

## Compliance Report on Corporate Governance for the quarter ended September 30, 2018

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

2) Quarter Ending: **September 30, 2018**

### I. Composition of Board of Directors

| Title<br>(Mr. /<br>Mrs.) | Name of<br>the Director        | PAN & DIN              | Category<br>(Chairperson<br>/ Executive /<br>Non -<br>Executive /<br>Independent<br>/ Nominee) | Date of<br>Appointment<br>in the<br>current term<br>/cessation | Tenure       | No of<br>Directorship in<br>listed entities<br>including<br>Khadim India<br>Limited (Refer<br>Regulation<br>25(1) of Listing<br>Regulations) | Number of<br>memberships<br>in Audit /<br>Stakeholder<br>Committee(s)<br>including<br>Khadim India<br>Limited<br>(Refer<br>Regulation<br>26(1) of<br>Listing<br>Regulations) | No. of post of<br>Chairperson<br>in Audit /<br>Stakeholder<br>Committee<br>held in listed<br>entities<br>including<br>Khadim India<br>Limited<br>(Refer<br>Regulation<br>26(1) of<br>Listing<br>Regulations) |
|--------------------------|--------------------------------|------------------------|--|--|--------------|--|--|--|
| Mr.                      | Siddhartha<br>Roy Burman       | ACWPR9614<br>00043715  | Executive -<br>Chairman  | April 1, 2016  | N.A.         | 1  | 1  | -  |
| Dr.                      | Indra Nath<br>Chatterjee       | ABWPC5159K<br>00122677 | Non Executive<br>- Independent   | September 29,<br>2014  | 48<br>Months | 1  | 1  | 1  |
| Prof.<br>(Dr.)           | Surabhi<br>Banerjee            | ADZPB9380Q<br>07829304 | Non Executive<br>- Independent   | May 25, 2017   | 17<br>Months | 1  | 2  | 1  |
| Ms.                      | Namrata<br>Ashok<br>Chotrani   | AFEPC4409A<br>00390845 | Non Executive<br>- Non-<br>Independent   | December 14,<br>2017   | N.A.         | 1  | 1  | -  |
| Mr.                      | Ritoban Roy<br>Burman          | AYEPB3056D<br>08020765 | Non Executive<br>- Non-<br>Independent   | December 14,<br>2017   | N.A.         | 1  | 1  | -  |
| Mr.                      | Alok<br>Chauthmal<br>Churiwala | AAAPC7107J<br>02043221 | Non Executive<br>- Independent   | May 11, 2018   | 5<br>Months  | 1  | 1  | -  |

### KHADIM INDIA LIMITED

REGD. OFFICE : 'KANKARIA ESTATE', 5TH FLOOR, 6, LITTLE RUSSELL STREET  
KOLKATA-700 071, INDIA, Tel No. + 91-33-4009 0501, Fax No. + 91-33-4009 0500  
E-mail : frontoffice@khadims.com; Website : www.khadims.com  
CIN : L19129WB1981PLC034337



| II. Composition of Committees |   |  |
|-------------------------------|---|--|
| Name of Committee             | Name of Committee Members                 | Category (Chairperson / Executive/Non-Executive / independent / Nominee) |
| Audit Committee               | Dr. Indra Nath Chatterjee                 | Non Executive - Independent - Chairman                                   |
|                               | Prof. (Dr.) Surabhi Banerjee              | Non Executive - Independent  |
|                               | Ms. Namrata Ashok Chotrani                | Non Executive - Non Independent  |
|                               | Mr. Alok Chauthmal Churiwala <sup>§</sup> | Non Executive - Independent  |

<sup>§</sup> Mr. Alok Chauthmal Churiwala inducted / appointed as member w.e.f August 14, 2018

| Name of Committee                     | Name of Committee Members    | Category (Chairperson / Executive / Non-Executive / independent / Nominee) |
|---------------------------------------|------------------------------|--|
| Nomination and Remuneration Committee | Dr. Indra Nath Chatterjee    | Non Executive - Independent - Chairman                                     |
|                                       | Prof. (Dr.) Surabhi Banerjee | Non Executive - Independent  |
|                                       | Ms. Namrata Ashok Chotrani   | Non Executive - Non Independent  |

| Name of Committee                    | Name of Committee Members    | Category (Chairperson / Executive / Non-Executive / Independent / Nominee) |
|--------------------------------------|------------------------------|--|
| Stakeholders' Relationship Committee | Prof. (Dr.) Surabhi Banerjee | Non Executive – Independent - Chairperson                                  |
|                                      | Mr. Siddhartha Roy Burman    | Executive  |
|                                      | Mr. Ritoban Roy Burman       | Non Executive - Non Independent  |

### 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 meetings (in number of days) |
|---|---|--|
| 11.05.2018  | 14.08.2018  | 94 (11.05.2018 to 14.08.2018)  |

### IV. Meetings of Committees

#### Audit Committee

| 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 |
|---|---|---|--|
| 14.08.2018  | Yes   | 11.05.2018  | 94 (11.05.2018 to 14.08.2018)                                      |





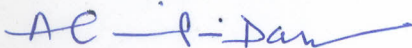
**V. Related Party Transactions**

| <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.                                 |

**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


For Khadim India Limited



**Abhijit Dan**  
**Company Secretary and Compliance Officer**  
Membership No. A21358

Compliance Report on Corporate Governance  
(Relating to the financial year ended March 31, 2018)

[As per Annexure III to SEBI Circular No. CFD/CMD/5/2015 dated September 24, 2015]

| <b>I. Affirmations</b>  |                                      |  |
|---|--------------------------------------|--|
| <b>Broad heading</b>  | <b>Regulation Number</b>             | <b>Compliance status<br/>(Yes/No/NA)</b> |
| 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                                      |
| Whether "Corporate Governance Report" disclosed in Annual Report  | 34(3) read with para C of Schedule V | Yes                                      |
| For Khadim India Limited<br><br><b>Abhijit Dan</b><br><b>Company Secretary and Compliance Officer</b><br>Membership No. A21358 |                                      |  |