

**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   |                                                                                         |                                                                |                     |                                                                                                                                    |                                                                                                                                                                   |                                                                                                                                                                                               |
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| Quarter ending                                                                                                                                                                                                                                                                                                                                                                                   |                      | 31st December, 2018    |                                                                                         |                                                                |                     |                                                                                                                                    |                                                                                                                                                                   |                                                                                                                                                                                               |
| I. Composition of Board of Directors                                                                                                                                                                                                                                                                                                                                                             |                      |                        |                                                                                         |                                                                |                     |                                                                                                                                    |                                                                                                                                                                   |                                                                                                                                                                                               |
| Title<br>(Mr./<br>Ms.)                                                                                                                                                                                                                                                                                                                                                                           | Name of the Director | PAN <sup>5</sup> & DIN | Category<br>(Chairperson<br>/Executive /Non-<br>Executive/<br>Independent<br>/Nominee)& | Date of<br>Appointment<br>in the current<br>term<br>/cessation | Tenure*<br>(Months) | No of Directorship in listed<br>entities including this listed<br>entity<br><br>(Refer Regulation 25(1) of<br>Listing Regulations) | Number of<br>memberships in<br>Audit/ Stakeholder<br>Committee(s)<br>including this listed<br>entity<br><br>(Refer Regulation<br>26(1) of Listing<br>Regulations) | No of post of<br>Chairperson in Audit/<br>Stakeholder<br>Committee held in<br>listed entities<br>including this listed<br>entity<br><br>(Refer Regulation<br>26(1) of Listing<br>Regulations) |
| Mr.                                                                                                                                                                                                                                                                                                                                                                                              | Lakshmi Niwas Bangur | ADJPB0981H<br>00012617 | Chairman - Non<br>Executive Non<br>Independent                                          | 10/09/2013                                                     | NA                  | 3                                                                                                                                  | 6                                                                                                                                                                 | 2                                                                                                                                                                                             |
| Mr.                                                                                                                                                                                                                                                                                                                                                                                              | Shreeyash Bangur     | AEBPB8449R<br>00012825 | Managing Director<br>- Executive                                                        | 22/11/2011                                                     | NA                  | 2                                                                                                                                  | 1                                                                                                                                                                 | 0                                                                                                                                                                                             |
| Ms.                                                                                                                                                                                                                                                                                                                                                                                              | Sheetal Bangur       | AIAPB0180G<br>00003541 | Non Executive Non<br>Independent                                                        | 27/03/2015                                                     | NA                  | 2                                                                                                                                  | 0                                                                                                                                                                 | 0                                                                                                                                                                                             |
| Mr.                                                                                                                                                                                                                                                                                                                                                                                              | Amitav Kothari       | AEOPK3738D<br>01097705 | Non Executive -<br>Independent                                                          | 10/09/2014                                                     | 51                  | 3                                                                                                                                  | 5                                                                                                                                                                 | 2                                                                                                                                                                                             |
| Mr.                                                                                                                                                                                                                                                                                                                                                                                              | Bhaskar Banerjee     | AEDPB6225R<br>00013612 | Non Executive -<br>Independent                                                          | 10/09/2014                                                     | 51                  | 2                                                                                                                                  | 8                                                                                                                                                                 | 5                                                                                                                                                                                             |
| Mr.                                                                                                                                                                                                                                                                                                                                                                                              | Rajiv Kapasi         | AENPK6829C<br>02208714 | Non Executive -<br>Independent                                                          | 10/09/2014                                                     | 51                  | 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<br>* 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<br>any cooling off period. |                      |                        |                                                                                         |                                                                |                     |                                                                                                                                    |                                                                                                                                                                   |                                                                                                                                                                                               |



| II. Composition of Committees                                                                                                                                                        |                                                                                                                                                                                                            |                   |                           |                                                                                         |
|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|-------------------|---------------------------|-----------------------------------------------------------------------------------------|
| Name of Committee                                                                                                                                                                    | Date of Appointment                                                                                                                                                                                        | Date of Cessation | Name of Committee members | Category<br>(Chairperson / Executive / NonExecutive / Independent/Nominee) <sup>§</sup> |
| 1. Audit Committee                                                                                                                                                                   | 15/10/2013                                                                                                                                                                                                 | -                 | Mr. Amitav Kothari        | Chairperson - Independent - Non Executive                                               |
|                                                                                                                                                                                      | 15/10/2013                                                                                                                                                                                                 | -                 | Mr. Bhaskar Banerjee      | Independent - Non Executive                                                             |
|                                                                                                                                                                                      | 27/03/2015                                                                                                                                                                                                 | -                 | Mr. Rajiv Kapasi          | Independent - Non Executive                                                             |
|                                                                                                                                                                                      | 31/07/2017                                                                                                                                                                                                 | -                 | Mr. Lakshmi Niwas Bangur  | Non Executive Non Independent                                                           |
|                                                                                                                                                                                      | 15/10/2013                                                                                                                                                                                                 | -                 | Mr. Bhaskar Banerjee      | Chairperson-Independent - Non Executive                                                 |
| 2. Nomination & Remuneration Committee                                                                                                                                               | 15/10/2013                                                                                                                                                                                                 | -                 | Mr. Rajiv Kapasi          | Independent - Non Executive                                                             |
|                                                                                                                                                                                      | 15/10/2013                                                                                                                                                                                                 | -                 | Mr. Lakshmi Niwas Bangur  | Non Executive Non Independent                                                           |
| 3. Risk Management Committee(if applicable)                                                                                                                                          | Not Applicable as per SEBI (LODR) Regulations, 2015 but the Company has the Risk Management Committee constituted as per Non Banking Financial Companies - Corporate Governance (Reserve Bank) Directions. |                   |                           |                                                                                         |
| 4. Stakeholders Relationship Committee                                                                                                                                               | 15/10/2013                                                                                                                                                                                                 | -                 | Mr. Bhaskar Banerjee      | Chairperson-Independent - Non Executive                                                 |
|                                                                                                                                                                                      | 15/10/2013                                                                                                                                                                                                 | -                 | Mr. Rajiv Kapasi          | Independent - Non Executive                                                             |
|                                                                                                                                                                                      | 15/10/2013                                                                                                                                                                                                 | -                 | Mr. Lakshmi Niwas Bangur  | Non Executive Non Independent                                                           |
| 5. Corporate Social Responsibility Committee                                                                                                                                         | 29/05/2014                                                                                                                                                                                                 | -                 | Mr. Lakshmi Niwas Bangur  | Chairperson-Non Executive Non Independent                                               |
|                                                                                                                                                                                      | 29/05/2014                                                                                                                                                                                                 | -                 | Mr. Shreeyash Bangur      | Executive                                                                               |
|                                                                                                                                                                                      | 29/05/2014                                                                                                                                                                                                 | -                 | Mr. Bhaskar Banerjee      | Independent - Non Executive                                                             |
| <sup>§</sup> 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 | Maximum gap between any two consecutive (in number of days) |                                                                     |  |
| 13.09.2018                                                  | 08.12.2018                                          | 85 days                                                     |                                                                     |  |
| Date(s) of Meeting of the Committee in the previous quarter | Whether requirement of Quorum met (details)         | Date(s) of meeting of the committee in the relevant quarter | Maximum gap between any two consecutive meetings in number of days* |  |
| Audit Committee - 11-08-2018                                | Yes - Requisite quorum was present.                 | -                                                           | 32 days                                                             |  |
| Audit Committee - 13-09-2018                                | Yes - Requisite quorum was present.                 | 08-12-2018                                                  | 85 days                                                             |  |
| Stakeholders Relationship Committee -13-09-2018             | Yes - Requisite quorum was present.                 | 08-12-2018                                                  | 85 days                                                             |  |

\* 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                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                               |                               |
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| 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                           |
| <b>VI. Affirmations</b>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     |                               |
| <p>1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.</p> <p>2. The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015</p> <p>a. Audit Committee</p> <p>b. Nomination &amp; Remuneration committee</p> <p>c. Stakeholders Relationship committee</p> <p>d. Risk Management Committee - Not Applicable</p> <p>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.</p> <p>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.</p> <p>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.</p> |                               |
| <p>For Kiran Vyapar Limited</p> <p></p> <p>Pradip Kumar Ojha<br/>Company Secretary &amp; Compliance Officer<br/>Date : 15.01.2019<br/>Place : Kolkata</p> <p></p>                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                                     |                               |