



PIL ITALICA LIFESTYLE LIMITED

(Formerly known as Peacock Industries Limited)

(An ISO 9001:2008 Certified Company)

CIN : L25207RJ1992PLC006576

July 08, 2017

| | |
|--|---|
| The Manager-Listing Department National Stock Exchange of India Limited, 'Exchange Plaza', C-1, Block -G Bandra Kurla Complex, Bandra -East Mumbai-400051 | Listing Department BSE Limited Phiroze Jeejeebhoy Towers 25 th Floor, Dalal Street Mumbai- 400001 |
|--|---|

Name of Company : **PIL ITALICA LIFESTYLE LIMITED**
Sub : **Quarterly Compliance Report on Corporate Governance -June 30, 2017**
Re : **Scrip Code No. : 500327 / PILITA**

Dear Sir/ Madam,

Pursuant to the Regulation 27 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are enclosing herewith the compliance report on corporate governance for quarter ended June 30, 2017.

We Request you to take the same on record.

Thanking you,

Yours faithfully,
For PIL ITALICA LIFESTYLE LIMITED

Chirag Gupta
(Company Secretary)
M.No.A50843



| General information about company | |
|-----------------------------------|-------------------------------|
| Scrip code | 500327 |
| Name of the entity | PIL ITALICA LIFESTYLE LIMITED |
| Date of start of financial year | 01-04-2017 |
| Date of end of financial year | 31-03-2018 |
| Reporting Quarter | Quarterly |
| Date of Report | 30-06-2017 |
| Risk management committee | Not Applicable |



Annexure I

Annexure I to be submitted by listed entity on quarterly basis

I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory

Is there any change in information of board of directors compare to previous quarter

| Sr | Title (Mr / Ms) | Name of the Director | PAN | DIN | Category 1 of directors | Category 2 of directors | Category 3 of directors | Date of appointment in the current term | Date of cessation | Tenure of director (in months) | 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) | Notes |
|----|-----------------|----------------------|------------|----------|--|-------------------------|-------------------------|---|-------------------|--------------------------------|--|--|--|-------|
| 1 | Mr | DAUD ALI | AAVPD5848A | 00185336 | Executive Director | Not Applicable | MD | 01-04-2015 | | | 1 | 0 | 0 | |
| 2 | Mr | NARENDRA BHANAWAT | AKLPB4395A | 00146824 | Executive Director | Not Applicable | | 29-05-2016 | | | 1 | 0 | 0 | |
| 3 | Mr | MAGAN LAL SHARMA | CUCPS1655R | 00250883 | Non-Executive - Independent Director | Not Applicable | | 07-08-2014 | | 35 | 1 | 2 | 0 | |
| 4 | Mr | MUKESH KUMAR KOTHARI | AKPPK1501P | 03103336 | Non-Executive - Non Independent Director | Not Applicable | | 30-07-2015 | | | 1 | 2 | 0 | |

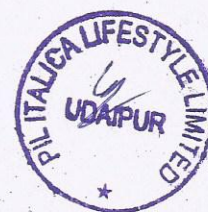


Annexure I

Annexure I to be submitted by listed entity on quarterly basis

I. Composition of Board of Directors

| Sr | Title (Mr / Ms) | Name of the Director | PAN | DIN | Category 1 of directors | Category 2 of directors | Category 3 of directors | Date of appointment in the current term | Date of cessation | Tenure of director (in months) | 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) | Notes |
|----|-----------------|----------------------|------------|----------|--------------------------------------|-------------------------|-------------------------|---|-------------------|--------------------------------|--|--|--|-------|
| 5 | Mrs | NAMRATA BABEL | AGHPB7966K | 06910061 | Non-Executive - Independent Director | Not Applicable | | 29-05-2014 | | 37 | 1 | 2 | 0 | |
| 6 | Mr | RAM SWAROOP SODANI | AEEPS0967E | 07303930 | Non-Executive - Independent Director | Not Applicable | | 03-10-2015 | | 21 | 1 | 2 | 2 | |



| Annexure 1 | | | | | |
|--|---------------------------------------|---------------------------|--|-------------------------|-------------------------|
| II. Composition of Committees | | | | | |
| Disclosure of notes on composition of committees explanatory | | | | | |
| Is there any change in information of committees compare to previous quarter | | | | | |
| Sr | Name Of Committee | Name of Committee members | Category 1 of directors | Category 2 of directors | Name of other committee |
| 1 | Audit Committee | Mr. Ram Swaroop Sodani | Non-Executive - Independent Director | Chairperson | |
| 2 | Audit Committee | Mr. Magan Lal Sharma | Non-Executive - Independent Director | Member | |
| 3 | Audit Committee | Mr. Mukesh Kumar Kothari | Non-Executive - Non Independent Director | Member | |
| 4 | Audit Committee | Mrs. Namrata Babel | Non-Executive - Independent Director | Member | |
| 5 | Nomination and remuneration committee | Mr. Ram Swaroop Sodani | Non-Executive - Independent Director | Chairperson | |
| 6 | Nomination and remuneration committee | Mr. Magan Lal Sharma | Non-Executive - Independent Director | Member | |
| 7 | Nomination and remuneration committee | Mr. Mukesh Kumar Kothari | Non-Executive - Non Independent Director | Member | |
| 8 | Nomination and remuneration committee | Mrs. Namrata Babel | Non-Executive - Independent Director | Member | |
| 9 | Stakeholders Relationship Committee | Mr. Ram Swaroop Sodani | Non-Executive - Independent Director | Chairperson | |
| 10 | Stakeholders Relationship Committee | Mr. Magan Lal Sharma | Non-Executive - Independent Director | Member | |



| Annexure 1 | | | | | |
|-------------------------------|-------------------------------------|---------------------------|--|-------------------------|-------------------------|
| II. Composition of Committees | | | | | |
| Sr | Name Of Committee | Name of Committee members | Category 1 of directors | Category 2 of directors | Name of other committee |
| 11 | Stakeholders Relationship Committee | Mr. Mukesh Kumar Kothari | Non-Executive - Non Independent Director | Member | |
| 12 | Stakeholders Relationship Committee | Mrs. Namrata Babel | Non-Executive - Independent Director | Member | |



| Annexure 1 | | | |
|--|---|--|---|
| Annexure 1 | | | |
| III. Meeting of Board of Directors | | | |
| Disclosure of notes on meeting of board of directors explanatory | | | |
| Sr | Date(s) of meeting (if any) in the previous quarter | Date(s) of meeting (if any) in the current quarter | Maximum gap between any two consecutive (in number of days) |
| 1 | | 06-05-2017 | |
| 2 | | 13-06-2017 | 37 |



| Annexure 1 | | | | | | | |
|--|---------------------------------------|---|--|-------------------------------------|---|--|-------------------------|
| IV. Meeting of Committees | | | | | | | |
| Disclosure of notes on meeting of committees explanatory | | | | | | | |
| Sr | Name of Committee | Date(s) of meeting of the committee in the relevant quarter | Whether requirement of Quorum met (Yes/No) | 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) | Name of other committee |
| 1 | Audit Committee | 06-05-2017 | Yes | ALL DIRECTORS WERE PRESENT | 11-03-2017 | 55 | |
| 2 | Nomination and remuneration committee | 13-06-2017 | Yes | ALL DIRECTORS WERE PRESENT | | | |



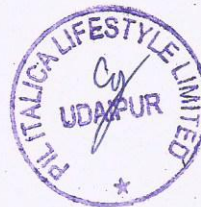
Annexure 1

V. Related Party Transactions

| Sr | Subject | Compliance status (Yes/No/NA) | If status is "No" details of non-compliance may be given here. |
|----|--|----------------------------------|--|
| 1 | Whether prior approval of audit committee obtained | Yes | |
| 2 | Whether shareholder approval obtained for material RPT | NA | |
| 3 | Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee | Yes | |



| Annexure 1 | | |
|------------------|--|----------------------------|
| VI. Affirmations | | |
| Sr | Subject | Compliance status (Yes/No) |
| 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 |
| 3 | The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee | Yes |
| 4 | The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee | Yes |
| 5 | The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 100 listed entities) | NA |
| 6 | 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 |
| 7 | 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 |
| 8 | This report and/or the report submitted in the previous quarter has been placed before Board of Directors. | No |
| 9 | Any comments/observations/advice of Board of Directors may be mentioned here: | Textual Information (1) |



| Text Block | |
|------------------------|---------------------------------------|
| Textual Information(1) | NO ADVERSE COMMENT HAVE BEEN RECEIVED |



| Signatory Details | |
|-----------------------|-------------------|
| Name of signatory | CHIRAG GUPTA |
| Designation of person | Company Secretary |
| Place | UDAIPUR |
| Date | 08-07-2017 |

For PIL ITALICA LIFESTYLE LIMITED
Chirag
(Chirag Gupta)
Company Secretary

