

NNP CONSTRUCTION PRIVATE LIMITED

CIN: U45400PN2020PTC196968

Regd. office: 3rd Floor, S. No-34, Near Inorbit Mall, Wadgaon Sheri, Pune 411014

Email ID: cs@solitaire.in | Phone No.: 020-66850000 | Website: www.nnpc.co.in

Date: 05th July, 2024

Listing Compliances

BSE Limited,

Floor 25, P. J. Towers,

Dalal Street, Mumbai – 400001

Ref: Scrip Code - 975139

Subject: Corporate Governance Report Under Regulation 27 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir/Madam,

Pursuant to the regulation 27(2) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended from time to time, and SEBI Circular bearing reference no. SEBI/HO/DDHS/ DDHS_Div1/P/CIR/2022/0000000103, please find enclosed herewith the Compliance Report on Corporate Governance for the Company for the quarter ended June 30, 2024.

You are requested to take the above on record.

Thanking you,

Yours faithfully,

For NNP Construction Private Limited



Bhushan Vilaskumar Palresha

Director

DIN: 01258918

Place: Pune

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Quarterly Compliance Report on Corporate Governance

(Pursuant to Regulation 27(2) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015)

1 **Name of Listed Entity:** NNP Construction Private Limited
2 **Quarter ending:** 30-06-2024

I. Composition of Board of Directors:

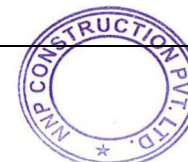
Title (Mr./Ms.)	Name of the Director	PAN ⁽¹⁾ & DIN	Category (Chairperson/ Executive/ Non-Executive/ independent/ Nominee)	Initial Date of Appointment	Date of Re-appointment	Date of Cessation	Tenure ⁽²⁾ (in months)	Date of Birth	No. of directorship in listed entities including this listed entity [in reference to Regulation 17A(1)] ⁽³⁾	No. of Independent Directorship in listed entities including this listed entity [in reference to proviso to regulation 17A(1)] ⁽³⁾	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity [Refer Regulation 26(1) of Listing Regulations] ⁽⁴⁾⁽⁵⁾	No. of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity [Refer Regulation 26(1) of Listing Regulations] ⁽⁴⁾
Mr.	Bhushan Vilaskumar Palresha	01258918	Non-Executive Director	22-06-2023	-	-	-	27-12-1981	01	Nil	Nil	Nil
Mr.	Atul Ashok Chordia	01737471	Non-Executive Director	05-02-2022	-	-	-	14-11-1983	Nil	Nil	Nil	Nil
Mr.	Anup Vishwakarma	07757014	Non-Executive Independent	04-04-2024	-	-	2.27	08-04-1992	Nil	Nil	Nil	Nil
Ms.	Priyanka Jain	07975786	Non-Executive Woman Independent	04-04-2024	-	-	2.27	21-11-1988	Nil	Nil	Nil	Nil

Whether regular Chairperson appointed: No

Whether Chairperson is related to Managing Director or CEO: No

Notes:

- (1) In terms of the SEBI Operational Circular bearing reference no. SEBI/HO/DDHS/DDHS_Div1/P/CIR/2022/0000000103, PAN of any director would not be displayed on the stock exchange website. Hence, details w.r.t. PAN of the Directors have not been included in this Report.
- (2) In terms of the SEBI Operational Circular bearing reference no. SEBI/HO/DDHS/DDHS_Div1/P/CIR/2022/0000000103, Tenure is provided only of Independent Directors and reflects total period from which Independent Director is serving on Board of the Company in continuity without any cooling off period, until June 30, 2023.
- (3) Pursuant to explanation provided in Regulation 17A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations"), while calculating the directorships in listed entities, only directorships in equity listed entities have been considered.
- (4) Pursuant to the provisions of Regulation 26(1) of the SEBI Listing Regulations, while calculating the committee positions of the Directors, both listed and unlisted public companies, excluding companies which are high value debt listed entities, have been considered.
- (5) Number of memberships in Audit and Stakeholders' Relationship Committee includes chairpersonships, wherever applicable.
- (6) The Non-Convertible Debentures of the Company has been listed on BSE Limited wholesale debt segment w.e.f. 10th October, 2023. The provisions in relation to applicability of Corporate Governance is applicable with effect from 09th April, 2024.



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II. Composition of Committees:

Name of Committee	Whether regular Chairperson appointed	Name of Committee members	Category (Chairperson / Executive / Non-Executive / Independent / Nominee)	Date of Appointment	Date of Cessation
Audit Committee	Yes	Ms. Priyanka Jain	Chairperson - Non-Executive - Independent	04-04-2024	-
		Mr. Anup Vishwakarma	Non-Executive - Independent	04-04-2024	-
		Mr. Bhushan Vilaskumar Palresha	Non-Executive Director	04-04-2024	-
Nomination and Remuneration Committee	Yes	Ms. Priyanka Jain	Chairperson - Non-Executive - Independent	04-04-2024	-
		Mr. Anup Vishwakarma	Non-Executive - Independent	04-04-2024	-
		Mr. Atul Ashok Chordia	Non-Executive Director	04-04-2024	-
Stakeholders Relationship Committee	Yes	Mr. Anup Vishwakarma	Chairman- Non-Executive - Independent	04-04-2024	-
		Ms. Priyanka Jain	Non-Executive - Independent	04-04-2024	-
		Mr. Bhushan Vilaskumar Palresha	Non-Executive Director	04-04-2024	-
Risk Management Committee	Yes	Mr. Bhushan Vilaskumar Palresha	Chairman - Non-Executive Director	04-04-2024	-
		Mr. Atul Ashok Chordia	Non-Executive Director	04-04-2024	-
		Mr. Anup Vishwakarma	Non-Executive - Independent	04-04-2024	-

III. Meeting of Board of Directors:

Date(s) of Meeting (if any) in the previous quarter*	Date(s) of Meeting (if any) in the relevant quarter*	Whether requirement of Quorum met ⁽¹⁾	Number of Directors present ⁽¹⁾	Number of Independent Directors present ⁽¹⁾	Maximum gap between any two consecutive meetings (in number of days)
14-02-2024	NA	NA	NA	NA*	NA*
-	04.04.2024	Yes	2	NA*	50
-	30.05.2024	Yes	4	2	56

Note:

(1) In terms of the SEBI Operational Circular bearing reference no. SEBI/HO/DDHS/DDHS_Div1/P/CIR/2022/0000000103, this information is filled in only for the current quarter meetings.

* The Non-Convertible Debentures of the Company has been listed on BSE Limited wholesale debt segment w.e.f. 10th October, 2023. The provisions in relation to applicability of Corporate Governance is applicable with effect from 09th April, 2024.



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IV. Meetings of Committees:

A. Audit Committee:

Date(s) of meeting of the Committee in the relevant quarter*	Whether requirement of Quorum met ⁽¹⁾	Number of Directors present ⁽¹⁾	Number of Independent Directors present ⁽¹⁾	Date(s) of meeting of the Committee in the previous quarter	Maximum gap between any two consecutive meetings (in number of days)
30-05-2024	Yes	3	2	-*	-*

Note:

(1) In terms of the SEBI Operational Circular bearing reference no. SEBI/HO/DDHS/DDHS_Div1/P/CIR/2022/0000000103, this information is filled in only for the current quarter meetings.

* The Non-Convertible Debentures of the Company has been listed on BSE Limited wholesale debt segment w.e.f. 10th October, 2023. The provisions in relation to applicability of Corporate Governance is applicable with effect from 09th April, 2024. The Audit Committee was constituted on 04th April 2024.

B. Nomination and Remuneration Committee:

Date(s) of meeting of the Committee in the relevant quarter*	Whether requirement of Quorum met ⁽¹⁾	Number of Directors present ⁽¹⁾	Number of Independent Directors present ⁽¹⁾	Date(s) of meeting of the Committee in the previous quarter	Maximum gap between any two consecutive meetings (in number of days)
30-05-2024	Yes	3	2	-*	-*

Note:

(1) In terms of the SEBI Operational Circular bearing reference no. SEBI/HO/DDHS/DDHS_Div1/P/CIR/2022/0000000103, this information is filled in only for the current quarter meetings.

* The Non-Convertible Debentures of the Company has been listed on BSE Limited debt segment w.e.f. 10th October, 2023. The provisions in relation to applicability of Corporate Governance is applicable with effect from 09th April, 2024. The Nomination and Remuneration Committee was constituted on 04th April, 2024.

C. Risk Management Committee:

Date(s) of meeting of the Committee in the relevant quarter*	Whether requirement of Quorum met ⁽¹⁾	Number of Directors present ⁽¹⁾	Number of Independent Directors present ⁽¹⁾	Date(s) of meeting of the Committee in the previous quarter	Maximum gap between any two consecutive meetings (in number of days)
30-05-2024	Yes	3	1	-*	-*

Note:

(1) In terms of the SEBI Operational Circular bearing reference no. SEBI/HO/DDHS/DDHS_Div1/P/CIR/2022/0000000103, this information is filled in only for the current quarter meetings.

* The Non-Convertible Debentures of the Company has been listed on BSE Limited wholesale debt segment w.e.f. 10th October, 2023. The provisions in relation to applicability of Corporate Governance is applicable with effect from 09th April, 2024. The Risk Management Committee was constituted on 04th April, 2024.



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D. Stakeholders Relationship Committee:

Date(s) of meeting of the Committee in the relevant quarter*	Whether requirement of Quorum met ⁽¹⁾	Number of Directors present ⁽¹⁾	Number of Independent Directors present ⁽¹⁾	Date(s) of meeting of the Committee in the previous quarter	Maximum gap between any two consecutive meetings (in number of days)
30-05-2024	Yes	3	2	-*	-*

Note:

(1) In terms of the SEBI Operational Circular bearing reference no. SEBI/HO/DDHS/DDHS_Div1/P/CIR/2022/0000000103, this information is filled in only for the current quarter meetings.

* The Non-Convertible Debentures of the Company has been listed on BSE Limited wholesale debt segment w.e.f. 10th October, 2023. The provisions in relation to applicability of Corporate Governance is applicable with effect from 09th April, 2024. The Stakeholders Relationship Committee was constituted on 04th April, 2024.

V. Related Party Transaction:

Subject	Compliance Status (Yes/No/NA)
Whether prior approval of Audit Committee obtained	Yes
Whether shareholder approval obtained for material RPT	NA
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by the Audit Committee	Yes

VI. Affirmations:

	Affirmations	Compliance Status (Yes/No/NA) [If status is "No", reasons for non-compliance to be explained]
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*
	(b) Nomination and Remuneration Committee	Yes*
	(c) Stakeholders' Relationship Committee	Yes*
	(d) Risk Management Committee	Yes*
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.	Yes*
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.	Yes*



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5	(a) This report has been placed before Board of Directors. Any comments/observations/advice of the board of directors may be mentioned here.	No. This Report for the quarter ended June 30, 2024 shall be placed before the Board at the ensuing meeting. Further, any comments/ observations/advice of the Board on this Report shall be mentioned in the Report for the quarter ended September 30, 2024.
	(b) The report submitted in the previous quarter has been placed before Board of Directors. Any comments/observations/ advice of the board of directors may be mentioned here.	NA.* The Certificate of Non-applicability of Corporate Governance for the quarter ended March 31, 2024 was placed before the Board at its meeting held on 30 th May, 2024.

* The Non-Convertible Debentures of the Company has been listed on BSE Limited wholesale debt segment w.e.f. 10th October, 2023. The provisions in relation to applicability of Corporate Governance is applicable with effect from 09th April, 2024. The Audit Committee, Stakeholders' Relationship Committee, Risk Management Committee and Nomination and Remuneration Committee was constituted on 4th April, 2024.

For NNP Construction Private Limited

Bhushan Vilaskumar Palresha
Director
DIN: 01258918

