

Andheri (East), Mumbai - 400 072 • Tel : 022 - 4200 9100, 4200 9200 • Fax : 28478508 Regd. Off.: "Tex Center", K-wing, 3rd Floor, 26 'A' Chandivli Road, Off Saki Vihar Road,

The Mark of Excellence

CORPORATE GOVERNANCE REPORT TO BE SUBMITTED ON QUARTERLY BASIS

Quarter ending Name of Listed Entity 30<sup>th</sup> September, 2018 KISAN MOULDINGS LIMITED

2.1

* to be	Mrs.	Mr.	M r	M T	Mr.	Mr.											Ms)	(Mr./	Title	-
to be filed only for Independent Director. Tenure would mean total period from which Independent Director	Anjana Motwani	Praveenkumar Ramniranjan Tripathi	Upendra Hosdurg Sundar Kamath	Sunil Goyal	Rishav Sanjeev Aggarwal	Sanjeev Amarnath Aggarwal												Director	Name of the	Composition of
dent Director. Tenur	AANPM5804B & 02650184	ABFPT6266M & 03154381	AAFPK7818M & 02648119	AADPG7780L & 00503570	AFTPA1573N & 05155607	AFTPA1830N & 00064076													PAN & DIN	Composition of Board of Directors
e would mean t	Independent	Independent	Independent	Non- Executive	Executive	Chairperson  - Executive							/ Nominee)	Independent	Executive/	Non	/ Executive/	(Chairperson	Category	
otal period from	30.03.2015	10.01.2018	22.08.2017	12.08.2016	22.08.2017	05.08.2016								cessation	term/	current	nt in the	Appointme	Date of	
Rywhich Indep	41 Months	9 Months	14 Months	T	1	ı													*Tenure	
endent Director	1	2 (Two)	3 (Three)	3 (Three)	1 (One)	1 (One)		Regulations)	Listing	25(1) of	Regulation	(Refer		listed entity	including this	entities	in listed	Directorship	No. of	
is serving on Board of Directors of	1	2 (Two)	3 (Three)	5 (Five)	1 (One)	1 (One)			Regulations)	26 (1) of Listing	(Refer Regulation		listed entity	including this	Committee(s)	Stakeholder	Audit/	memberships in	Number of	
of Directors of	1	1 (One)	2 (Two)	1 (One)	1	1	26(1) of Listing	Regulation	(Refer	-	listed entity	including this	entities	held in listed	Committee	Stakeholder	Audit/	Chairperson in	No. of post of	

E-mail: customercare@kisangroup.com • Website: www.kisangroup.com

CIN: L17120MH1989PLC054305

Adding Value Since 1993

AN MO

KISYN WONIDINGS LIMITED



quarter

committee in the relevant Date(s) of meeting of the

(details)

Whether requirement of Quorum met

Date(s) of meeting of the committee

Maximum gap between any two

consecutive meetings in number

of days

in the previous quarter

SAN

previous quarter

3

Meeting of Committees 21.05.2018 Date(s) of Meeting (if any) in the

Date(s) of Meeting in the relevant quarter

number of days)

Maximum gap between any two consecutive (in

80 days

10.08.2018

Meeting of Board of Directors

Relationship Committtee of the Board with effect from September 25, 2018.

the listed entity in continuity without any cooling off period

Remuneration Committee of the Company has been ceased of the Company with immediate effect. August 10, 2018. Consequently her position of Chairperson in Stakeholders Relationship Committee and Membership in Nomination Note: Mrs. Anjana Motwani (DIN: 02650184), Independent Director of the Company, has been resigned from the Board of the Company w.e.f.

20

		The second secon	
	II. Composition of Committees		
Na	Name of Committee	Name of Committee Members	Category (Chairperson / Executive / Non-
			Executive/Independent/Nominee)
i,	Audit Committee	Mr. Upendra Hosdurg Sundar Kamath	Chairman – Independent Director
		Mr. Sunil Goyal	Non-Executive (Non Independent) Director
		Mr. Praveenkumar Ramniranjan Tripathi	Independent Director
2.	Nomination & Remuneration	Mr. Upendra Hosdurg Sundar Kamath	Chairman – Independent Director
	Committee	Mr. Sunil Goyal	Non-Executive (Non Independent) Director
		Mr. Praveenkumar Ramniranjan Tripathi*	Independent Director
ω.	Stakeholders Relationship	Mr. Upendra Hosdurg Sundar Kamath*	Chairman - Independent Director
	Committee	Mr. Sanjeev Amarnath Aggarwal	Executive Director
		Mr. Rishav Sanjeev Aggarwal	Executive Director
*No+0.	240.		
		Mr. Praveen Kumar Tripathi (DIN: 03154381), Independent Director was appointed as Member in Nomination and Remuneration	ed as Member in Nomination and Remuneration
	Committtee of the Board with effect from September 25, 2018	ct from September 25, 2018.	
	2. Mr. Upendra Hosdurg Sundar Kam	Mr. Upendra Hosdurg Sundar Kamath (DIN: 02648119), Independent Director was appointed as Member and Chairman in Stakeholders	pointed as Member and Chairman in Stakeholders

CIN: L17120MH1989PLC054305

E-mail: customercare@kisangroup.com • Website: www.kisangroup.com Andheri (East), Mumbai - 400 072 • Tel: 022 - 4200 9100, 4200 9200 • Fax: 28478508 Regd. Off.: "Tex Center", K-wing, 3rd Floor, 26 'A' Chandivli Road, Off Saki Vihar Road,







Whether prior approval of audit committee obtained Whether prior approval of audit committee obtained Whether shareholder approval obtained for material RPT Whether shareholder approval obtained for material RPT Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee  VI. Affirmations  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 committee - Yes b. Nonlination & Remuneration committee - Yes c. Stakeholders Relationship committee - Yes d. Risk management committee aware of their powers, role and responsibilities as specified in SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 - Yes 4. The meetings of the Board of directors and the above committees of the Company have been conducted in the manner as specified in 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 6. Any comments/ observations/ advice of Board of Directors may be mentioned here:  VII. Format to be submitted by listed entity at the end of 6 months after end of financial year along-with second quarter report of next financial year  1. Affirmations  Broad Heading  Regulation Number  Compliance Status  Yes	7
Compliance requirements and disclosure requirements and disclosure requirements and responsibilities as titles and responsibilities as placed before Board of Dirioned here:  after end of financial year:  Regulation Numb	
Compliance  Lee obtained  for material RPT  Luant to omnibus approval  Listing obligations and disclosure requirementates is in terms of SEBI (Listing obligations and disclosure requirementates is in terms of SEBI (Listing obligations and disclosure requirementates is in terms of SEBI (Listing obligations and disclosure remaittee - Yes  Listing obligations and disclosure requirementates - Yes  Listing obligations and disclosure requirementates and the top 100 listed entities) –Not Applicable as some committees of the Company have been consiguirements) Regulations, 2015 - Yes  Led in the previous quarter has been placed before Board of Directors may be mentioned here: -  Listed entity at the end of 6 months after end of financial year.	
Compliance ee obtained for material RPT uant to omnibus approval uant to omnibus approval (Listing obligations and disclosure requiremnmittees is in terms of SEBI (Listing obligations and disclosure requiremnmittee - Yes eapplicable to the top 100 listed entities) —Not Applicable in made aware of their powers, role and responsibilities as s, 2015 - Yes ors and the above committees of the Company have been conquirements) Regulations, 2015 - Yes ead in the previous quarter has been placed before Board of Directors may be mentioned here: - isted entity at the end of 6 months after end of financial year.	
Compliance ee obtained for material RPT uant to omnibus approval sis in terms of SEBI (Listing obligations and disclosure requiremnmittee - Yes mmittee - Yes e (applicable to the top 100 listed entities) –Not Applicable n made aware of their powers, role and responsibilities as s, 2015 - Yes ors and the above committees of the Company have been conquirements) Regulations, 2015 - Yes ed in the previous quarter has been placed before Board of Directors may be mentioned here: -	he end of 6 months after end of financial ye
Compliance ee obtained for material RPT	rectors may be mentioned here: -
Compliance ee obtained for material RPT uant to omnibus approval uses in terms of SEBI (Listing obligations and disclosure requiremnmittees is in terms of SEBI (Listing obligations and disclosure remnmittee - Yes e (applicable to the top 100 listed entities) —Not Applicable n made aware of their powers, role and responsibilities as s, 2015 - Yes	egulations, 2015 - Yes
Compliance ee obtained for material RPT uant to omnibus approval si in terms of SEBI (Listing obligations and disclosure requiremnmittees is in terms of SEBI (Listing obligations and disclosure remnmittee - Yes e (applicable to the top 100 listed entities) —Not Applicable n made aware of their powers, role and responsibilities as s, 2015 - Yes	we committees of the Company have been
Compliance ee obtained for material RPT uant to omnibus approval usin terms of SEBI (Listing obligations and disclosure requirementates is in terms of SEBI (Listing obligations and disclosure remains the series of SEBI (Listing obligations and disclosure remains the series of their newers trade and responsibilities are made aware of their newers are made aware of their newers are not a second and trade	
Subject Subject Compliance status (Yes/No/NA)  I of audit committee obtained Proval obtained for material RPT Entered into pursuant to omnibus approval Audit Committee  ns Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015 - Yes The following committee - Yes  n & Remuneration committee - Yes  rs Relationship committee - Yes	
Subject  Subject  Compliance status (Yes/No/NA)  I of audit committee obtained Yes  pproval obtained for material RPT entered into pursuant to omnibus approval Audit Committee  N.A.  Audit Committee  Possible (Listing obligations and disclosure requirements) Regulations, 2015 - Yes  The following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015 - Yes  The following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015 - Yes  The following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015 - Yes  The following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015 - Yes  The following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015 - Yes  The following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015 - Yes  The following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015 - Yes  The following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015 - Yes  The following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015 - Yes	
Subject  Compliance status (Yes/No/NA)  Yes  proval obtained for material RPT entered into pursuant to omnibus approval Audit Committee  **Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015 - Yes  **The following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015 - Yes  mittee - Yes	es
Subject  Subject  Compliance status (Yes/No/NA)  Yes  pproval obtained for material RPT entered into pursuant to omnibus approval Audit Committee  Page 10 Audit Committee  N.A.  Audit Committee  N.A.  Page 10 Audit C	C
compliance status (Yes/No/NA)  ee obtained  Yes  for material RPT  N.A.  uant to omnibus approval  N.A.	erms of SEBI (Listing obligations and disclosure requi
ree obtained  ree obtained  res for material RPT  ruant to omnibus approval  Compliance status (Yes/No/NA)  Yes  N.A.	CTD / :
Compliance status (Yes/No/NA) Yes for material RPT N.A.  want to omnibus approval	
Compliance status (Yes/No/NA) Yes N.A. N.A.	
Compliance status (Yes/No/NA)  Yes  N.A.	is approval
Compliance status (Yes/No/NA)  Yes	T
Compliance status (Yes/No/NA)	
II E IIICIIIACI3 WEIE PIESEIII.	Compli
1	
2+	
Yes. 2 out of 3 were present. 21.05.2018 80 days	
Yes. 2 out of 3 were present.	e present.
Yes. All 3 members were present. 21.05.2018 80 days	

CIN: L17120MH1989PLC054305

Adding Value Since 1993

Regd. Off.: "Tex Center", K-wing, 3rd Floor, 26 'A' Chandivli Road, Off Saki Vihar Road, Andheri (East), Mumbai - 400 072 • Tel: 022 - 4200 9100, 4200 9200 • Fax: 28478508 E-mail: customercare@kisangroup.com • Website: www.kisangroup.com





Company Secretary & Compliance Officer 12<sup>th</sup> October, 2018

displayed on website			
Presence of Chairperson of Audit Committee at the Annual General Meeting	Annual General Meeting	18(1)(d)	Yes*
Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	uneration committee at the	19(3)	Yes*
Whether "Corporate Governance Report" disclosed in Annual Report	n Annual Report	34(3) read with para C of Schedule V	Yes
* Mr. H.S Upendra Kamath (Independent Director) - Chairman of Audit Committee and Nomination and Remuneration Committee has authorised Mr. Sunil Goyal - Non Executive Director (Non-Independent) to attend the Annual General Meeting held on 22.09.2018 on behalf due to his pre-occupation.	Chairman of Audit Committee (Non-Independent) to attend	e and Nomination and Remuneration Committee has the Annual General Meeting held on 22.09.2018 on his	nmittee has 09.2018 on his
Note:			
In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/NA. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "NA" may be indicated.	on-compliance may be indicated idicated.	ted by Yes/No/NA. For example, if the Bo be indicated. Similarly, in case the Listed	pard has been Entity has no
If status is "No" details of non-compliance may be given here	⁄en here.		
If the Listed Entity would like to provide any other information the same may be indicated here.	formation the same may be ir	ndicated here.	
Name & Designation DINGS  Name & Designation DINGS  Name & Designation DINGS  Numbal  Name & Designation DINGS  Numbal  Name & Mumbal  Name &			

CIN: L17120MH1989PLC054305

Eeer sonic sulsV gnibbA

E-mail: customercare@kisangroup.com • Website: www.kisangroup.com Andheri (East), Mumbai - 400 072 • Tel : 022 - 4200 9100, 4200 9200 • Fax : 28478508 Regd. Off.: "Tex Center", K-wing, 3rd Floor, 26 'A' Chandivli Road, Off Saki Vihar Road,

