

KABRA EXTRUSIONTECHNIK LIMITED

CORPORATE GOVERNANCE REPORT FOR THE QUARTER ENDED SEPTEMBER 30, 2019

i. Composition Of Board Of Director

Title (Mr./Ms)	Name of the Director	DIN	PAN	Category (Chairperson/ Executive/ Non-Executive/ Independent/ Nominee)	Sub Category	Initial Date of Appointment	Date of Appointment	Date of cessation	Tenure	Date of Birth	No. of Directorship in listed entities including this listed entity	No of Independent Directors hip in listed entities including this listed entity	No of members hips in Audit/ Stakeholder Committee(s) including this listed entity	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity	Members hip in Committees of the Company	Remarks
Mr.	Shreevallabh G. Kabra	00015415	AADPK1304L	C & ED	MD	21-Oct-1982	01-Apr-2019			12-Feb-1937	2	0	2	0	SC	
Mr.	Satyanarayan G. Kabra	00015930	AADPK1303P	NED		21-Oct-1982	01-Jul-2018			09-Jan-1944	2	0	2	0		
Mr.	Anand Shreevallabh Kabra	00016010	AADPK0738N	ED	MD	19-Jun-2003	01-Aug-2018			16-Sep-1974	1	0	1	0	SC	
Mrs.	Ekta A. Kabra	07088898	AHCPK0391F	ED		16-May-2017	01-Aug-2017			24-Jul-1976	1	0	0	0		
Mr.	Mahaveer P. Taparia	00112461	AABPT0643D	ID		31-Mar-1989	09-Sep-2019		24	22-Oct-1937	4	2	1	1	NRC	
Mr.	Yagneshkumar B. Desai	00021202	AAEPD3535D	ID		19-Oct-2002	09-Sep-2019		24	14-Apr-1941	1	1	0	1	AC,NRC	
Mr.	Nihalchand C. Chauhan	00021782	AAFPC6441A	ID		21-Jan-2006	09-Sep-2019		24	20-Nov-1935	2	2	2	0	AC,NRC	
Mr.	Bajrang L. Bagra	00090596	ACPPB8274J	ID		07-Nov-2014	27-Aug-2015		60	21-Nov-1954	2	2	2	2	AC,SC	
Mr.	Boman Moradian	00242123	AAFPM4083N	ID		16-May-2017	16-May-2017		60	13-Nov-1950	2	2	3	0	AC	

Company Remarks	
Whether Permanent chairperson appointed	Yes
Whether Chairperson is related to MD or CEO	Yes

ii. Composition of Committees**a. Audit Committee**

<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>	<i>Appointment Date</i>	<i>Cessation Date</i>
1	Boman Moradian	ID	Member	16-May-2017	
2	Bajrang L. Bagra	ID	Member	26-May-2015	
3	Nihalchand C. Chauhan	ID	Member	29-Jul-2008	
4	Yagneshkumar B. Desai	ID	Chairperson	26-May-2015	

Company Remarks	
Whether Permanent chairperson appointed	Yes

b. Stakeholders Relationship Committee

<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>	<i>Appointment Date</i>	<i>Cessation Date</i>
1	Anand Shreevallabh Kabra	ED	Member	28-May-2019	
2	Shreevallabh G. Kabra	C & ED	Member	21-May-2014	
3	Bajrang L. Bagra	ID	Chairperson	26-May-2015	

Company Remarks	
Whether Permanent chairperson appointed	Yes

c. Risk Management Committee

<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>	<i>Appointment Date</i>	<i>Cessation Date</i>
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Company Remarks	
Whether Permanent chairperson appointed	

d. Nomination and Remuneration Committee

<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>	<i>Appointment Date</i>	<i>Cessation Date</i>
1	Yagneshkumar B. Desai	ID	Member	21-May-2014	
2	Nihalchand C. Chauhan	ID	Member	21-May-2014	
3	Mahaveer P. Taparia	ID	Chairperson	21-May-2014	

Company Remarks	
Whether Permanent chairperson appointed	Yes

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	Number of Directors present	Number of Independent Directors present
28-May-2019	31-Jul-2019	Yes	7	3

Company Remarks	
Maximum gap between any two consecutive (in number of days)	63

iv. **Meeting of Committees**

Name of the Committee	Date(s) of meeting during of the committee in the previous quarter	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (Yes/No)	Number of Directors present	Number of independent directors present
Audit Committee	28-May-2019	31-Jul-2019	Yes	3	3

Company Remarks	
Maximum gap between any two consecutive (in number of days) [Only for Audit Committee]	63

v. **Related Party Transactions**

<i>Subject</i>	<i>Compliance status (Yes/No/NA)</i>	<i>Remark</i>
Whether prior approval of audit committee obtained	Yes	
Whether shareholder approval obtained for material RPT	Not Applicable	
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	
Disclosure of notes on related party transactions and Disclosure of notes of material related party transactions		

VI. **Affirmations**

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**
 - b. Nomination & remuneration committee - **Yes**
 - c. Stakeholders relationship committee - **Yes**
 - d. Risk management committee (applicable to the top 100 listed entities) - **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. - **Yes**
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.- **Yes**
5. a. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. - **Yes**
b. Any comments/observations/advice of Board of Directors may be mentioned here:

Name : Arya K. Chachad
Designation : Company Secretary & Compliance Officer

ANNEXURE III

Affirmations

<i>Broad Heading</i>	<i>Regulation Number</i>	<i>Compliance Status</i>	<i>Company Remark</i>
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)	No	Mr. M. P. Taparia, Chairman of Nomination & Remuneration Committee, not being well could not attend AGM held on July 31, 2019
Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting	20(3)	No	Mr. B. L. Bagra, Chairman of Stakeholders Relationship Committee, being out of India, had authorized Mr. S. V. Kabra, a member of the said Committee, to represent him at AGM held on July 31, 2019
Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes	

Name : Arya K. Chachad
Designation : Company Secretary & Compliance Officer