

Compliance Report on Corporate Governance for the quarter ended December 31, 2017

1) Name of the Entity: **Khadim India Limited**

2) Quarter Ending: **December 31, 2017**

I. Composition of Board of Directors

Title (Mr./ Ms.)	Name of the Director	PAN & DIN	Category (Chairperson / Executive / Non -Executive / Independent / Nominee)	Date of Appointment in the current term /cessation	Tenure	No of Directorship in listed entities including Khadim India Limited (Refer Regulation 25(1) of Listing Regulations)	Number of memberships in Audit / Stakeholder Committee(s) including Khadim India Limited (Refer Regulation 26(1) of Listing Regulations)	No. of post of Chairperson in Audit / Stakeholder Committee held in listed entities including Khadim India Limited (Refer Regulation 26(1) of Listing Regulations)
Mr.	Siddhartha Roy Burman	ACWPR9614D 00043715	Executive - Chairman	April 1, 2016	N.A.	1	1	-
Dr.	Indra Nath Chatterjee	ABWPC5159K 00122677	Non Executive - Independent	September 29, 2014	3 Years 3 Months	1	1	1
Prof.	Ashoke Kumar Dutta	ADIPD8270C 00045170	Non Executive - Independent	September 29, 2014	3 Years 3 Months	2	2	1
Mr.	Srinivasan Sridhar @	AAXPS1464M 00004272	Non Executive - Independent	DOA - May 25, 2017 Cessation- October 6, 2017	4 Months 12 Days	-	-	-
Prof. (Dr.)	Surabhi Banerjee	ADZPB9380Q 07829304	Non Executive - Independent	May 25, 2017	8 Months	1	2	-
Mr.	Vinayak Vishwanath	AAKPK4894J	Non-Executive - Nominee	DOA - March 25, 2016	N.A.	-	-	-

KHADIM INDIA LIMITED

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	Kamath #	02540608		Cessation- November 21, 2017				
Ms.	Namrata Ashok Chotrani £	AFEPC4409A 00390845	Non Executive - Non Independent	December 14, 2017	N.A.	1	1	-
Mr.	Ritoban Roy Burman	AYEPB3056D 08020765	Non-Executive - Non- Independent	December 14, 2017	N.A.	1	1	-

@ Mr. Srinivasan Sridhar ceased to be the Independent Director w.e.f. October 6, 2017 and hence, details of directorship and committee positions are not given.

Mr. Vinayak Vishwanath Kamath ceased to be the Nominee Director w.e.f. November 21, 2017 and hence, details of directorship and committee positions are not given.

£ Ms. Namrata Ashok Chotrani had acted as Nominee Director from March 10, 2016 till November 21, 2017. She had been appointed as a Director with effect from December 14, 2017.

II. Composition of Committees		
Name of Committee	Name of Committee Members \$	Category (Chairperson / Executive/Non-Executive / independent / Nominee)
1. Audit Committee	Dr. Indra Nath Chatterjee	Non Executive - Independent - Chairman
	Mr. Ashoke Kumar Dutta	Non Executive - Independent
	Prof. (Dr.) Surabhi Banerjee	Non Executive - Independent
	Ms. Namrata Ashok Chotrani*	Non Executive - Non Independent
<p>\$ Mr. Srinivasan Sridhar and Mr. Vinayak Vishwanath Kamath ceased to become members of the Audit Committee with effect from October 6, 2017.</p> <p>* Ms. Namrata Ashok Chotrani ceased to become Member of the Audit Committee with effect from November 21, 2017 due to her resignation. However, she had been appointed as a Director and also as a Member of the Audit Committee with effect from December 14, 2017.</p>		

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Name of Committee	Name of Committee Members [^]	Category (Chairperson / Executive/Non-Executive / independent / Nominee)
2.Nomination and Remuneration Committee	Prof. Ashoke Kumar Dutta	Non Executive - Independent - Chairman
	Dr. Indra Nath Chatterjee	Non Executive - Independent
	Prof. (Dr.) Surabhi Banerjee ^{&}	Non Executive - Independent
	Ms. Namrata Ashok Chotrani ^{**}	Non Executive - Non Independent

[^] Mr. Vinayak Vishwanath Kamath ceased to become a member of the Nomination and Remuneration Committee with effect from November 21, 2017 consequent to his resignation.

[&] Prof. (Dr.) Surabhi Banerjee was appointed as the member of Nomination and Remuneration Committee with effect from November 21, 2017.

^{**} Ms. Namrata Ashok Chotrani ceased to become Member of the Nomination and Remuneration Committee with effect from November 21, 2017 due to her resignation. However, she had been appointed as a Director and also as a Member of the Nomination and Remuneration Committee with effect from December 14, 2017.

Name of Committee	Name of Committee	Category (Chairperson / Executive / Non-Executive / independent / Nominee)
3.Stakeholders' Relationship Committee	Mr. Ashoke Kumar	Non Executive - Independent - Chairman
	Mr. Siddhartha Roy	Executive
	Prof. (Dr.) Surabhi Banerjee	Non Executive - Independent
	Mr. Ritoban Roy Burman ##	Non Executive - Non Independent

Appointed as a member of the Stakeholders' Relationship Committee with effect from December 14, 2017.

III. Meetings 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)
24.08.2017 and 15.09.2017	07.10.2017, 23.10.2017, 25.10.2017, 01.11.2017, 07.11.2017, 10.11.2017, 21.11.2017 and 14.12.2017	22 (21/11/2017 to 14/12/2017)

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IV. Meetings of Committees			
Audit Committee			
<i>Date(s) of meeting of the committee in the relevant quarter</i>	<i>Whether requirement of Quorum met (details)</i>	<i>Date(s) of meeting of the committee in the previous quarter</i>	<i>Maximum gap between any two consecutive meetings in number of days</i>
14.12.2017	Yes	24.08.2017	111
Nomination and Remuneration Committee			
<i>Date(s) of meeting of the committee in the relevant quarter</i>	<i>Whether requirement of Quorum met (details)</i>	<i>Date(s) of meeting of the committee in the previous quarter</i>	<i>Maximum gap between any two consecutive meetings in number of days</i>
14.12.2017	Yes	15.09.2017	89
Stakeholders' Relationship Committee			
<i>Date(s) of meeting of the committee in the relevant quarter</i>	<i>Whether requirement of Quorum met (details)</i>	<i>Date(s) of meeting of the committee in the previous quarter</i>	<i>Maximum gap between any two consecutive meetings in number of days</i>
No Meeting held			
V. Related Party Transactions			
<i>Subject</i>		<i>Compliance Status (Yes/No/NA)</i>	
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.	

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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 and remuneration committee
 - c. Stakeholders relationship committee
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

Name & Designation

Abhijit Dan
Company Secretary and Compliance Officer

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