entity has no related party transactions, the words "N.A. may be indicated.</li> <li>If status is "No" details of non-compliance may be given here.</li> </ol>			
<b>VI. Affirmations</b>			
<ol style="list-style-type: none"> <li>The composition of Board of directors is in term of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.</li> <li>The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015 <ol style="list-style-type: none"> <li>Audit Committee</li> <li>Nomination &amp; Remuneration Committee</li> <li>Stakeholders Relationship Committee</li> <li>Corporate Social Responsibility Committee</li> <li>Risk Management Committee</li> </ol> </li> <li>The Committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.</li> <li>The meeting 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. Except Nomination &amp; remuneration committee.</li> <li><del>This report and/or the report submitted in the previous quarter has been placed before Board of Directors. Any comments/ observation / advice of Board of Directors may be mentioned here:</del></li> <li>This is first report after listing of the Company.</li> </ol>			
<p><b>For Prataap Snacks Limited</b></p> <p><i>Rishabh</i>  <b>Rishabh Kumar Jain</b>  Company Secretary  Date: January 13, 2018</p> 			

**Prataap Snacks Limited**  
(Formerly known as Prataap Snacks Pvt. Ltd.)