

**Corporate Governance: Quarter ending: June-2022**

<b>KOPRAN LTD.</b>	
BSE Scrip Code : 524280 NSE Scrip Code: KOPRAN	Quarter ending : June 2022

**Annexure 1  
Composition of Board of Directors**

Title	Name of the Director	Category	Initial Date of Appointment	Date of Appointment in Current Term (Date of Re-appointment)	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
Mr	Surendra Somani	Executive Director, CEO-MD	11 Jun 1977	20 Jul 2019	-	-	1	1	0
Mr	Adarsh Somani	Non-Executive - Non Independent Director	29 May 2018	20 Jul 2019	-	-	3	2	0
Mrs	Mamta Biyani	Non-Executive - Independent Director	08 May 2019	08 May 2019	-	38.00	3	3	0

Mr	Narayan Atal	Non-Executive - Independent Director	08 May 2019	08 May 2019	-	38.00	3	5	4
Mr	Siddhan Subramanian	Non-Executive - Independent Director	29 Sep 2014	18 Sep 2020	-	93.00	1	1	0
Mrs	Sunita Banerji	Non-Executive - Independent Director	29 Sep 2014	18 Sep 2020	-	93.00	1	2	0
Mr	Susheel Somani	Non-Executive - Non Independent Director, Chairperson	20 Jul 2019	31 Aug 2021	-	-	2	1	0
Mr	Varun Somani	Non-Executive - Non Independent Director	29 May 2018	16 Sep 2020	-	-	2	1	1

Annexure 1			
Composition Of Committee			
Audit Committee			
Name of Committee members	Category	Date Of Appointment	Date of Cessation
Sunita Banerji	Non-Executive - Independent Director, Member,	14-11-2016	-

Surendra Somani	Executive Director, Member,	28-05-2014	-
Narayan Atal	Non-Executive - Independent Director, Chairperson,	08-05-2019	-
Mamta Biyani	Non-Executive - Independent Director, Member,	08-05-2019	-
<b>Nomination and remuneration committee</b>			
<b>Name of Committee members</b>	<b>Category</b>	<b>Date Of Appointment</b>	<b>Date of Cessation</b>
Siddhan Subramanian	Non-Executive - Independent Director, Chairperson,	14-11-2016	-
Sunita Banerji	Non-Executive - Independent Director, Member,	06-05-2019	-
Varun Somani	Non-Executive - Non Independent Director, Member,	06-05-2019	-
<b>Stakeholders Relationship Committee</b>			
<b>Name of Committee members</b>	<b>Category</b>	<b>Date Of Appointment</b>	<b>Date of Cessation</b>
Varun Somani	Non-Executive - Non Independent Director, Chairperson,	06-05-2019	-
Siddhan Subramanian	Non-Executive - Independent Director, Member,	06-05-2019	-
Adarsh Somani	Non-Executive - Non Independent Director, Member,	06-05-2019	-
<b>Risk Management Committee</b>			
<b>Name of Committee members</b>	<b>Category</b>	<b>Date Of Appointment</b>	<b>Date of Cessation</b>

Adarsh Somani	Non-Executive - Non Independent Director, Chairperson,	27-05-2021	-
Varun Somani	Non-Executive - Non Independent Director, Member,	27-05-2021	-
Mamta Biyani	Non-Executive - Independent Director, Member,	27-05-2021	-
<b>Corporate Social Responsibility Committee</b>			
<b>Name of Committee members</b>	<b>Category</b>	<b>Date Of Appointment</b>	<b>Date of Cessation</b>
Mamta Biyani	Non-Executive - Independent Director, Chairperson,	06-05-2019	-
Varun Somani	Non-Executive - Non Independent Director, Member,	06-05-2019	-
Surendra Somani	Executive Director, Member,	24-05-2017	-
<b>Corporate Affairs Committee</b>			
<b>Name of Committee members</b>	<b>Category</b>	<b>Date Of Appointment</b>	<b>Date of Cessation</b>
Surendra Somani	Executive Director, Chairperson,	-	-
Varun Somani	Non-Executive - Non Independent Director, Member,	-	-
Adarsh Somani	Non-Executive - Non Independent Director, Member,	-	-

### 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	Maximum gap between any two consecutive meeting (in number of days)
03 Feb 2022	-	0
-	27 May 2022	112

### Meeting Of Committees

Name of 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)
Audit Committee	-	Yes,	03 Feb 2022	0
Audit Committee	27 May 2022	Yes,	-	112
Nomination and remuneration committee	26 May 2022	Yes,	-	0
Risk Management Committee	24 Jun 2022	Yes,	-	0
Corporate Social Responsibility Committee	26 May 2022	Yes,	-	0
Other Committee	25 Apr 2022	Yes,	-	0

<b>Related Party Transactions</b>		
<b>Subject</b>	<b>Compliance status (Yes/No/NA)</b>	<b>If status is "No" details of non-compliance</b>
Whether prior approval of audit committee obtained	Yes	-
Whether shareholder approval obtained for material RPT	NA	-
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by audit committee	Yes	-

<b>Affirmations</b>	
<b>Subject</b>	<b>Compliance status (Yes/No)</b>
The composition of board of directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
The composition of audit committee is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
The composition of the nomination and remuneration committee is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
The composition of the stakeholders relationship committee is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
The composition of the risk management committee is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
The committee members have been made aware of their powers, role and responsibilities as specified in of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes

The meetings of the board of directors and the above committees have been conducted in the manner as specified SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
5.This report and/or the report submitted in the previous quarter has been placed before board of directors	Yes
<b>Signatory Details</b>	
Name of signatory	Sunil Sodhani
Designation of person	Company Secretary and Compliance Officer

**Annexure 2  
Website Affirmations**

Item	Compliance status	Details of non-compliance
Details of business	Yes	-
Terms and conditions of appointment of independent directors	Yes	-
Composition of various committees of board of directors	Yes	-
Code of conduct of board of directors and senior management personnel	Yes	-
Details of establishment of vigil mechanism or whistle blower policy	Yes	-
Criteria of making payments to non-executive directors	NA	-
Policy on dealing with related party transactions	Yes	-
Policy for determining material subsidiaries	Yes	-
Details of familiarization programmes imparted to independent directors	Yes	-

Item	Compliance status	Details of non-compliance
Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes	-
Email address for grievance redressal and other relevant details	Yes	-
Financial results	Yes	-
Shareholding pattern	Yes	-
Details of agreements entered into with the media companies and/or their associates	NA	-
New name and the old name of the listed entity	NA	-
Criteria of making payments to non-executive directors	Yes	-

### Annexure 3

Broad heading	Regulation Number	Compliance status(Yes/No/NA)	If status is "No" details of non-compliance
no record found			

Name of signatory	Sunil Sodhani
Designation of person	Company Secretary and Compliance Officer