

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

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

2. Quarter ending: **30/06/2024**

| Whether the listed entity has a Regular Chairperson | | | | Yes | | | | | | | | | | | | | |
|---|----------------------|-------------|-----------|--------------------------------------|----------------|-------------------|---------------|--|---|------------------------------|--------------------------|--------------------|----------|--|---|---|--|
| Whether Chairperson is related to MD or CEO | | | | No | | | | | | | | | | | | | |
| Tit le | Name of the Director | PAN & DIN | | Category 1 | Category 2 | Category 3 | Date of Birth | Whet her speci al resol ution passe d? | Date of passing special resolution | Initial Date of Appoint ment | Date of Re- appoin tment | Date of cessa tion | Tenu re* | No of Directors hip in listed entities includin g this listed entity | No of Indepen dent Directors hip in listed entities | Number of members hips in Audit/ Stakehol der Committ ee(s) | No of post of Chairp erson in Audit/ Stakeh older Comm ittee |
| Mr | CHAND AN SHAW | JTTPS542 0R | 0894321 0 | Executive Director | Chairperson | | 03/02/19 86 | NA | | 09/11/20 20 | - | | 0 | 1 | 0 | 2 | 0 |
| Mr s | SHYAM ALI SINGH | LZSPS487 0C | 0894322 4 | Non- Executive- Independent Director | Not Applicable | | 08/06/19 90 | Yes | 28/09/2021 | 09/11/20 20 | - | | 33 | 1 | 0 | 0 | 0 |
| Mr | SAILEN ROY | CMOPR70 90H | 0967355 8 | Executive Director | Not Applicable | Managing Director | 01/01/19 73 | NA | | 20/09/20 22 | 23/08/ 2023 | | 0 | 1 | 0 | 0 | 0 |
| Mr s | GUDDI SONI | DPSPS797 3Q | 0981431 4 | Non- Executive- Independent Director | Not Applicable | | 17/09/19 82 | Yes | 18/09/2023 | 23/08/20 23 | - | | 10 | 1 | 1 | 0 | 2 |
| Mr | ANIL SHAW | CDYPS59 18N | 0824348 2 | Non- Executive- Independent Director | Not Applicable | | 08/05/19 85 | Yes | 18/09/2023 | 23/08/20 23 | - | | 10 | 1 | 1 | 2 | 0 |

Composition of Committees

| Audit Committee Details | | | | | |
|---|----------------------------------|-------------------------------------|--------------------------------|----------------------------|--------------------------|
| Whether the Audit Committee has a Regular Chairperson | | | Yes | | |
| DIN Number | Name of Committee members | Category I of Directors | Category 2 of Directors | Date of Appointment | Date of Cessation |
| 09814314 | GUDDI SONI | Non-Executive-Independent Director | Chairperson | 23/08/2023 | |
| 08943210 | CHANDAN SHAW | Executive Director | Member | 09/11/2020 | |
| 08243482 | ANIL SHAW | Non-Executive -Independent Director | Member | 23/08/2023 | |

| Nomination & Remuneration Committee | | | | | |
|---|----------------------------------|--------------------------------------|--------------------------------|----------------------------|--------------------------|
| Whether the Nomination and remuneration committee has a Regular Chairperson | | | | Yes | |
| DIN Number | Name of Committee members | Category I of Directors | Category 2 of Directors | Date of Appointment | Date of Cessation |
| 09814314 | GUDDI SONI | Non-Executive - Independent Director | Chairperson | 23/08/2023 | |
| 08243482 | ANIL SHAW | Non-Executive - Independent Director | Member | 23/08/2023 | |
| 08943224 | SHYAMALI SINGH | Non-Executive - Independent Director | Member | 09/11/2020 | |

| Stakeholders Relationship Committee | | | | | |
|---|----------------------------------|--------------------------------------|--------------------------------|----------------------------|--------------------------|
| Whether the Stakeholders Relationship Committee has a Regular Chairperson | | | | Yes | |
| DIN Number | Name of Committee members | Category I of Directors | Category 2 of Directors | Date of Appointment | Date of Cessation |
| 09814314 | GUDDI SONI | Non-Executive - Independent Director | Chairperson | 23/08/2023 | |
| 08943210 | CHANDAN SHAW | Executive Director | Member | 09/11/2020 | |
| 08243482 | ANIL SHAW | Non-Executive - Independent Director | Member | 23/08/2023 | |

| Risk Management Committee | | | |
|----------------------------------|-----------------|----------------------------|------------------|
| Name of Committee members | Category | Date of Appointment | Cessation |

| Corporate Social Responsibility Committee | | | |
|--|-----------------|----------------------------|------------------|
| Name of Committee members | Category | Date of Appointment | Cessation |

| Other Committee | | |
|----------------------------------|--------------------------------|-----------------|
| Name of Committee members | Name of other Committee | Category |

| Meeting of Board of Directors | | | | |
|---|---|--|---|---|
| Dates of Meeting (Enter Previous and current quarter date in chronological order) | Maximum gap (between dates) in number of days | Whether requirement of Quorum met (Yes/No) | No of Director(s) Present (including Independent Director(s)) | No of Independent Director(s) attending the meeting |
| 31/01/2024 | 0 | Yes | 5 | 3 |
| 24/02/2024 | 23 | Yes | 5 | 3 |
| 15/05/2024 | 80 | Yes | 5 | 3 |
| 25/05/2024 | 9 | Yes | 5 | 3 |

| Meeting of Committees | | | | | | |
|-------------------------------------|---|---|--|---|---|----------------------|
| Committee Name | Dates of Meeting (Enter Previous and current quarter date in chronological order) | Maximum gap (between dates) in number of days | Whether requirement of Quorum met (Yes/No) | No of Director(s) Present (including Independent Director(s)) | No of Independent Director(s) attending the meeting | Other Committee Name |
| Audit Committee | 31/01/2024 | 0 | Yes | 3 | 2 | 0 |
| Audit Committee | 15/05/2024 | 104 | Yes | 3 | 2 | 0 |
| Audit Committee | 25/05/2024 | 9 | Yes | 3 | 2 | 0 |
| Nomination & Remuneration Committee | 31/01/2024 | 0 | Yes | 3 | 3 | 0 |
| Nomination & Remuneration Committee | 15/05/2024 | 104 | Yes | 3 | 3 | 0 |
| Stakeholder Relationship Committee | 15/05/2024 | 0 | Yes | 3 | 2 | 0 |

Related Party Transactions

| Subject | Compliance status (Yes/No/NA) | If status is “No” details of Non-compliance |
|--|--------------------------------------|--|
| 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 | |

| 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 1000 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. | Yes |
| 9 | Any comments/observations/advice of Board of Directors may be mentioned here: | |

| Annexure 1 | | |
|------------|-------------------|--|
| Sr | Subject | Compliance status |
| 1 | Name of signatory | SWEETY AGARWAL |
| 2 | Designation | COMPANY SECRETARY & COMPLIANCE OFFICER |

Signatory Details

| Signatory Details | |
|-------------------|--|
| Name of Signatory | SWEETY AGARWAL |
| Designation | COMPANY SECRETARY & COMPLIANCE OFFICER |
| Place | KOLKATA |
| Date | 15/07/2024 |