

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: 31st March, 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 Independent Directors in listed entities including this listed entity [in reference to proviso to Regulation 17A (1)]	Number of memberships 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	-	-	58 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	29.08.2017	-	-	31 Months	26-05-1958	03	03	04	02



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)					
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 NA					
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)
14-11-2019	12-02-2020	Yes		3	89 days
* to be filled in only for the current quarter meetings					



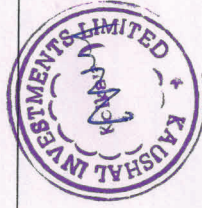
IV. Meetings of Committees						
Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)*	Number of Directors present*	Number of independent directors present*	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days*	
12-02-2020 (Audit Committee)	Yes 1.Mr. Vidhu Bhushan Verma 2.Mr. Jitendra Kumar Goyal 3.Mr. Mahesh Kumar Kejriwal 4. Ms. Ritu Agarwal	4	3	14-11-2019	89	
* 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:						
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.						



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.

✓
Name & Designation: Jitendra Kumar Goyal
Director



Corporate Governance Report

Annexure-II

I. Disclosure on website in terms of Listing Regulations		Compliance Status (Yes/No/NA) refer note below
Item		
Details of business		Yes
Terms and conditions of appointment of independent directors		Yes
Composition of various committees of board of directors		Yes
Code of conduct of board of directors and senior management personnel		Yes
Details of establishment of vigil mechanism/ Whistle Blower policy		Yes
Criteria of making payments to non-executive directors		Yes
Policy on dealing with related party transactions		Yes
Policy for determining 'material' subsidiaries		Yes
Details of familiarization programmes imparted to independent directors		Yes
Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances		Yes
email address for grievance redressal and other relevant details		Yes
Financial results		Yes
Shareholding pattern		Yes
Details of agreements entered into with the media companies and/or their associates		NA
Schedule of analysts or institutional investor meet and presentations made by the listed entity to analysts or institutional investors simultaneously with submission to stock exchange		NA
New name and the old name of the listed entity		NA
Advertisements as per Regulation 47(1)		Yes
Credit rating or revision in credit rating obtained		NA
Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year		Yes
Whether company has provided information under separate section on its website as per regulation 46(2)		Yes
Materiality Policy as per Regulation 30		Yes
Dividend Distribution policy as per Regulation 43A (as applicable)		NA
It is certified that these contents on the website of the listed entity are correct		Yes
Disclosure of notes on website in terms of listing regulations explanatory (Text Block)		Yes



II. Annual Affirmations		
Particulars	Regulation Number	Compliance status (Yes/No/NA) refer note below
Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b) & 25(6)	Yes
Board composition	17(1), 17(1A), & 17(1B)	Yes
Meeting of Board of directors	17(2)	Yes
Quorum of Board Meeting	17(2A)	Yes
Review of Compliance Reports	17(3)	Yes
Plans for orderly succession for appointments	17(4)	Yes
Code of Conduct	17(5)	Yes
Fees/compensation	17(6)	Yes
Minimum Information	17(7)	Yes
Compliance Certificate	17(8)	Yes
Risk Assessment & Management	17(9)	Yes
Performance Evaluation of Independent Directors	17(10)	Yes
Recommendation of Board	17(11)	Yes
Maximum Number of Directorship	17A	Yes
Composition of Audit Committee	18(1)	Yes
Meeting of Audit Committee	18(2)	Yes
Composition of nomination & remuneration committee	19(1) & (2)	Yes
Quorum of nomination & remuneration committee meeting	19(2A)	Yes
Meeting of nomination & remuneration committee	19(3A)	Yes
Composition of Stakeholder Relationship Committee	20(1), 20(2) & 20(2A)	Yes
Meeting of Stakeholder Relationship Committee	20(3A)	Yes
Composition and role of risk management committee	21(1), (2), (3), (4)	N.A
Meeting of Risk Management Committee	21(3A)	NA
Vigil Mechanism	22	Yes
Policy for related party Transaction	23(1), (1A), (5), (6), (7) & (8)	Yes
Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes
Approval for material related party transactions	23(4)	Yes



Corporate Governance Report

Annexure-II

Disclosure of Related Party Transaction on consolidated basis	23(9)	Yes
Composition of Board of Directors of unlisted material Subsidiary	24(1)	NA
Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	Yes
Annual Secretarial Compliance Report	24(A)	Yes
Alternate Director to Independent Director	25(1)	NA
Maximum Tenure	25(2)	Yes
Meeting of independent directors	25(3) & (4)	Yes
Familiarization of independent directors	25(7)	Yes
Declaration from Independent Director	25(8) & (9)	Yes
D & O Insurance for Independent Directors	25(10)	NA
Memberships in Committees	26(1)	Yes
Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes
Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes
Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes

Note

- 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

III Affirmations: The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied.

✓
Name & Designation: **Jitendra Kumar Goyal**
Director

