ANNEXURE-I

Quarterly Compliance Report on Corporate Governance

As per Regulation 27(2) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

Name of Listed Entity	KIRAN VYAPAR LIMITED
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)&	Date of Birth	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Appointment in the current term /~~cessation~~	Tenure* (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 Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)
Mr.	Lakshmi Niwas Bangur	ADJPB0981H 00012617	Chairman - Non Executive Non Independent	26-08-1949	NA	-	10-09-2013	9/10/2013	NA	3	0	6	2
Mr.	Shreeyash Bangur	AEBPB8449R 00012825	Managing Director - Executive	01-06-1980	NA	-	22-11-2011	11/4/2019	NA	2	0	1	0
Ms.	Sheetal Bangur	AIAPB0180G 00003541	Non Executive Non Independent	17-12-1973	NA	-	27-03-2015	3/27/2015	NA	2	0	0	0
Mr.	Amitav Kothari	AEOPK3738D 01097705	Non Executive - Independent	10-12-1952	NA	-	15-10-2013	9/9/2019	78	3	3	6	2
Mr.	Bhaskar Banerjee	AEDPB6225R 00013612	Non Executive - Independent	18-12-1945	Yes	09-09-2019	15-10-2013	9/9/2019	78	2	2	8	5
Mr.	Rajiv Kapasi	AENPK6829C 02208714	Non Executive - Independent	06-01-1975	NA	-	15-10-2013	9/9/2019	78	2	2	8	1

$ PAN number of any director would not be displayed on the website of the stock exchange

&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.

Whetehr regular chairperson appointed	Yes	**Wheteher Chairperson is related to MD or CEO**	Yes

ANNEXURE-I

II. Composition of Committees

Name of Committee	Whether Regular Chairperson Appointed	Name of the Committee Members	Date of Appointment	Date of Cessation	Category (Chairperson / Executive / NonExecutive / Independent/Nominee)$
1. Audit Committee	Yes	Amitav Kothari	15.10.2013	-	Chairperson - Independent - Non Executive
		Bhaskar Banerjee	15.10.2013	-	Independent - Non Executive
		Rajiv Kapasi	31.07.2017	-	Independent - Non Executive
		Lakshmi Niwas Bangur	27.03.2015	-	Non Executive Non Independent
2. Nomination & Remuneration Committee	Yes	Bhaskar Banerjee	15.10.2013	-	Chairman-Independent - Non Executive
		Rajiv Kapasi	15.10.2013	-	Independent - Non Executive
		Lakshmi Niwas Bangur	15.10.2013	-	Non Executive Non Independent
3. Risk Management Committee(if applicable)	-	NA			
4. Stakeholders Relationship Committee	Yes	Bhaskar Banerjee	15.10.2013	-	Chairman-Independent - Non Executive
		Rajiv Kapasi	15.10.2013	-	Independent - Non Executive
		Lakshmi Niwas Bangur	15.10.2013	-	Non Executive Non Independent
5. Corporate Social Responsibility Committee	Yes	Lakshmi Niwas Bangur	29.05.2014	-	Chairman-Non Executive Non Independent
		Shreeyash Bangur	29.05.2014	-	Executive
		Bhaskar Banerjee	29.05.2014	-	Independent - Non Executive

[&]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*	No. of Director Present*	No. of Independent Directors present*	Maximum gap between any two consecutive
09.11.2019	-	Yes - Requisite Quorum present.	-	-	26
06.12.2019	08.02.2020	Yes - Requisite Quorum present.	5	2	63

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

IV. Meeting of Committees

Name of the Committee	Date(s) of meeting of the committee in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter	Whether requirement of Quorum met*	No. of Director Present*	No. of Independent Directors present*	Maximum gap between any two consecutive
Audit Committee	09.11.2019	08.02.2020	Yes - Requisite Quorum present.	3	2	90
Stakeholders Relationship Committee	09.11.2019	08.02.2020	Yes - Requisite Quorum present.	2	1	90

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

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	Yes
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by 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

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 - 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.
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 Board of Directors may be mentioned here: No comments by the Board of Directors for the previous quarter and this report will be placed before the Board of Directors in their next meeting.

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.

For Kiran Vyapar Limited
S/d
Pradip Kumar Ojha
Company Secretary
Contact No : +91 9748791727
Date : 14.05.2020
Place : Kolkata

KIRAN VYAPAR LIMITED

ANNEXURE II

Format to be submitted by listed entity at the end of the financial year (for the whole of financial year)

I. Disclosure on website in terms of Listing Regulations		
Item	***Compliance status***	***Web Address***
Details of business	Yes	http://www.lnbgroup.com/kiran/index.php
Terms and conditions of appointment of independent directors	Yes	http://www.lnbgroup.com/kiran/investors.php
Composition of various committees of board of directors	Yes	http://www.lnbgroup.com/kiran/annual-reports.php
Code of conduct of board of directors and senior management personnel	Yes	http://www.lnbgroup.com/kiran/investors.php
Details of establishment of vigil mechanism/ Whistle Blower policy	Yes	http://www.lnbgroup.com/kiran/investors.php
Criteria of making payments to non-executive directors	Yes	http://www.lnbgroup.com/kiran/annual-reports.php
Policy on dealing with related party transactions	Yes	http://www.lnbgroup.com/kiran/policies.php
Policy for determining 'material' subsidiaries	Yes	http://www.lnbgroup.com/kiran/policies.php
Details of familiarization programmes imparted to independent directors	Yes	http://www.lnbgroup.com/kiran/investors.php
Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes	http://www.lnbgroup.com/kiran/contactus.php
email address for grievance redressal and other relevant details	Yes	http://www.lnbgroup.com/kiran/contactus.php
Financial results	Yes	http://www.lnbgroup.com/kiran/financials.php
Shareholding pattern	Yes	http://www.lnbgroup.com/kiran/shareholding-patterns.php
Details of agreements entered into with the media companies and/or their associates	NA	
Schedule of analyst 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	https://www.lnbgroup.com/kiran/investors.php
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	https://www.lnbgroup.com/kiran/Subsidiary_Accounts_2018_19.php
Whether company has provided information under separate section on its website as per Regulation 46(2)	Yes	https://www.lnbgroup.com/kiran/investors.php
Materiality Policy as per Regulation 30	Yes	https://www.lnbgroup.com/kiran/policies.php
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	https://www.lnbgroup.com/kiran/investors.php
Disclosure of notes on website in terms of Listing Regulations explantory	N.A.	

II Annual Affirmations

Particulars	***Regulation Number***	**Compliance status (Yes/No/NA)**
Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b) &	Yes
Board composition	*17(1), 17(1A) &*	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 Directorships	*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 and Remuneration Committee meeting	*19(2A)*	Yes
Meeting of Nomination and Remuneration Committee	*19(3A)*	Yes
Composition of Stakeholder Relationship Committee	*20(1), 20(2) &*	Yes
Meeting of Stakeholders Relationship Committee	*20(3A)*	Yes
Composition and role of risk management committee	*21(1),(2),(3),(4*	NA
Meeting of Risk Management Committee	*21(3A)*	NA
Vigil Mechanism	*22*	Yes
Policy for related party Transaction	*23(1),(1A),(5),(*	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
Disclosure of related party transactions on consolidated basis	*23(9)*	Yes
Composition of Board of Directors of unlisted material Subsidiary	*24(1)*	Yes
Other Corporate Governance requirements with respect to subsidiary of listed entity	*24(2),(3),(4),(5*	Yes
Annual Secretarial Compliance Report	*24(A)*	Yes
Alternate Director to Independent Director	*25(1)*	Yes
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)*	Yes
Memberships in Committees	*26(1)*	Yes
Affirmation with compliance to code of conduct from members of Board of Directors and Senior management	*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.

Kiran Vyapar Limited
S/d
(Pradip Kumar Ojha)
Company Secretary
Contact No. +91 9748791727
Date: 14.05.2020
Place: Kolkata