

Corporate Governance

Kopran Ltd	
Scrip Code :524280	Quarter Ending : September 2018

Annexure 1

Composition of Board of Directors

Title	Name of the Director	Category	Date of appointment in the current term	Date of cessation	Tenure of Director (in months)	No of Directorship in listed entities including this listed entity	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity
Mr.	Adarsh Somani	Non-Executive - Non Independent Director	29 May 2018	-	-	3	1	0
Mr.	Arvind K Mehta	Non-Executive - Independent Director	11 Sep 2014	-	60	1	2	2
Mr.	Siddhan Subramanian	Non-Executive - Independent Director	19 Sep 2015	-	60	1	0	0
Mr.	Surendra Somani	Executive Director, CEO-MD	01 Jan 2017	-	-	1	2	0
Mr.	Susheel Somani	Non-Executive - Non Independent Director, Chairperson	12 Sep 2016	-	-	2	2	0
Mr.	Varun Somani	Non-Executive - Non Independent Director	29 May 2018	-	-	2	1	1
Mr.	Vijay K Bhandari	Non-Executive - Independent Director	19 Sep 2015	-	60	3	7	3
Mrs.	Sunita Banerji	Non-Executive - Independent Director	19 Sep 2015	-	60	1	2	0

Composition Of Committee

Audit Committee	
Name of Committee members	Category
Arvind Mehta	Non-Executive - Independent Director, Chairperson
Sunita Banerji	Non-Executive - Independent Director, Member
Surendra Somani	Executive Director, Member
Vijay Bhandari	Non-Executive - Independent Director, Member

Corporate Social Responsibility Committee	
Name of Committee members	Category
Sunita Banerji	Non-Executive - Independent Director, Chairperson
Surendra Somani	Executive Director, Member
Susheel Somani	Non-Executive - Non Independent Director, Member

Nomination and Remuneration Committee	
Name of Committee members	Category
Arvind Mehta	Non-Executive - Independent Director, Member
Siddhan Subramanian	Non-Executive - Independent Director, Member
Vijay Bhandari	Non-Executive - Independent Director, Chairperson

Corporate Affairs Committee	
Name of Committee members	Category
Arvind Mehta	Non-Executive - Independent Director, Member
Surendra Somani	Executive Director, Chairperson
Susheel Somani	Non-Executive - Non Independent Director, Member

Stakeholders Relationship Committee	
Name of Committee members	Category
Arvind Mehta	Non-Executive - Independent Director, Chairperson
Surendra Somani	Executive Director, Member
Susheel Somani	Non-Executive - Non Independent Director, Member

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 meeting (in number of days)
29 May 2018	-	0
-	08 Aug 2018	70

Meeting Of Committees

Name of Committee	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)
Audit Committee	08 Aug 2018	Yes	29 May 2018	70

Related Party Transactions

Subject	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance
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 audit committee	Yes	-

Affirmations

Subject	Compliance status (Yes/No)
The composition of board of directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
The composition of audit committee is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
The composition of the nomination and remuneration committee is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
The composition of the stakeholders relationship committee is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
The composition of the risk management committee is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	NA
The committee members have been made aware of their powers, role and responsibilities as specified in of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
The meetings of the board of directors and the above committees have been conducted in the manner as specified SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes

Signatory Details

Name of signatory	Sunil Sodhani
Designation of person	Company Secretary and Compliance Office

Annexure 2

Website Affirmations

Item	Compliance status	Details of non-compliance
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No Data Available

Annual Affirmation

Sr.	Particulars	Regulation Number	Compliance status (Yes/No)	If status is "No" details of non-compliance
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No Data Available

Affirmation

Sr.	Particulars	Compliance status (Yes/No)
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No Data Available

Signatory Details

Name of signatory	Sunil Sodhani
Designation of person	Company Secretary and Compliance Office

Annexure 3

Broad heading	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance
Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website	46(2)	Yes	-
Presence of chairperson of audit committee at the annual general meeting	18(1)(d)	No	Chairman of Audit Committee was not present at AGM due to his travel plans. Mr. Vijay Kumar Bhandari, member of Audit Committee in absence of the Chairman was duly authorised by the Board to answer any queries of the members in relation to Financial Statements.
Presence of chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	Yes	-
Whether corporate governance report disclosed in annual report	34(3) read with para C of Schedule V	Yes	-

Signatory Details

Name of signatory	Sunil Sodhani
Designation of person	Company Secretary and Compliance Office