

## Corporate Governance: Quarter ending: December 2021

### KOPRAN LTD.

**BSE Scrip Code : 524280    NSE Scrip Code:KOPRAN**

**Quarter ending : December 2021**

#### Annexure 1 Composition of Board of Directors

Title	Name of the Director	Category	Initial Date of Appointment	Date of Appointment in Current Term (Date of Re-appointment)	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	Surendra Somani	Executive Director,CEO-MD	11 Jun 1977	20 Jul 2019	-	-	1	1	0
Mr	Adarsh Somani	Non-Executive - Non Independent Director	29 May 2018	20 Jul 2019	-	-	3	2	0
Mrs	Mamta Biyani	Non-Executive - Independent Director	08 May 2019	08 May 2019	-	60.00	3	5	0
Mr	Narayan Atal	Non-Executive - Independent Director	08 May 2019	08 May 2019	-	60.00	3	5	4
Mr	Siddhan Subramanian	Non-Executive - Independent Director	29 Sep 2014	18 Sep 2020	-	60.00	1	1	0
Mrs	Sunita Banerji	Non-Executive - Independent Director	29 Sep 2014	18 Sep 2020	-	60.00	1	2	1
Mr	Susheel Somani	Non-Executive - Non Independent Director,Chairperson	20 Jul 2019	31 Aug 2021	-	-	2	1	0
Mr	Varun Somani	Non-Executive - Non Independent Director	29 May 2018	16 Sep 2020	-	-	2	1	1

## Annexure 1

## Composition Of Committee

**Audit Committee**

<b>Name of Committee members</b>	<b>Category</b>	<b>Date Of Appointment</b>	<b>Date of Cessation</b>
Sunita Banerji	Non-Executive - Independent Director,Member	14-11-2016	-
Surendra Somani	Executive Director,Member	28-05-2014	-
Narayan Atal	Non-Executive - Independent Director,Chairperson	08-05-2019	-
Mamta Biyani	Non-Executive - Independent Director,Member	08-05-2019	-

**Nomination and remuneration committee**

<b>Name of Committee members</b>	<b>Category</b>	<b>Date Of Appointment</b>	<b>Date of Cessation</b>
Siddhan Subramanian	Non-Executive - Independent Director,Chairperson	14-11-2016	-
Sunita Banerji	Non-Executive - Independent Director,Member	06-05-2019	-
Varun Somani	Non-Executive - Non Independent Director,Member	06-05-2019	-

<b>Stakeholders Relationship Committee</b>			
<b>Name of Committee members</b>	<b>Category</b>	<b>Date Of Appointment</b>	<b>Date of Cessation</b>
Varun Somani	Non-Executive - Non Independent Director,Chairperson	06-05-2019	-
Siddhan Subramanian	Non-Executive - Independent Director,Member	06-05-2019	-
Adarsh Somani	Non-Executive - Non Independent Director,Member	06-05-2019	-
<b>Risk Management Committee</b>			
<b>Name of Committee members</b>	<b>Category</b>	<b>Date Of Appointment</b>	<b>Date of Cessation</b>
Adarsh Somani	Non-Executive - Non Independent Director,Chairperson	27-05-2021	-
Varun Somani	Non-Executive - Non Independent Director,Member	27-05-2021	-
Mamta Biyani	Non-Executive - Independent Director,Member	27-05-2021	-
<b>Corporate Social Responsibility Committee</b>			
<b>Name of Committee members</b>	<b>Category</b>	<b>Date Of Appointment</b>	<b>Date of Cessation</b>
Mamta Biyani	Non-Executive - Independent Director,Chairperson	06-05-2019	-
Varun Somani	Non-Executive - Non Independent Director,Member	06-05-2019	-
Surendra Somani	Executive Director,Member	24-05-2017	-

Corporate Affairs Committee			
Name of Committee members	Category	Date Of Appointment	Date of Cessation
Surendra Somani	Executive Director,Chairperson	-	-
Varun Somani	Non-Executive - Non Independent Director,Member	-	-
Adarsh 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)
06 Aug 2021	-	0
-	27 Oct 2021	81
-	08 Dec 2021	41

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	-	Yes,	06 Aug 2021	0
	Audit Committee	27 Oct 2021	Yes,	-	81
	Other Committee	-	Yes,	29 Sep 2021	0
	Other Committee	09 Nov 2021	Yes,	-	0
	Other Committee	10 Dec 2021	Yes,	-	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	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	Yes
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
5.This report and/or the report submitted in the previous quarter has been placed before board of directors	Yes

## Signatory Details

Name of signatory	Sunil Sodhani
Designation of person	Company Secretary