

CORPORATE GOVERNANCE REPORT TO BE SUBMITTED ON QUARTERLY BASIS

1. Name of Listed Entity : KISAN MOULDINGS LIMITED
2. Quarter ending : 31st December, 2019

I. Composition of Board of Directors												
Title (Mr. / Ms/ Mrs .)	Name of the Director	PAN & DIN	Category (Chairperson / Executive/ Non Executive/ Independent / Nominee)	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations] (Yes/No/NA)	Initial Date of Appointment	Date of Re-appointment	Date of Cessation	*Tenure of Directors (in Months)	No. of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No. of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(1) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26 (1) of Listing Regulations)	No. of post of Chairpers on in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)
Mr.	Sanjeev Amarnath Aggarwal	AFTP1830N & 00064076	Chairperson – Executive	NA	30.08.2005	01-04-2019	-	-	1 (One)	-	1 (One)	-
Mr.	Rishav Sanjeev Aggarwal	AFTP1573N & 05155607	Executive	NA	22.08.2017	-	-	-	1 (One)	-	2 (Two)	-
Mr.	Praveen Kumar Ramniranjan Tripathi	ABFPT6266M & 03154381	Non-Executive-Independent Director	No	10.01.2018	-	-	24 Months	2 (Two)	2 (Two)	2 (Two)	1 (One)



ISO 9001 : 2008



Mrs.	Urvashi Anand Dharadhar	AAEPD1427C & 08279196	Non-Executive-Independent Director	No	14.11.2018	-	-	14 Months	1 (One)	1 (One)	2 (Two)
Mr.	Prashant Krishnaji Deshmukh	AAOPD8970G & 02410071	Non-Executive-Independent Director	No	21.10.2019	-	-	3 Months	1 (One)	1 (One)	-
Mr.	Upendra Hosdurg Sundar Kamath	AAFPK7818M & 02648119	Non-Executive-Independent Director	No	22.08.2017	-	17.10.2019	27 Months	3 (Three)	3 (Three)	2 (Two)

* To be filed only for Independent Director. Tenure would mean total period from which Independent Director is serving on Board of Directors of the listed entity in continuity without any cooling off period.

Note:

- Mr. Upendra Hosdurg Sundar Kamath (DIN: 02648119), Non-Executive Director (Independent Director) of the Company, has resigned his Directorship from the Board of the Company w.e.f 17th October, 2019. Consequently his position of Member has been ceased in Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee of the Company with aforesaid effect.
- Mr. Prashant Krishnaji Deshmukh (DIN:02410071) has been appointed as an Additional Director under the category of Non-Executive Director (Independent Director) w.e.f October 21, 2019 vide circular resolution no. BOD/01/ 2019-20 dated October 21, 2019.

II. Composition of Committees

Name of Committee	Name of Committee Members	Category (Chairperson / Member/ Executive / Non-Executive/ Independent / Nominee)	Date of Appointment	Date of Cessation
1. Audit Committee	Mrs. Urvashi Anand Dharadhar*	Chairperson - Non-Executive- Independent Director	14.11.2018	N.A.
	Mr. Praveenkumar Ramniranjan Tripathi	Member- Non-Executive-Independent Director	12.02.2018	N.A.
	Mr. Prashant Krishnaji Deshmukh*	Member- Non-Executive-Independent Director	23.10.2019	N.A.
	Mr. Rishav Sanjeev Aggarwal*	Member- Executive Director	12.11.2019	N.A.
	Mr. Upendra Hosdurg Sundar Kamath*	Chairperson - Non-Executive- Independent Director	22.08.2017	17.10.2019
2. Nomination & Remuneration Committee	Mr. Prashant Krishnaji Deshmukh*	Chairperson - Non-Executive- Independent Director	23.10.2019	N.A.
	Mr. Praveenkumar Ramniranjan Tripathi	Member- Non-Executive-Independent Director	25.09.2018	N.A.
	Mr. Urvashi Anand Dharadhar	Member- Non-Executive-Independent Director	10.09.2019	N.A.
	Mr. Upendra Hosdurg Sundar Kamath*	Chairperson - Non-Executive- Independent Director	22.08.2017	17.10.2019



3. Stakeholders Relationship Committee	Mr. Urvashi Anand Dharadhar* Mr. Sanjeev Amarnath Aggarwal Mr. Rishav Sanjeev Aggarwal Mr. Upendra Hosdurg Sundar Kamath*	Chairperson - Non-Executive- Independent Director Member- Executive Director Member- Executive Director Chairperson - Non-Executive- Independent Director	23.10.2019 06.02.2016 22.08.2017 25.09.2018	N.A. N.A. N.A. 17.10.2019
4. Other Committee				
a. Executive Committee	Mr. Sanjeev Amarnath Aggarwal Mr. Rishav Sanjeev Aggarwal	Chairperson - Executive Director Member- Executive Director	N.A. N.A.	N.A. N.A.
b. Preferential Issue Committee	Mr. Sanjeev Amarnath Aggarwal Mrs. Urvashi Anand Dharadhar	Chairperson - Executive Director Member - Non- Executive - Independent Director	N.A. N.A.	N.A. N.A.
c. Enquiry Committee	Mr. Sanjeev Amarnath Aggarwal Mr. Suresh Purohit Mr. Dharak Mehta	Chairperson - Executive Director Member- Chief Financial Officer Member- Company Secretary	N.A. N.A. N.A.	N.A. N.A. N.A.

***Note:**

- Mr. Upendra Hosdurg Sundar Kamath (DIN: 02648119), Non-Executive Director (Independent Director) of the Company, has tendered his resignation from the Board of Directors of the Company w.e.f October 17, 2019. Consequently his Membership and Chairmanship in Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee of the Company ceased to exist with aforesaid effect.
- The Board of Directors vide Circular resolution no. BOD/02/ 2019-20 dated October 22, 2019 and Circular resolution no. BOD/03/ 2019-20 dated October 22, 2019 have appointed Mr. Prashant Krishnaji Deshmukh (DIN: 02410071), Additional Director (Non-Executive Independent Director) as a Member and Chairman of Nomination and Remuneration Committee and Member in Audit Committee respectively with effect from October 23, 2019.
- The Board of Directors vide Circular resolution no. BOD/03/ 2019-20 dated October 22, 2019 re-designated Mrs. Urvashi Dharadhar (DIN:08279196), Independent Director as Member and Chairman of the Audit Committee and vide Circular resolution no. BOD/04/ 2019-20 dated October 22, 2019 appointed as a Member and Chairman of Stakeholders Relationship Committee with effect from October 23, 2019.
- The Board of Directors at their meeting held on November 12, 2019 appointed Mr. Rishav Aggarwal (DIN: 05155607), Whole-time Director as Member in Audit Committee with effect from November 12, 2019.


ISO 9001 : 2008



5. The Board of Directors at their meeting held on November 12, 2019 constituted Enquiry Committee pursuant to Company's Code for fair disclosure of Unpublished Price Sensitive Information read with SEBI (Prohibition of Insider Trading) Regulations, 2015. Mr. Sanjeev A. Aggarwal, Chairman & Managing Director of the Company was appointed as the Chairman of the Enquiry Committee and Mr. Suresh Purohit, Chief Financial Officer and Mr. Dharak Mehta, Company Secretary & Compliance Officer of the Company were appointed as Member of the Enquiry Committee.

III. Meeting of Board of Directors						
Date(s) of Meeting in the previous quarter	Date(s) of Meeting in the current quarter	Maximum gap between any two consecutive (in number of days)	Whether requirement of Quorum met (Yes/No)	*No. of Directors Present	*No. of Independent Directors attending the meeting	
01.07.2019	-	-	Yes	-	-	
14.08.2019	-	43	Yes	-	-	
10.09.2019	-	26	Yes	-	-	
	12.11.2019	62	Yes	5	3	
*to be filled in only for the current quarter meeting						
IV. Meeting of Committees						
Date(s) of meeting of the committee in the current 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	*No. of Directors Present	*No. of Independent Directors attending the meeting	
Audit Committee						
12.11.2019	Yes	14.08.2019	89 days	3	3	
*to be filled in only for the current quarter meeting						
Nomination & Remuneration Committee						
12.11.2019	Yes	14.08.2019	89 days	3	3	
*to be filled in only for the current quarter meeting						
Stakeholders Relationship Committee						
12.11.2019	Yes	14.08.2019	89 days	3	1	
*to be filled in only for the current quarter meeting						
V. Related Party Transactions						
Subject			Compliance status (Yes/No/NA)			
Whether prior approval of audit committee obtained			YES			
Whether shareholder approval obtained for material RPT			N.A.			
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee			N.A.			



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 committees is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015	
a. Audit Committee - Yes	
b. Nomination & Remuneration Committee - Yes	
c. Stakeholders Relationship Committee - Yes	
d. Risk Management Committee (applicable to the top 500 listed entities) –Not Applicable	
3. 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	
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: -	
Name & Designation	 <p>Dharak Mehta Company Secretary & Compliance Officer January 14, 2020</p>