

## Corporate Governance

Kopran Ltd	
Scrip Code :524280	Quarter Ending : December 2016

## 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.	Arvind K Mehta	Non-Executive - Independent Director	11 Sep 2014	-	60	1	3	2
Mr.	Siddhan Subramanian	Non-Executive - Independent Director	19 Sep 2015	-	60	1	0	0
Mr.	Surendra Somani	Executive Director, CEO-MD	31 Mar 2016	-	-	2	2	0
Mr.	Susheel Somani	Non-Executive - Non Independent Director	12 Sep 2016	-	-	2	2	0
Mr.	Vijay K Bhandari	Non-Executive - Independent Director	19 Sep 2015	-	60	4	9	4
Mr.	Vishnu N Khanna	Non-Executive - Independent Director, Chairperson	11 Sep 2014	14 Nov 2016	-	2	5	1
Mrs.	Sunita Banerji	Non-Executive - Independent Director	19 Sep 2015	-	60	1	2	0

Composition Of Committee

Audit Committee	
Name of Committee members	Category
Dr. Arvind K Mehta	Non-Executive - Independent Director, Chairperson
Dr. Sunita Banerji	Non-Executive - Independent Director, Member
Mr. Surendra Somani	Executive Director, Member

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

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

Stakeholders Relationship Committee	
Name of Committee members	Category
Dr. Arvind K Mehta	Non-Executive - Independent Director, Chairperson
Mr. Surendra Somani	Executive Director, Member
Mr. 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)
12 Sep 2016	-	0
-	14 Nov 2016	62

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	12 Nov 2016	Yes, All members were present	08 Aug 2016	95
Nomination and Remuneration Committee	12 Nov 2016	Yes, All members were present	12 Sep 2016	60

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

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