

**CORPORATE GOVERNANCE REPORT TO BE SUBMITTED ON QUARTERLY BASIS**

1. Name of Listed Entity : KISAN MOULDINGS LIMITED
2. Quarter ending : 30<sup>th</sup> September, 2019

I. Composition of Board of Directors											
Title (Mr. / Ms/ Mrs. )	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 of Director in Months	No. of Directors in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No. of Independent Directors 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 Regulation)	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.	Sanjeev Amarnath Aggarwal	AFTPA1830N & 00064076	Chairperson – Executive	30.08.2005	01-04-2019	-	-	1 (One)	-	1 (One)	-
Mr.	Rishav Sanjeev Aggarwal	AFTPA1573N & 05155607	Executive	22.08.2017	-	-	-	1 (One)	-	1 (One)	-
Mr.	Upendra Hosdurg Sundar Kamath	AAFPAK7818M & 02648119	Non-Executive - Independent Director	22.08.2017	-	-	26 Months	3 (Three)	3 (Three)	4 (Four)	2 (Two)
Mr.	Praveenkumar Ramniranjan Tripathi	ABFPT6266M & 03154381	Non-Executive-Independent Director	10.01.2018	-	-	21 Months	2 (Two)	2 (Two)	2 (Two)	1 (One)



Mrs.	Urvashi Anand Dharadhar	AAEPD1427C & 08279196	Non-Executive-Independent Director	14.11.2018	-	-	11 Months	1 (One)	1 (One)	1 (One)	-
Mr.	Sunil Badriprasad Goyal	AADPG7780L & 00503570	Non-Executive – (Non Independent) Director	24.12.2005	-	04-09-2019	-	3 (Three)	2 (Two)	3 (Three)	-

\* 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. Sunil Goyal (DIN: 00503570), Non-Executive Non-Independent Director of the Company, has been resigned his directorship from the Board of the Company w.e.f. closing of business hours on September 04, 2019. Consequently his position of Member has been ceased in Audit Committee, Nomination & Remuneration Committee and Preferential Issue Committee of the Company with aforesaid effect.

**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	Mr. Upendra Hosdurg Sundar Kamath Mr. Sunil Goyal* Mr. Praveenkumar Ramniranjan Tripathi Mrs. Urvashi Anand Dharadhar	Chairperson - Non-Executive- Independent Director Member- Non-Executive (Non Independent) Director Member- Non-Executive-Independent Director Member- Non- Executive-Independent Director	22.08.2017 28.01.2006 12.02.2018 14.11.2018	N.A. 04-09-2019 N.A. N.A.
2. Nomination & Remuneration Committee	Mr. Upendra Hosdurg Sundar Kamath Mr. Sunil Goyal* Mr. Praveenkumar Ramniranjan Tripathi Mrs. Urvashi Anand Dharadhar*	Chairperson - Non-Executive- Independent Director Member- Non- Executive (Non Independent) Director Member- Non-Executive-Independent Director Member- Non-Executive-Independent Director	22.08.2017 28.01.2006 25.09.2018 10.09.2019	N.A. 04-09-2019 N.A. N.A.
3. Stakeholders Relationship Committee	Mr. Upendra Hosdurg Sundar Kamath Mr. Sanjeev Amarnath Aggarwal Mr. Rishav Sanjeev Aggarwal	Chairperson - Non-Executive- Independent Director Member- Executive Director Member- Executive Director	25.09.2018 06.02.2016 22.08.2017	N.A. N.A. N.A.




<p>4. Other Committee</p> <p>a. Executive Committee</p> <p>b. Preferential Issue Committee</p>	<p>Mr. Sanjeev Amarnath Aggarwal Mr. Rishav Sanjeev Aggarwal</p> <p>Mr. Sanjeev Amarnath Aggarwal* Mrs. Urvashi Anand Dharadhar*</p>	<p>Chairperson - Executive Director Member- Executive Director</p> <p>Chairperson - Executive Director Member - Non- Executive - Independent Director</p>	<p>N.A. N.A.</p> <p>N.A. N.A.</p>	<p>N.A. N.A.</p> <p>N.A. N.A.</p>																								
<p><b>*Note:</b></p> <p>1. As Mr. Sunil Goyal (DIN: 00503570), Non-Executive Director (Non-Independent) of the Company, has tendered his resignation from the Board of Directors of the Company with effect from closing of business hours on September 04, 2019. Consequently his membership in Audit Committee, Nomination &amp; Remuneration Committee and Preferential Issue Committee ceased to exist with aforesaid effect.</p> <p>2. The Board of Directors at their meeting held on September 10, 2019 appointed Mrs. Urvashi Anand Dharadhar (DIN: 08279196), Independent Director as Member in Nomination and Remuneration Committee and Preferential Issue Committee and Mr. Sanjeev Aggarwal (DIN: 00064076), Chairman &amp; Managing Director as Chairman of Preferential Issue Committee with effect from September 10, 2019.</p>																												
<p><b>III. Meeting of Board of Directors</b></p> <table border="1"> <thead> <tr> <th>Date(s) of Meeting in the previous quarter</th> <th>Date(s) of Meeting in the relevant quarter</th> <th>Maximum gap between any two consecutive ( in number of days)</th> <th>Whether requirement of Quorum met (Yes/No)</th> <th>*No. of Directors Present</th> <th>*No. of Independent Directors attending the meeting</th> </tr> </thead> <tbody> <tr> <td>21.05.2019</td> <td>01.07.2019</td> <td>40</td> <td>Yes</td> <td>6</td> <td>3</td> </tr> <tr> <td></td> <td>14.08.2019</td> <td>43</td> <td>Yes</td> <td>5</td> <td>2</td> </tr> <tr> <td></td> <td>10.09.2019</td> <td>26</td> <td>Yes</td> <td>4</td> <td>2</td> </tr> </tbody> </table> <p>*to be filled in only for the current quarter meeting</p>					Date(s) of Meeting in the previous quarter	Date(s) of Meeting in the relevant 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	21.05.2019	01.07.2019	40	Yes	6	3		14.08.2019	43	Yes	5	2		10.09.2019	26	Yes	4	2
Date(s) of Meeting in the previous quarter	Date(s) of Meeting in the relevant 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																							
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<p><b>IV. Meeting of Committees</b></p> <table border="1"> <thead> <tr> <th>Date(s) of meeting of the committee in the relevant quarter</th> <th>Whether requirement of Quorum met (details)</th> <th>Date(s) of meeting of the committee in the previous quarter</th> <th>Maximum gap between any two consecutive meetings in number of days</th> <th>*No. of Directors Present</th> <th>*No. of Independent Directors attending the meeting</th> </tr> </thead> <tbody> <tr> <td>14.08.2019</td> <td>Yes</td> <td>21.05.2019</td> <td>84 days</td> <td>3</td> <td>2</td> </tr> </tbody> </table> <p>*to be filled in only for the current quarter meeting</p> <p><b>Nomination &amp; Remuneration Committee</b></p> <table border="1"> <tbody> <tr> <td>14.08.2019</td> <td>Yes</td> <td>21.05.2019</td> <td>84 days</td> <td>2</td> <td>1</td> </tr> </tbody> </table> <p>*to be filled in only for the current quarter meeting</p>					Date(s) of meeting of the committee in the relevant 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	14.08.2019	Yes	21.05.2019	84 days	3	2	14.08.2019	Yes	21.05.2019	84 days	2	1						
Date(s) of meeting of the committee in the relevant 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																							
14.08.2019	Yes	21.05.2019	84 days	3	2																							
14.08.2019	Yes	21.05.2019	84 days	2	1																							



Stakeholders Relationship Committee			
14.08.2019	Yes	21.05.2019	84 days
*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: -			
<b>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</b>			
I. Affirmations			
Particulars	Regulation Number	Compliance Status (Yes/No/NA)	
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 Stakeholders 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
<p>* Mr. H.S Upendra Kamath (Independent Director) being Chairman of Audit Committee, Nomination &amp; Remuneration Committee and Stakeholders Relationship Committee of the Board of Directors of the Company has authorised Mrs. Urvasi Ananad Dharadhar- Additional Director (Independent) to attend and represent Audit Committee and Nomination &amp; Remuneration Committee and Mr. Sanjeev Aggarwal, Chairman and Managing Director to attend and represent Stakeholders Relationship Committee in the 30th Annual General Meeting of the Company held on 21.09.2019 on his behalf.</p> <p><b>Note:</b> 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.</p> <p>If status is "No" details of non-compliance may be given here.</p> <p>If the Listed Entity would like to provide any other information the same may be indicated here.</p>		
<p>Name &amp; Designation</p>  <p><b>Dharak Mehta</b> Company Secretary &amp; Compliance Officer October 14, 2019</p>		