



**KAUSHAL INVESTMENTS LIMITED**  
"JAJODIA TOWER", 4th Floor, Room No. D-8, 3, Bentinck Street, Kolkata - 700 001  
Phone : 2248-5664, E-mail : info@kaushalinvest.com, Website : www.kaushalinvest.com  
**CIN : L65993WB1981PLC033363**

Date: 11/01/2021

**The Secretary,  
The Calcutta Stock Exchange  
Limited  
7, Lyons Range,  
Kolkata - 700001**

Dear Sir/ Madam,

**Sub: Corporate Governance Report for the quarter ended December 31, 2020**

Pursuant to Regulation 27 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the Corporate Governance Report for the quarter ended December 31, 2020.

This is for your information and record.

Thanking you.

Yours faithfully,  
For **Kaushal Investments Ltd**

*Radhika Maheshwari*  
**Radhika Maheshwari**  
**Company Secretary & Compliance Officer**

*Encl: As above*

Format of report on Corporate Governance to be submitted by a listed entity on quarterly basis

1. Name of Listed Entity: Kaushal Investments Ltd (L65993WB1981PLC033363)
2. Quarter ending: 31<sup>st</sup> December, 2020

I. Composition of Board of Directors												
Title (Mr. Ms.)	Name of the Director	PAN\$ & DIN	Category (Chairperson /Executive/ Non- Executive/ independent / Nominee) &	Initial date of Appointment	Date of Re- appointment	Date of Cessation	Tenure*	Date of Birth	No. of directorship in listed entities including this listed entity [in reference to Regulation 17A (1)]	No of Independen t Directors hip in listed entities including this listed entity [in reference to Regulation 17A (1)]	Number of membershi ps in Audit/ Stakeholder Committee( s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)
Mr.	Pankaj Marda	AFCPM7576A DIN: 00420913	Executive Director (Managing Director)	12-02-2020	-	-	-	11-05-1974	02	-	-	-
Mr.	Vidhu Bhushan Verma	ABNPV8206D 00555238	Non- Executive Independent Director	30-05-2015	12-02-2020*	-	67 Months	16-05-1962	03	03	03	03
Mr.	Jitendra Kumar Goyal	ADPPG5884Q 00468744	Non- Executive Director	01-02-2014	29-08-2017	-	-	03-11-1963	04	-	04	02
Mr.	Mahesh Kumar Kejriwal	AFOPK1188G 07382906	Non- Executive Independent Director	29-08-2017	-	-	40 Months	26-05-1958	03	03	04	02

\*Re-appointment is subject to approval of Shareholders in General Meeting



Ms.	Ritu Agarwal	APJPA3829B 08143534	Non- Executive Woman Independent Director	30-05-2018	-	-	31 Months	11-07-1988	04	04	03	-
		Whether Regular chairperson appointed? - No										
		Whether Chairperson is related to managing director or CEO? - No										
		<p><i>§PAN of any director would not be displayed on the website of Stock Exchange</i></p> <p><i>&amp; Category of directors means executive/non-executive/independent/Nominee. if a director fits into more than one category write all categories separating them with hyphen</i></p> <p><i>* to be filled 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.</i></p>										



II. Composition of Committees					
Name of Committee	Whether regular chairperson appointed	Name of Committee members	Category (Chairperson/ Executive/Non- Executive/ independent/Nominee) \$	Date of Appointment	Date of Cessation
1. Audit Committee	Yes	1. Mr. Vidhu Bhushan Verma 2. Mr. Jitendra Kumar Goyal 3. Mr. Mahesh Kumar Kejriwal 4. Ms. Ritu Agarwal	Chairperson- Non-Executive Independent Director Non-Executive Director Non-Executive Independent Director Non-Executive Woman Independent Director	30.05.2015 01.02.2014 13.09.2017 12.11.2018	
2. Nomination & Remuneration Committee	Yes	1. Mr. Vidhu Bhushan Verma 2. Mr. Jitendra Kumar Goyal 3. Mr. Mahesh Kumar Kejriwal 4. Ms. Ritu Agarwal	Chairperson- Non-Executive Independent Director Non-Executive Director Non-Executive Independent Director Non-Executive Woman Independent Director	30.05.2015 09.11.2017 13.09.2017 12.11.2018	
3. Risk Management Committee (if applicable)		NA			
4. Stakeholders Relationship Committee	Yes	1. Mr. Jitendra Kumar Goyal 2. Mr. Vidhu Bhushan Verma 3. Mr. Mahesh Kumar Kejriwal	Chairperson - Non-Executive Director Non-Executive Independent Director Non-Executive Independent Director	01.02.2014 30.05.2015 13.09.2017	
*Category of directors means executive/non-executive/independent/Nominee. if a director fits into more than one category write all categories separating them with hyphen					
III. 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	Whether requirement of Quorum met*	Number of Directors present*	Number of independent directors' present*	Maximum gap between any two consecutives (in number of days)
31-07-2020 19-08-2020 15-09-2020	10-11-2020	Yes	5	3	- 18 25 55



\* to be filled in only for the current quarter meetings

**IV. Meetings of Committees**

Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)*	Number of Directors present*	Number of independent directors' present*	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days*
(Audit Committee) 10-11-2020	Yes	4	3	31-07-2020 15-09-2020	- 45 55
(Nomination & Remuneration Committee) 10-11-2020	Yes	4	3	-	-

\* This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional

\*\*to be filled in only for the current quarter meetings

**V. Related Party Transactions**

Subject	Compliance status (Yes/No/NA) refer note below
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 the Audit Committee	Yes

**Note:**

- In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/N.A. 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 "N.A." may be indicated.
- If status is "No" details of non-compliance may be given here.



## VI. Affirmations

1. The composition of Board of Directors is in terms of SEBI (Listing Obligations and Disclosure requirements) Regulations, 2015.
2. The composition of the following committees is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015
  - a. Audit Committee
  - b. Nomination & Remuneration Committee
  - c. Stakeholders Relationship Committee
  - d. Risk management committee (applicable to the top 500 listed entities)
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.
4. The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
5. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. Any comments/observations/advice of the board of directors may be mentioned here.- The Report of the Previous Quarter had been placed before the Board Meeting held on 10.11.2020.
6. Any Comments/observations/advice of Board of Directors may be mentioned here:
  - We have stated in "Annexure -III : Affirmation" in our Half Yearly Corporate Governance Report that due to the pandemic situation (COVID-19) the Annual General Meeting (AGM) of the Company was not held till the date of filing of Report i.e. 15.10.2020. And Further extension has been granted by the ROC vide its order dated 08th September, 2020 for holding Annual General Meeting for the year ended 31st March, 2020.
  - Therefore, we are hereby informing you that the Company has conducted its Annual General Meeting on the 28th Day of December, 2020 and accordingly the company has complied with the Following Regulations as specified in "Annexure - III: Affirmation"-
  - **Regulation 46(2)** - A Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website of the Company.
  - **Regulation 18(1)(d)** - Presence of Chairperson of Audit Committee at the Annual General Meeting
  - **Regulation 19(3)** - Presence of Chairperson of the nomination and remuneration committee at the annual general meeting
  - **Regulation 20(3)** - Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting
  - **Regulation 34(3)** read with para C of Schedule V - "Corporate Governance Report" disclosed in Annual Report

*Radhika Maheshwari*

Name & Designation: Radhika Maheshwari  
Company Secretary & Compliance Officer

