



Kalpataru Engineering Ltd.

CIN No. : L27104WB1980PLC033133

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Corporate Governance Report

[Pursuant to Regulation 27(2) of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015]

1. Name of Listed Entity :: KALPATARU ENGINEERING LIMITED

2. Quarter Ending :: 30.09.2016

I. Composition of Board of Directors

Title (Mr./Mrs.)	Name of the Director	PAN & DIN	Category (Chairperson / Executive/ Non-Executive/Independent/Non-ominee)	Date of Appointment in the current term / cessation	Tenure	No. of Directorship in listed entities including this listed entity (Refer Regulation 25(1) of Listing Regulations)	No. 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	UDAY SHANKAR MAHAWAR*	AFAP M94 77Q and 0013 3699	EXECUTIVE	31/10/2011 To 28/09/2016	5 years	1 (Kalpataru Engineering Ltd)	2 IN Kalpataru Engineering Ltd (Audit Committee, Stakeholders)	NIL
MR	SACHIN KUMAR SHARMA	BBLP S073 9K and 0013 6947	NON EXECUTIVE	31/10/2011	5 Year	2 (Kalpataru Engineering Ltd & Satyam Projects Ltd)	2 IN Kalpataru Engineering Ltd & 3 IN Satyam Projects Ltd (Audit Committee, Stakeholders Committee)	1 IN Kalpataru Engineering Ltd (Stakeholders Committee) & 2 IN Satyam Projects Ltd (Audit Committee, Stakeholders)

MR	BIMALKU MAR BAJRANG LAL PATODIA *	0755 5097	NON EXECUTIVE	20/ 07/ 201 6	0 Year	1 (Kalpataru Engineering Ltd)	2 IN Kalpataru Engineering Ltd (Audit Committee, Stakeholders)	NIL
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\$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

*Bimalkumar Bajranglal Patodia was appointed w.e.f. 20.07.2016
Uday Shankar Mahawar resigned w.e.f. 28.09.2016

II. Composition of Committees

Name of Committee	Name of Committee Members	Category (Chairperson/Executive/Non-Executive/Independent/Nominee)
1. Audit Committee	Ms. Bhakti Somiya Mr. Sachin Kumar Sharma Mr. Uday Shankar Mahawar Mr. Bimalkumar Bajranglal Patodia	Chairperson Non Executive Executive Non Executive
2. Nomination & Remuneration Committee	Ms. Bhakti Somiya Mr. Sachin Kumar Sharma Mr. Uday Shankar Mahawar Mr. Bimalkumar Bajranglal Patodia	Chairperson Non Executive Executive Non Executive
3. Risk Management Committee (if applicable)	N.A.	N.A.
4. Stakeholders Relationship Committee	Mr. Sachin Kumar Sharma Mr. Uday shankar Mahawar Ms. Bhakti Somiya Mr. Bimalkumar Bajranglal Patodia	Chairman Executive Independent Non Executive

&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

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	Maximum gap between any two consecutive (in number of days)
14.05.2016	20.07.2016 11.08.2016 30.08.2016	66 21 19

IV. Meeting of Committees

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*
11.08.2016	All the members including Chairman were duly present at the meeting	14.05.2016	87

* This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional

V. Related Party Transactions

Subject	Compliance Status (Yes / No / NA) <small>refer Note Below</small>
Whether prior approval of audit committee obtained	NA
Whether shareholder approval obtained for material RPT	NA
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	NA

Note

- 1 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 Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated.
- 2 If status is "No" details of non-compliance may be given here.

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
 - d. Risk management committee (applicable to the top 100 listed entities)
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 have been placed before Board of Directors. Any comments/observations/advice of Board of Directors may be mentioned here:

KALPATARU ENGINEERING LTD

Sachin Kumar Sharma 

Authorised Signatory / Director
Company Secretary / Compliance Officer / Managing Director / CEO

Note:

Information at Table I and II above need to be necessarily given in 1st quarter of each financial year. However if there is no change of information in subsequent quarter(s) of that financial year, this information may not be given by Listed entity and instead a statement "same as previous quarter" may be given.