

General information about company	
Scrip code	502150
Name of the entity	KALYANPUR CEMENTS LIMITED
Date of start of financial year	01-04-2015
Date of end of financial year	31-03-2016
Reporting Quarter	Yearly
Date of Report	31-03-2016
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

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	Number of memberships 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
1	Mr	Shailendra Prakash Sinha	AMBPS7419L	00089604	Executive Director	Not Applicable	MD	23-02-2007	22-02-2019		1	1	0
2	Mr	Anant Prakash Sinha	AKXPS7270B	00089643	Non-Executive - Non Independent Director	Not Applicable	Shareholder Director	23-02-2007			1	0	0
3	Mr	B.C. Srivastava	ABWPS3714N	00929674	Non-Executive - Independent Director	Not Applicable	Shareholder Director	06-07-2002	10-09-2017	36	2	1	1
4	Mr	Mahendra Lodha	ABAPL8836C	00012920	Non-Executive - Non Independent Director	Not Applicable	Shareholder Director	23-02-2007			7	6	5
5	Mr	Dr K.C. Varshney	AADPB0852G	00012180	Non-Executive - Independent Director	Not Applicable	Shareholder Director	23-02-2007	10-09-2017	36	2	2	0
6	Mr	Ravindra Prasad	ABLPP6964C	06821316	Non-Executive - Nominee Director	Not Applicable		13-02-2014			1	0	1
7	Mrs	Lata Ajay Srivastava	BABPS1271B	07113354	Non-Executive - Independent Director	Not Applicable	Shareholder Director	26-03-2015	25-03-2018	36	1	0	0
8	Mr	Ashok Kumar Dutta	ACJPD3334K	01880668	Non-Executive - Independent Director	Not Applicable	Shareholder Director	07-11-2015	19-10-2020	60	1	0	0

Annexure 1					
II. Composition of Committees					
Is there any change in composition of committees compare to previous quarter					Yes
Sr	Name Of Committee	Name of Committee members	Category 1 of directors	Category 2 of directors	Name of other committee
1	Audit Committee	Shri B. C. Srivastava	Non-Executive - Independent Director	Chairperson	
2	Audit Committee	Dr. K.C. Varshney	Non-Executive - Independent Director	Member	
3	Audit Committee	Shri Mahendra Lodha	Non-Executive - Non Independent Director	Member	
4	Nomination and remuneration committee	Shri B. C. Srivastava	Non-Executive - Independent Director	Chairperson	
5	Nomination and remuneration committee	Dr. K.C. Varshney	Non-Executive - Independent Director	Member	
6	Nomination and remuneration committee	Mrs. Lata Ajay Srivastava	Non-Executive - Independent Director	Member	
7	Stakeholders Relationship Committee	Shri Ravindra Prasad	Non-Executive - Nominee Director	Chairperson	
8	Stakeholders Relationship Committee	Shri B. C. Srivastava	Non-Executive - Independent Director	Member	
9	Stakeholders Relationship Committee	Shri Shailendra Prakash Sinha	Executive Director	Member	

Annexure 1			
Annexure 1			
III. Meeting of Board of Directors			
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)
1	07-11-2015		
2		06-02-2016	90

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 (details)	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings (in number of days)
1	Audit Committee	06-02-2016	Yes	2 members present	07-11-2015	90

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	NA	

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. Any comments/observations/advice of Board of Directors may be mentioned here:	Textual Information(1)
9	Any other information to be provided	Textual Information(2)

Text Block	
Textual Information(1)	The Report on Corporate Governance in respect of the quarter ended 31-12-2015 was placed before the Board of Directors in its last meeting held on 06-02-2016. The Board noted the contents of the Report and observed that the requisite disclosures have been made in the Report. This report will be placed before the Board in its next meeting to be held in May, 2016.
Textual Information(2)	This report was uploaded earlier vide the acknowledgement no. 12042016274752 dated 12.04.2016. It was subsequently noted from the email dt. 11.04.2016 that for reporting on the subject for March quarter, the period "Yearly" was to be selected from the Drop Down whereas in the earlier Report, the period "Quarterly" had been selected. Hence this report is being filed again by selecting "Yearly".

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.Kalyanpur.com
2	Terms and conditions of appointment of independent directors	Yes		www.Kalyanpur.com
3	Composition of various committees of board of directors	Yes		www.Kalyanpur.com
4	Code of conduct of board of directors and senior management personnel	Yes		www.Kalyanpur.com
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		www.Kalyanpur.com
6	Criteria of making payments to non-executive directors	Yes		www.Kalyanpur.com
7	Policy on dealing with related party transactions	No	The company, at present, does not have any related party transaction except the remuneration paid in which case all requisite approvals have been obtained. Nevertheless, the company is in the process of formulating a Policy on related party transactions which will be placed before the Audit Committee and the Board of Directors in their next meeting.	
8	Policy for determining 'material' subsidiaries	NA		
9	Details of familiarization programmes imparted to independent directors	Yes		www.kalyanpur.com
10	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		www.kalyanpur.com
11	email address for grievance redressal and other relevant details	Yes		www.kalyanpur.com
12	Financial results	Yes		www.kalyanpur.com
13	Shareholding pattern	Yes		www.kalyanpur.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	
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)	Yes	
17	Vigil Mechanism	22	Yes	
18	Policy for related party Transaction	23(1),(5), (6),(7) & (8)	No	Please refer serial no.7 of Annexure-II- website
19	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	NA	
20	Approval for material related party transactions	23(4)	NA	
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)	NA	
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		
III. Affirmations		
1	The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied	NA

Signatory Details	
Name of signatory	P.K. CHAUBEY
Designation of person	Company Secretary
Place	PATNA
Date	14-04-2016

