

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: 30<sup>th</sup> September, 2019

**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 Independent Directors in listed entities including this listed entity [in reference to Regulation 17A (1)]	Number of membership 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.	Dipak Kumar Kajrewal	DVZPK2928C DIN:08280264	Executive Director (Managing Director)	14-11-2018	-	14-08-2019	-	08-11-1994	02	-	-	-
Mr.	Vidhu Bhushan Verma	ABNPV8206D 00555238	Non- Executive Independent Director	30.05.2015	30.05.2015	-	52 Months	16-05-1962	03	03	03	03
Mr.	Jitendra Kumar Goyal	ADPPG5884Q 00468744	Non- Executive Director	01.02.2014	09.11.2017	-	-	03-11-1963	04	-	04	02
Mr.	Mahesh Kumar Kejriwal	AFOPK1188G 07382906	Non- Executive Independent Director	29.08.2017	29.08.2017	-	25 Months	26-05-1958	03	03	04	02
Ms.	Ritu Agarwal	APJPA3829B	Non-	30.05.2018	30.05.2018	-	16 Months	11-07-1988	02	02	08	-



	08143534	Executive Woman Independent Director																
	Whether Regular chairperson appointed? - No																	
	Whether Chairperson is related to managing director or CEO? - No																	
	<p>\$PAN of any director would not be displayed on the website of Stock Exchange  &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  * 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.</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 29.08.2017 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 29.09.2018		
<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>						
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 consecutive (in number of days)	
17-04-2019 30-05-2019	13-08-2019 13-09-2019	Yes Yes	4 4	3 3	74 days 30 days	
* 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*
13-09-2019 (Audit Committee)	Yes 1.Mr. Vidhu Bhushan Verma 2.Mr. Jitendra Kumar Goyal 3.Mr. Mahesh Kumar Kejriwal 4. Ms. Ritu Agarwal	4	3	30-05-2019	105

\* 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 100 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.

*Radhika Maheshwari*

Name & Designation: Radhika Maheshwari  
Company Secretary & Compliance Officer



## ANNEX III

Format to be submitted by listed entity at the end of 6 months after end of financial year along-with the second quarter's report of next financial year

Affirmations	Regulation Number	Compliance status (Yes/No/NA) refer note below
<b>Broad heading</b> Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website	46(2)	Yes
Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes
Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	Yes
Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting	20(3)	Yes
Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes
<b>Note</b> 1 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. 2 If status is "No" details of non-compliance may be given here. 3 If the Listed Entity would like to provide any other information the same may be indicated here.		
Name & Designation: Radhika Maheshwari Company Secretary & Compliance Officer		



Name of Listed Equity: KANSHAL INVESTMENTS LTD.

Scrp. Code:

Shareholding Pattern Filed under: Reg. 31(1)(b) Quarter Ended: 30/09/2019

Particulars	Yes	No
1 Whether the Listed Equity has issued any Partly Paid up shares?		No
2 Whether the Listed Equity has issued any Convertible Securities or Warrants?		No
3 Whether the Listed Equity has any shares against which Depository Receipts are issued?		No
4 Whether the Listed Equity has any shares in Locked-in?		No
5 Whether any shares held by Promoters are Pledge or otherwise encumbered?		No





SUMMARY STATEMENT HOLDING OF SPECIFIED SECURITIES

Name of shareholders	Nos. of Shareholders	No. of Fully Paid-up Shares Held	No. of Partly Paid-up Equity Shares Held	No. of Depository Receipts	No. of Shares Held	Total Nos. of Shares	Shareholding Calculated as per SCRR, 1957	Number of Voting Rights held in each class of securities (CX)			No. of Shares Outstanding	Shareholding as a % of fully convertible securities (including warrants) (CX)	Number of Locked in Shares (CXII)	Number of Shares pledged or otherwise encountered (CXIII)	Number of Equity Shares Held in demat form (CXIV)
								Class X	Class Y	Total					
(A) Promoter & Promoter Group					(VII)=										
(B) Public	456	3140000			(VIII)=										3087150
(C) Non Promoter - Non Public					(IX)=										
(CX) Shares underlying DRs					(X)=										
(CXI) Shares held by Employee Trusts					(XI)=										
<b>TOTAL</b>	<b>456</b>	<b>3140000</b>			<b>3140000</b>	<b>100.000</b>	<b>3140000</b>	<b>3140000</b>	<b>100.000</b>	<b>100.000</b>	<b>100.000</b>				<b>3087150</b>



STATEMENT SHOWING SHAREHOLDING PATTERN OF THE PROMOTER AND PROMOTER GROUP

Name of shareholders	PAN	Nos. of Shareholders	No. of Fully Paid-up Equity Shares Held	No. of Partly Paid-up Equity Shares Held	No. of Underlying Depository Receipts	No. of Shares Held	Total Nos. Shares (VII) = (IV)+(V)+(VI)	Shareholding (Calculated as per SCRD, 1957) as a % of (A)+(B)+(C)	Number of Voting Rights held in each class of securities (EX)			No. of Shares Outstanding	Shareholding as a % assuming Full conversion of convertible securities (as a % of diluted share capital) (XI) = (VII)+(X)	Number of Locked in shares (XII)	Number of Shares pledged or encumbered (XIII)	Number of Equity Shares Held in dematerialized form (XIV)	
									No. of Voting Rights								Total as a % of total voting rights (X)
									Class X	Class Y	Total						
(I)	(II)	(III)	(IV)	(V)	(VI)	(VII)	(VIII)	(IX)	(X)	(XI)	(XII)	(XIII)	(XIV)				

- (1) Indian  
 (a) Individuals/Hindu undivided Family  
 (b) Central Government/State Government(s)  
 (c) Financial Institutions/Banks  
 (d) Any Other Bodies Corporate, Trusts, Clearing Members

Sub-Total (A)(1)

- (2) Foreign  
 (a) Individuals Non-Resident Individuals/Foreign Individuals  
 (b) Government  
 (c) Institutions  
 (d) Foreign Portfolio Investor  
 (e) Any Other

Sub-Total (A)(2)

Total Shareholding of Promoter and Promoter Group (A) = (A)(1) + (A)(2)



STATEMENT SHOWING OWNERSHIP DISTRIBUTION OF THE PUBLIC SHAREHOLDER

Name of shareholders	IPM	Nos. of Shares	% of Fully Paid-up Equity Shares Held	% of Partly Paid-up Equity Shares Held	% of Partly Paid-up Equity Shares Held Receipt	Total No. of Shares Held	Shareholding Calculated as per SEBI, 1977	Shareholding as a % of (VI)+(VII)+(VIII)	Number of Voting Rights held in each class of securities (CO)			No. of Shares Underlying Outstanding convertible securities (including convertible securities (as a % of total voting Rights)	Shareholding % of total voting Rights	Number of Locked in shares	Number of Shares held or otherwise recorded	Number of Equity Shares held in dematerialized form					
									No. of Voting Rights								No. of Shares Underlying Outstanding convertible securities (including convertible securities (as a % of total voting Rights)	Shareholding % of total voting Rights	Number of Locked in shares	Number of Shares held or otherwise recorded	Number of Equity Shares held in dematerialized form
									Class X	Class Y	Total										
(1)	(II)	(III)	(IV)	(V)	(VI)	(VII)	(VIII)														
Sub-Total (B)(1)																					
(2) Central Government/State Government(s)/President of India																					
Sub-Total (B)(2)																					
(3) Non-Institutions																					
(a) Individuals																					
i) Individual shareholders holding nominal share capital up to Rs. 2 Lakhs.																					
	431	92770			92770	2,954	92770		92770	2,954		2,954					5370				
ii) Individual shareholders holding nominal share capital in excess of Rs. 2 Lakhs.																					
S. PANDA & CO. USARA (P) PRIVATE LIMITED		61195			61195	1,917	61195		61195	1,917		1,917					5945				
PRINCE GROUP		31235			31235	9,943	31235		31235	9,943		9,943					30335				
SHRI RAM DEVI GENERAL		14000			14000	4,618	14000		14000	4,618		4,618					14000				
(b) MFIs registered with SEI																					
(c) Employee Trusts																					
(d) Overseas Depositors (holding DRs) (balancing figure)																					
(e) Any Other																					
Dodds Corporate	19	273025			273025	87,103	273025		273025	87,103		87,103					273025				
RAJESH CORPORATE SOLUTIONS PRIVATE LIMITED		14000			14000	4,618	14000		14000	4,618		4,618					14000				
THE LIMITED		15000			15000	4,777	15000		15000	4,777		4,777					15000				
CHANDRA DEVI PRIVATE LIMITED		30000			30000	9,554	30000		30000	9,554		9,554					30000				
DEVI DEVI INVESTMENTS PRIVATE LIMITED		10000			10000	3,185	10000		10000	3,185		3,185					10000				
FRANCIS ROSE PRIVATE LIMITED		15000			15000	4,777	15000		15000	4,777		4,777					15000				
GAMMA AGENCY PRIVATE LIMITED		15000			15000	4,777	15000		15000	4,777		4,777					15000				
J. H. D. SANKI FINANCE PVT LTD		15000			15000	4,777	15000		15000	4,777		4,777					15000				
KAPILA INVESTMENTS AND FINANCE PRIVATE LIMITED		15000			15000	4,777	15000		15000	4,777		4,777					15000				





STATEMENT SHOWING SHAREHOLDERSHIP OF THE PUBLIC SHAREHOLDER

Name of Shareholders	IPAN	Nos. of Shares	No. of Fully Paid-up Shares	No. of Partly Paid-up Shares	No. of Underlying Depository Receipts	No. of Shares Held	Total Nos. Shares	Shareholding Calculated as per SEBI, 1957	Number of Voting Rights held in each class of securities			No. of Shares Underlying Outstanding	Shareholding % assuming Full Conversion of convertible securities (including share capital) as a % of (A)+(B)+(C)	Number of Locked in shares (C)(II)	Number of Shares pledged or otherwise encumbered (C)(III)	Number of Equity Shares Held in dematerialized form					
									No. of Voting Rights								Total as a % of total voting rights	Number of diluted warrants	Number of shares held	Number of shares held	Number of shares held
									Class X	Class Y	Total										
T. LTD.																					
KUNDESH FINANCE & CONSULTANCY PRIVATE LIMITED			150000				150000	4.777	150000		150000	4.777					150000				
KUNDESH HOLDINGS PRIVATE LIMITED			150000				150000	4.777	150000		150000	4.777					150000				
KUNDESH DISTRIBUTION PRIVATE LIMITED			150000				150000	4.777	150000		150000	4.777					150000				
KUNDESH SALES PRIVATE LIMITED			150000				150000	4.777	150000		150000	4.777					150000				
KUNDESH VENTURES PRIVATE LIMITED			100000				100000	3.185	100000		100000	3.185					100000				
KUNDESH TRADERS & INVESTORS PRIVATE LIMITED			150000				150000	4.777	150000		150000	4.777					150000				
KUNDESH DEALERS PRIVATE LIMITED			150000				150000	4.777	150000		150000	4.777					150000				
KUNDESH VENTURE PARTNERSHIP PRIVATE LIMITED			150000				150000	4.777	150000		150000	4.777					150000				
KUNDESH ENTERPRISE PRIVATE LIMITED			150000				150000	4.777	150000		150000	4.777					150000				
KUNDESH VENTURE LLP			140000				140000	4.459	140000		140000	4.459					140000				
KUNDESH - Individual																					
KUNDESH - Repatriable																					
KUNDESH - Non-Repatriable																					
KUNDESH - Trusts																					
KUNDESH - Clearing Members																					
KUNDESH - IEPF Authority																					
<b>Sub-Total (D)(3)</b>		456	3140000				3140000	100.000	3140000		3140000	100.000					3089150				
<b>Total Public Shareholding (D)</b>		456	3140000				3140000	100.000	3140000		3140000	100.000					3089150				
<b>=(D)(1)+(D)(2)+(D)(3)</b>																					



STATEMENT SHOWING SHAREHOLDING PATTERN OF THE NON PROMOTER - NON PUBLIC SHAREHOLDER

Name of shareholders	IPM	Nos. of (Shareholders)	No. of Fully Paid-up Equity Shares Held	No. of Partly Paid-up Equity Shares Held	No. of Underlying Depository Receipts	No. of Shares Held	Total Nos. Shares	Shareholding Calculated as per SEBI, 1957 (A)+(B)+(C)	Number of Voting Rights held in each class of securities (D)				No. of Shares outstanding	Shareholding as % assuming full conversion of convertible securities (including Warrants) (E)=(F)+(G)+(H)	Number of Locked in shares (I)	Number of Shares pledged or otherwise encumbered (J)	Number of Equity Shares Held in demat form (K)							
									No. of Voting Rights									Total	Total as a % of total voting Rights	Convertible securities (including Warrants)	Number of diluted share capital (L)=(F)+(G)+(H)	Number of total shares held (M)	Number of total shares held (N)	Form Serialized (O)
									Class X	Class Y														
(D)	(E)	(F)	(G)	(H)	(I)	(J)=	(K)+(L)+(M)	(N)																

- (1) Custodian/DF Holder
- (2) Employee Benefit Trust (under SEBI (Share based Employee Benefit) Regulations, 2014

Total Non-Promoter - Non-Public Shareholding (C)=(D)+(E)+(F)+(G)



STATEMENT SHOWING DETAILS OF SIGNIFICANT BENEFICIAL OWNERS (SBOs)

Details of the SBO ( I )			Details of the Registered Owner ( II )		Details of holding/exercise of right of the SBO in the in the reporting company, whether direct or indirect ( III )				
					Whether by virtue of				
Name	IPW / Passport No. in case of a foreign national	Nationality	Name	IPW / Passport No. in case of a foreign national	Shares (%)	Voting Rights (%)	Rights on distributable dividend or any other of (%)	Exercise of control influence	Date of creation/acquisition of significant beneficial interest ( IV )





# RAJESH GHORAWAT

PRACTISING COMPANY SECRETARY

68, R.K.CHATTERJEE ROAD,  
KASBA BAKULTALA, 3<sup>RD</sup> FLOOR,  
KOLKATA-700042  
MOBILE- 9836029000  
Email Id-rgadvisory18@gmail.com

To,  
The Board of Directors,  
Kaushal Investments Ltd  
3, Bentinck Street,  
4th Floor, Room No. D-8  
Kolkata-700001

## RECONCILIATION OF SHARE CAPITAL AUDIT REPORT

(Pursuant to Regulation 76 of SEBI (Depositories and Participants) Regulations, 2018  
r/w SEBI circular dated 31.12.2002)

I have examined the Register of Members, beneficiary details furnished by the Depositories and other records/documents maintained by M/s. Kaushal Investments Ltd and its Registrar and Share Transfer Agent M/s. Niche Technologies Private Limited for issuing this certificate in accordance with Regulation 76 of SEBI (Depositories and Participants) Regulations, 2018, Circular No.D&CC/FITTC/CIR-16/2002 Dated December 31<sup>st</sup> 2002 and Circular CIR/MRD/DP/30/2010 dated September 06, 2010, issued by the Securities and Exchange Board of India.

In my opinion and to the best of my knowledge and according to the information and explanation given to me and based on such verification considered necessary, I hereby certify the following:

1	For Quarter Ended	30.09.2019	
2	ISIN	INE612E01016	
3	Face value	Rs.10/-	
4	Name of the Company	Kaushal Investments Ltd	
5	Registered Office Address	3, Bentinck Street, 4th Floor, Room No. D-8 Kolkata-700 001	
6	Correspondence Address	3, Bentinck Street, 4th Floor, Room No. D-8 Kolkata-700 001	
7	Telephone Nos.	033 22485664	
8	Email address	<a href="mailto:info@kaushalinvest.com">info@kaushalinvest.com</a>	
9	Names of the Stock Exchanges where the Company's securities are listed :	The Calcutta Stock Exchange Limited	
10	Issued Capital	Number of Shares	% of Total Capital
		31,40,000	100%



# RAJESH GHORAWAT

PRACTISING COMPANY SECRETARY

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11	Listed Capital Exchange wise	The Calcutta Stock Exchange Limited	31,40,000	100%
12	Held in dematerialised form in CDSL		1,60,975	5.13%
13	Held in dematerialised form in NSDL		29,28,175	93.25%
14	Physical		50,850	1.62%
15	Total No of Shares (12 + 13 + 14 )		31,40,000	100%
16	Reasons for difference if any, between (10&15), (11&15)			

17. Certifying the details of changes in share capital during the quarter under consideration as per Table below:

Particulars **	No. of shares	Applied/Not Applied for listing	Listed on Stock Exchanges (Specify Names)	Whether intimated to CDSL	Whether intimated to NSDL	In-prin. Appr. Pending for SE (Specify Names)
Nil	Nil	Nil	Nil	Nil	Nil	Nil

\*\* Rights, Bonus, Preferential Issue, Amalgamation, Conversion, Buyback, Capital Reduction Forfeiture, any other (to specify).

18	Register of Members is updated (Yes/No) If not, updated upto which date	Yes		
19	Reference of previous quarter with regards to excess dematerialized shares, if any.	NO SUCH CASES		
20	Has the company resolved the matter mentioned in point no.19 above in the current quarter? If not, reason why?	NOT APPLICABLE		
21	Mentioned the total no. of requests, if any, confirmed after 21 days and the total no. of requests pending beyond 21 days with the reasons for delay :			
	Total No. of demat requests	No. of requests	No. of shares	Reasons for delay
	Confirmed after 21 days	NIL	--	--
	Pending for more than 21 days	NIL	--	--





**RAJESH GHORAWAT**  
**PRACTISING COMPANY SECRETARY**

**68, R.K.CHATTERJEE ROAD,  
KASBA BAKULTALA, 3<sup>RD</sup> FLOOR,  
KOLKATA-700042  
MOBILE- 9836029000  
Email Id-rgadvisory18@gmail.com**

22	Name, Telephone No. of the Compliance Officer of the Co	<b>Ms. Radhika Maheshwari</b> Kaushal Investments Ltd 3, Bentinck Street, 4th Floor, Room No. D-8 Kolkata-700 001 Ph No.: 033 22485664 Email-id: info@kaushalinvest.com
23	Name, Address, Telephone & Regd. No. of the Certifying CS	<b>RAJESH GHORAWAT</b> Practising Company Secretary 68, R. K. Chatterjee Road Kolkata-700042 Mobile No.-9836029000 M. No.F7226 CP No. 20897 Email: rgadvisory18@gmail.com
24	Appointment of common agency for the share registry work	<b>M/s. Niche Technologies Private Limited</b> 3A, Auckland Place, 7 <sup>th</sup> Floor, Room No. 7A & 7B, Kolkata-700017
25	Any other detail that the auditor may like to provide.	NIL

Place: Kolkata  
Date: 12<sup>th</sup> October, 2019



*Rajesh Ghorawat*  
**Rajesh Ghorawat**  
Practising Company Secretary  
M. No. F7226  
CP No. 20897

(UDIN: F007226A000065757)