

PNC CAPITAL TRUST LTD.

Regd. Office: 8, Ganesh Chandra Avenue, 1st Floor, Saha Court, Kolkata – 700013.

Tel (033) 2234-8824

e-mail: pnc.capitaltrust@gmail.com

(CIN: L51226WB1984PLC037985)

Quarterly Compliance Report on Corporate Governance for the quarter ended 31.12.2021

1. Name of Listed Entity : PNC Capital Trust Ltd.

2. Quarter ending : 31.12.2021

I. Composition of Board of Directors								
Title (Mr. / Ms)	Name of the Director	PAN & DIN	Category (Chairperson/ Executive/ Non-Executive/ independent/ Nominee)	Date of Appointment in the current term	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.	Arun Kumar Khemka	AFQPK8449A & 00428276	Executive Director	03.09.2015	5 (Five) Years	2 (Two)	3 (Three)	1 (One)
Mr.	Raj Kumar Bajaj	ADSPB9266A & 00428553	Independent Director	24/09/2001	5 (Five) Years	3 (Three)	9 (Nine)	3 (Three)
Mr.	Rameshwar Prasad Khetan	AFMPK8832R & 00506972	Independent Director	19/11/2018	5 (Five) Years	3 (Three)	9 (Nine)	3 (Three)
Mrs.	Priti Khemka	BJGPK7929G & 07141324	Non-Executive Director	30.03.2015	N.A.	3 (Three)	NIL	NIL

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II. Composition of Committees		
<i>Name of Committee</i>	<i>Name of Committee members</i>	<i>Category (Chairperson/Executive/Non-Executive/independent/Nominee)</i>
1. Audit Committee	Arun Kumar Khemka Rameshwar Prasad Khetan Raj Kumar Bajaj	Chairperson - Executive Director Non Executive & Independent Director Non Executive & Independent Director
2. Nomination & Remuneration Committee	Rameshwar Prasad Khetan Arun Kumar Khemka Raj Kumar Bajaj	Chairperson - Independent Director Executive Director Non Executive & Independent Director
3. Risk Management Committee (if applicable)	N.A.	N.A.
4. Stakeholders Relationship Committee	Raj Kumar Bajaj Rameshwar Prasad Khetan Arun Kumar Khemka	Chairperson - Independent Director Non Executive & Independent Director Executive Director

III. Meeting of Board of Directors		
<i>Date(s) of Meeting (if any) in the previous quarter</i>	<i>Date(s) of Meeting (if any) in the relevant quarter</i>	<i>Maximum gap between any two consecutive (in number of days)</i>
23-07-2021, 11-08-2021, 06-09-2021, 07-09-2021	22-10-2021, 11-11-2021 & 24-12-2021	43 Days

IV. Meeting of Committees			
<i>Date(s) of meeting of the committee in the relevant quarter</i>	<i>Whether requirement of Quorum met (details)</i>	<i>Date(s) of meeting of the committee in the previous quarter</i>	<i>Maximum gap between any two consecutive meetings in number of days*</i>
Audit Committee Meeting Date 16-11-2021	Yes. All members present.	Audit Committee Meeting Date 09-08-2021	99 Days
Nomination & Remuneration Committee Meeting Date 17-11-2021	Yes. All members present.	Nomination & Remuneration Committee Meeting Date 10-08-2021	99 Days
Stakeholders Relationship Committee Meeting Date 18-11-2021	Yes. All members present.	Stakeholders Relationship Committee Meeting Date 11-08-2021	99 Days

V. Related Party Transactions	
Subject	Compliance status (Yes/No/NA)
Whether prior approval of audit committee obtained	N. A.
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.

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VI. Affirmations

1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
2. The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015
 - a. Audit Committee
 - b. Nomination & remuneration committee
 - c. Stakeholders Relationship Committee
3. The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
4. 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.
5. This report and/or the report submitted in the previous quarter has been placed before Board of Directors.

ARUN KUMAR KHEMKA
Managing Director