## Corporate Governance Format to be submitted by listed entity on quarterly basis

## 1. Name of Listed Entity: KALPATARU ENGINEERING LTD.

## 2. Quarter ending: **31/03/2019**

	I. Composition	of Board of Dire	ctors								
Title	Name of the	PAN & DIN		Category(Chairperson	Date of	Tenure*	No of	Number of	No of post of		
(Mr.	Director			/Executive/Non-	Appointment		Directorship	memberships	Chairperson in		
/				Executive/in-	in the		in listed	in Audit/	Audit/		
Ms)				dependent/Nominee) <sup>&amp;</sup>	current term		entities	Stakeholder	Stakeholder		
					/cessation		including this	Committee(s)	Committee held		
							listed entity	including this	in listed entities		
							(Refer	listed entity	including this		
							Regulation	(Refer	listed entity		
							25(1) of	Regulation	(Refer		
							Listing	26(1) of Listing	Regulation 26(1)		
							Regulations)	Regulations)	of Listing		
									Regulations)		
Mrs.	SUNITADEVI	AIQPP4767R	07589465	Non-Executive /	30/05/2017	N.A	1	2	NIL		
	BIMALKUMAR			Chairperson							
	PATODIA										
Mrs.	BHAKTI	BXPPS4406P	06957470	Independent	31/03/2015	48 Months	1	2	2		
	SOMIYA										
Mr.	BIMALKUMAR	AIPPP8604C	07555097	Whole time Director	20/07/2016	31 Months	1	2	NIL		
	BAJRANGLAL										
	PATODIA										
Mr.	NIRAV	EENPP2552B	08045836	Independent	10/01/2018		-	-	-		
	PARMAR										
	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.										

Name of Committee	Name of Committee mem	Category (C	Category (Chairperson/Executive/Non-				
		Executive/i	Executive/independent/Nominee)				
1. Audit Committee	1. Mrs. Bhakti Somiya	Independer	Independent Director (Chairperson)				
	2. Mrs. Sunitadevi Bimalk	Executive D	Executive Director				
	3.Mr. Nirav Parmar	Independer	Independent Director				
2. Nomination & Remuneration Committ	1. Ms. Bhakti Somiya	Independer	Independent Director (Chairperson)				
		2. Mrs. Sunitadevi Bimalk	Executive D	Executive Director			
	3.Mr. Nirav Parmar	Independer	Independent Director				
3. Stakeholders Relationship Committee'	1. Ms. Bhakti Somiya		Independent Director (Chairperson)				
		2. Mrs. Sunitadevi Bimalk	umar Patodia	Executive D	Executive Director		
		3.Mr. Nirav Parmar	Independer	Independent Director			
III. Meeting of Board of Directors Date(s) of Meeting (if any) in the previou	Date(s) of Meeting (if any) in	Maximum g	Maximum gap between any two consecutive (in number of days)				
	l quarter		days)	Sub setti	een any two consecutive (in number of		
09 <sup>th</sup> November, 2018		quarter 05 <sup>th</sup> February, 2019		days) 88		een any two consecutive (in number of	
09 <sup>th</sup> November, 2018 IV. Meeting of Committees		quarter 05 <sup>th</sup> February, 2019		days) 88		een any two consecutive (in number of	
		•				een any two consecutive (in number of	
IV. Meeting of Committees	he	•	orum Date(s)			aximum gap between any two	
IV. Meeting of Committees Audit Committee	he	05 <sup>th</sup> February, 2019		88	Mi		
IV. Meeting of Committees Audit Committee Date(s) of meeting of the committee in the	he	05 <sup>th</sup> February, 2019 Whether requirement of Que	commit quarter	88 of meeting of the	Mi	aximum gap between any two	
IV. Meeting of Committees Audit Committee Date(s) of meeting of the committee in the relevant quarter		05 <sup>th</sup> February, 2019 Whether requirement of Que met (details) Yes, All members were prese	commit quarter nt 05 <sup>th</sup> Feb	88 of meeting of the tee in the previous ruary, 2019	Ma co 88	aximum gap between any two nsecutive meetings in number of days*	
IV. Meeting of Committees Audit Committee Date(s) of meeting of the committee in the relevant quarter 09 <sup>th</sup> November, 2018 * This information has to be mandatorily		05 <sup>th</sup> February, 2019 Whether requirement of Que met (details) Yes, All members were prese	commit quarter nt 05 <sup>th</sup> Feb	88 of meeting of the tee in the previous ruary, 2019	Ma co 88	aximum gap between any two nsecutive meetings in number of days*	
IV. Meeting of Committees Audit Committee Date(s) of meeting of the committee in the relevant quarter 09 <sup>th</sup> November, 2018	be given fo	05 <sup>th</sup> February, 2019 Whether requirement of Que met (details) Yes, All members were prese	commit quarter int 05 <sup>th</sup> Feb the committees	88 of meeting of the tee in the previous ruary, 2019	Ma co 88 ation is op	aximum gap between any two nsecutive meetings in number of days*	
IV. Meeting of Committees Audit Committee Date(s) of meeting of the committee in the relevant quarter 09 <sup>th</sup> November, 2018 * This information has to be mandatorily Stakeholders Relationship Committee	be given fo	05 <sup>th</sup> February, 2019 Whether requirement of Que met (details) Yes, All members were prese r audit committee, for rest of t	commit quarter int 05 <sup>th</sup> Feb the committees	88 of meeting of the tee in the previous ruary, 2019 giving this informa eting of the comm	Ma co 88 ation is op	aximum gap between any two nsecutive meetings in number of days* otional	

V. Related Party Transactions							
Subject	Compliance status (Yes/No/NA)refer note below						
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	NA						
reviewed by Audit Committee							
Note: 1 In the column "Compliance Status", compliance or non-compliance may be in	ndicated 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. Sin	nilarly, 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 respon	sidilities as specified in SEBI (Listing obligations and disclosure						
Requirements) Regulations, 2015.	usted in the manner as specified in SERI (Listing obligations and						
<ol> <li>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.</li> </ol>							
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:							
For Kalpataru Engineering Ltd.							
BARKHA JAIN							
Company Secretary							
M. No: A42449							

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

ANNEXURE-II I. Disclosure on website in terms of Listing Regulations				
Item	Compliance sta	tus (Yes/No/NA)		
Details of business	-	ES		
Terms and conditions of appointment of independent directors		ES		
Composition of various committees of board of directors	Y	ES		
Code of conduct of board of directors and senior management personnel	Y	ES		
Details of establishment of vigil mechanism/ Whistle Blower policy		ES		
Criteria of making payments to non-executive directors		ES		
Policy on dealing with related party transactions		IA		
Policy for determining 'material' subsidiaries		IA		
Details of familiarization programmes imparted to independent directors		ES		
Contact information of the designated officials of the listed entity who are responsible for assisting		-		
and handling investor grievances	Y	ES		
email address for grievance redressal and other relevant details	Y	ES		
Financial results	YES			
Shareholding pattern	YES			
Details of agreements entered into with the media companies and/or their associates		NA		
New name and the old name of the listed entity		ES		
II Annual Affirmations				
		Compliance status		
Particulars	Regulation Number	(Yes/No/NA		
Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or		(100)100		
'eligibility'	16(1)(b) & 25(6)	YES		
Board composition	17(1)	YES		
Meeting of Board of directors	17(2)	YES		
Review of Compliance Reports	17(3)	YES		
Plans for orderly succession for appointments	17(4)	YES		
Code of Conduct	17(5)	YES		
Fees/compensation	17(6)	YES		
Minimum Information	17(7)	YES		
Compliance Certificate	17(8)	YES		
Risk Assessment & Management	17(9)	YES		
Performance Evaluation of Independent Directors	17(10)	YES		
Composition of Audit Committee	18(1)	YES		
Meeting of Audit Committee	18(2)	YES		
Composition of nomination & remuneration committee	19(1) & (2)	YES		
Composition of Stakeholder Relationship Committee	20(1) & (2)	YES		
Composition and role of risk management committee	21(1),(2),(3),(4)	YES		
Vigil Mechanism	22	YES		
	 23(1),(5),(6),			
Policy for related party Transaction	(7) & (8)	NA		
Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	NA		
Approval for material related party transactions	23(4)	NA		
Composition of Board of Directors of unlisted material Subsidiary	24(1)	NA		
	24(2),(3),(4),			
Other Corporate Governance requirements with respect to subsidiary of listed entity	(5) & (6)	NA		
Maximum Directorship & Tenure	25(1) & (2)	YES		
Meeting of independent directors	25(3) & (4)	YES		
Familiarization of independent directors	25(7)	YES		
Memberships in Committees	26(1)	YES		
Affirmation with compliance to code of conduct from members of Board of Directors and Senior				
management personnel	26(3)	YES		
Disclosure of Shareholding by Non-Executive Directors	26(4)	YES		
Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	YES		
III Affirmations:	-3(2) & 20(3)			
The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirement	ts with respect to sub	sidiary of Listed		
Entity have been complied.	•	-		
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FOR KALPATARU ENGINEERING LTD