

**General information about company**

Scrip code	522287
NSE Symbol	KALPATPOWR
MSEI Symbol	NOTAPPLICABLE
ISIN	INE220B01022
Name of the entity	KALPATARU POWER TRANSMISSION LIMITED
Date of start of financial year	01-04-2018
Date of end of financial year	31-03-2019
Reporting Quarter	Yearly
Date of Report	31-03-2019
Risk management committee	Not Applicable

## Annexure I

### Annexure I to be submitted by listed entity on quarterly basis

#### I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory											Textual Information(1)				
Wether the listed entity has a Regular Chairperson											Yes				
Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of appointment in the current term	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 25(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)	Notes for not providing PAN	Notes for not providing DIN
1	Mr	Mofatraj P. Munot	AFHPM3594B	00046905	Executive Director	Chairperson related to Promoter		01-04-2017			2	1	0		
2	Mr	Parag M. Munot	AADPM8911H	00136337	Non-Executive - Non Independent Director	Not Applicable		30-09-1991			1	2	0		
3	Mr	Sajjanraj Mehta	AAEPM6523G	00051497	Non-Executive - Independent Director	Not Applicable		01-04-2014		60	1	2	1		
4	Mr	Vimal Bhandari	ABJPB8612R	00001318	Non-Executive - Independent Director	Not Applicable		01-04-2014		60	5	4	1		

## Annexure I to be submitted by listed entity on quarterly basis

### I. Composition of Board of Directors

#### Disclosure of notes on composition of board of directors explanatory

Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of appointment in the current term	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 25(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)	Notes for not providing PAN	Notes for not providing DIN
5	Mr	Narayan K. Seshadri	AAVPS2486D	00053563	Non-Executive - Independent Director	Not Applicable		01-04-2014		60	7	6	3		
6	Mr	K. V. Mani	AADPM2170Q	00533148	Non-Executive - Independent Director	Not Applicable		01-04-2014		60	2	2	1		
7	Ms	Anjali Seth	AAIPS7378B	05234352	Non-Executive - Independent Director	Not Applicable		19-05-2017		22	6	5	1		
8	Mr	Imtiaz Kanga	AADPK6541M	00136272	Non-Executive - Non Independent Director	Not Applicable		08-03-2016			1	0	0		

**Annexure I to be submitted by listed entity on quarterly basis**

**I. Composition of Board of Directors**

**Disclosure of notes on composition of board of directors explanatory**

Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of appointment in the current term	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 25(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)	Notes for not providing PAN	Notes for not providing DIN
9	Mr	Manish Mohnot	AALPM7291E	01229696	Executive Director	Not Applicable	CEO-MD	01-06-2015			2	3	0		
10	Mr	Sanjay Dalmia	AACPD3742N	03469908	Executive Director	Not Applicable		08-08-2018			1	0	0		

### Text Block

Textual Information(1)

1. Number of memberships in Audit / Stakeholder Committee (s) including this listed entity includes those

Committee(s) wherein the particular Director is either a member or Chairman of Audit / Stakeholder's Relationship Committee of Public Limited Companies and listed entities and membership / chairmanship held in Committees in Private Limited Companies is not considered.

2. Ms. Anjali Seth, erstwhile Non-Independent Director of the Company resigned from the Board of Directors of the Company w.e.f. closing business hours of 18th May, 2017 and consequent thereafter, she was appointed as an Additional Director in the category of Independent Director for a period of 3 (three) years w.e.f. 19th May, 2017. Accordingly, in the column "Date of appointment in the current term" date is mentioned as 19-05-2017. Further the column "Tenure of Director (in months)" does not accept decimal figures. Hence Tenure is mentioned as 22 months being completed months in the Tenure.

## Annexure 1

### II. Composition of Committees

Disclosure of notes on composition of committees explanatory	Textual Information(1)
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### Annexure 1 Text Block

Textual Information(1)

In reference to Nomination and Remuneration Committee and Stakeholder's Relationship Committee, both the Committees were renamed w.e.f. 29th May, 2014 in view of revised requirement of Clause 49 of the Listing Agreement and as per Section 178 of the Companies Act, 2013. Accordingly, 29th May, 2014 has been considered as the date of appointment of Director as a member / chairperson of Nomination and Remuneration Committee and Stakeholder's Relationship Committee.

Audit Committee Details							
Whether the Audit Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00051497	Sajjanraj Mehta	Non-Executive - Independent Director	Chairperson	28-06-2001		
2	00046905	Mofatraj P. Munot	Executive Director	Member	28-06-2001		
3	00001318	Vimal Bhandari	Non-Executive - Independent Director	Member	31-10-2003		
4	00053563	Narayan K. Seshadri	Non-Executive - Independent Director	Member	29-07-2009		



Nomination and remuneration committee							
Whether the Nomination and remuneration committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00001318	Vimal Bhandari	Non-Executive - Independent Director	Chairperson	29-05-2014		
2	00046905	Mofatraj P. Munot	Executive Director	Member	29-05-2014		
3	00051497	Sajjanraj Mehta	Non-Executive - Independent Director	Member	29-05-2014		

Stakeholders Relationship Committee							
Whether the Stakeholders Relationship Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00533148	K. V. Mani	Non-Executive - Independent Director	Chairperson	29-05-2014		
2	01229696	Manish Mohnot	Executive Director	Member	29-05-2014		
3	00136337	Parag M. Munot	Non-Executive - Non Independent Director	Member	30-05-2015		

Risk Management Committee							
Whether the Risk Management Committee has a Regular Chairperson							
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks

Corporate Social Responsibility Committee							
Whether the Corporate Social Responsibility Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00051497	Mr. Sajjanraj Mehta	Non-Executive - Independent Director	Chairperson	29-05-2014		
2	00046905	Mr. Mofatraj P. Munot	Executive Director	Member	29-05-2014		
3	00136337	Mr. Parag M. Munot	Non-Executive - Non Independent Director	Member	30-05-2015		
4	01229696	Mr. Manish Mohnot	Executive Director	Member	29-05-2014		

Other Committee						
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks

## Annexure 1

### Annexure 1

#### III. Meeting of Board of Directors

Disclosure of notes on meeting of board of directors explanatory				
Sr	Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting (if any) in the current quarter	Maximum gap between any two consecutive (in number of days)	Notes for not providing Date
1	31-10-2018			
2		07-01-2019	67	
3		01-02-2019	24	
4		22-03-2019	48	

## Annexure 1

### IV. Meeting of Committees

Disclosure of notes on meeting of committees explanatory								
Sr	Name of Committee	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (Yes/No)	Requirement of Quorum met	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings (in number of days)	Name of other committee	Reason for not providing date
1	Audit Committee	07-01-2019	Yes		31-10-2018	67		
2	Audit Committee	01-02-2019	Yes					In the previous quarter, 1 Audit Committee meeting was held on 31st October, 2018 and in the current quarter, 3 Audit Committee meetings were held i.e. on 7th January, 2019, 1st February, 2019 and 22nd March, 2019.
3	Audit Committee	22-03-2019	Yes					In the previous quarter, 1 Audit Committee meeting was held on 31st October, 2018 and in the current quarter, 3 Audit Committee meetings were held i.e. on 7th January, 2019, 1st February, 2019 and 22nd March, 2019.
4	Nomination and remuneration committee	01-02-2019	Yes					No Nomination and Remuneration Committee was held during previous quarter ended 31st December, 2018
5	Nomination and remuneration committee	22-03-2019	Yes					No Nomination and Remuneration Committee was held during previous quarter ended 31st December, 2018
6	Corporate Social Responsibility Committee	01-02-2019	Yes		31-10-2018	92		

## Annexure 1

### IV. Meeting of Committees

Sr	Name of Committee	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (Yes/No)	Requirement of Quorum met	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings (in number of days)	Name of other committee	Reason for not providing date
7	Stakeholders Relationship Committee	01-02-2019	Yes		31-10-2018	92		



## Annexure 1

### V. Related Party Transactions

Sr	Subject	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Whether prior approval of audit committee obtained	Yes	
2	Whether shareholder approval obtained for material RPT	NA	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	

## Annexure 1

### VI. Affirmations

Sr	Subject	Compliance status (Yes/No)
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
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	Yes
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	Yes
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 100 listed entities)	NA
6	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
7	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.	Yes
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes

### Annexure 1

Sr	Subject	Compliance status
1	Name of signatory	Basant Kumar Parasramka
2	Designation	Compliance Officer

## Annexure II

Annexure II 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

Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
1	Details of business	Yes		www.kalpatarupower.com
2	Terms and conditions of appointment of independent directors	Yes		www.kalpatarupower.com
3	Composition of various committees of board of directors	Yes		www.kalpatarupower.com
4	Code of conduct of board of directors and senior management personnel	Yes		www.kalpatarupower.com
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		www.kalpatarupower.com
6	Criteria of making payments to non-executive directors	Yes		www.kalpatarupower.com
7	Policy on dealing with related party transactions	Yes		www.kalpatarupower.com
8	Policy for determining 'material' subsidiaries	Yes		www.kalpatarupower.com
9	Details of familiarization programmes imparted to independent directors	Yes		www.kalpatarupower.com

## Annexure II

Annexure II 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

Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
10	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		www.kalpatarupower.com
11	email address for grievance redressal and other relevant details	Yes		www.kalpatarupower.com
12	Financial results	Yes		www.kalpatarupower.com
13	Shareholding pattern	Yes		www.kalpatarupower.com
14	Details of agreements entered into with the media companies and/or their associates	NA		
15	New name and the old name of the listed entity	NA		

## Annexure II

### II. Annual Affirmations

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b) & 25(6)	Yes	
2	Board composition	17(1)	Yes	
3	Meeting of Board of directors	17(2)	Yes	
4	Review of Compliance Reports	17(3)	Yes	
5	Plans for orderly succession for appointments	17(4)	Yes	
6	Code of Conduct	17(5)	Yes	
7	Fees/compensation	17(6)	Yes	
8	Minimum Information	17(7)	Yes	
9	Compliance Certificate	17(8)	Yes	
10	Risk Assessment & Management	17(9)	Yes	

## Annexure II

### II. Annual Affirmations

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
11	Performance Evaluation of Independent Directors	17(10)	Yes	
12	Composition of Audit Committee	18(1)	Yes	
13	Meeting of Audit Committee	18(2)	Yes	
14	Composition of nomination & remuneration committee	19(1) & (2)	Yes	
15	Composition of Stakeholder Relationship Committee	20(1) & (2)	Yes	
16	Composition and role of risk management committee	21(1),(2),(3), (4)	NA	
17	Vigil Mechanism	22	Yes	
18	Policy for related party Transaction	23(1),(5),(6), (7) & (8)	Yes	
19	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes	
20	Approval for material related party transactions	23(4)	NA	

## Annexure II

### II. Annual Affirmations

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
21	Composition of Board of Directors of unlisted material Subsidiary	24(1)	NA	
22	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3), (4),(5) & (6)	Yes	
23	Maximum Directorship & Tenure	25(1) & (2)	Yes	
24	Meeting of independent directors	25(3) & (4)	Yes	
25	Familiarization of independent directors	25(7)	Yes	
26	Memberships in Committees	26(1)	Yes	
27	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes	
28	Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes	
29	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes	
	Any other information to be provided - Add Notes			



**Annexure II**

1	Name of signatory	Basant Kumar Parasramka
2	Designation	Compliance Officer

## Annexure II

### III. Affirmations

Sr	Particulars	Compliance status (Yes/No/NA)
1	The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied	Yes
	Any other information to be provided	

**Annexure II**

1	Name of signatory	Basant Kumar Parasmka
2	Designation	Compliance Officer

### Signatory Details

Name of signatory	Basant Kumar Parasramka
Designation of person	Compliance Officer
Place	Gandhinagar
Date	15-04-2019

