

Corporate Governance: Quarter ending: June 2023

KOPRAN LTD.	
Scrip Code :524280	Quarter Ending : June 2023

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		Add Notes																							
Whether the listed entity has a Regular Chairperson																									
Yes																									
Whether Chairperson is related to MD or CEO																									
Yes																									
Disqualification of Directors under section 168 of the Companies Act, 2013																									
Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status	Whether special resolution passed? (Refer Reg. 171A) of Listing Regulations	Date of passing special resolution	Initial Date of appointment	Date of re-appointment	Date of cessation	Tenure of director (in months)	No. of Directorships in listed entities including this listed entity (Refer Regulation 176 of Listing Regulations)	No. of Independent Directorships in listed entities including this listed entity (Refer Regulation 174A) of Listing Regulations	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 182) of Listing Regulations	No. of post of Chairperson/ Committee head in listed entities including this listed entity (Refer Regulation 200) of Listing Regulations	Notes for non providing PAN	Notes for not providing DIN
Add		Delete																							
1	Mr	Aravind Samant	AAAP2294R	0002980	Executive Director	Not Applicable	CEO-MD	22-10-1974	Yes				Active	NA		22-09-2017	22-09-2023			1	0	1	0		
2	Mr	Abhiram Samant	ALPFA237N	0012080	Non-Executive - Non Independent Director	Not Applicable		20-04-1974	Yes				Active	NA		25-05-2018	22-09-2023			1	0	1	0		
3	Mr	Aravind Bhorat	CAAP2825P	0002016	Non-Executive - Independent Director	Not Applicable		28-05-1967	Yes				Active	NA		05-01-2019	05-01-2024		30-05	1	0	1	0		
4	Mr	Aravind Jadhav	CAAP2825P	0012104	Non-Executive - Independent Director	Not Applicable		22-05-1976	Yes				Active	NA		05-01-2019	05-01-2024		30-05	1	0	1	0		
5	Mr	Aravind Subramanian	CAAP2825P	0012174	Non-Executive - Independent Director	Not Applicable		18-05-1981	Yes				Active	NA		05-01-2019	18-09-2023		30-05	1	0	1	0		
6	Mr	Aravind Aravind	CAAP2825P	0012077	Non-Executive - Non Independent Director	Not Applicable		09-05-1985	Yes				Active	NA		05-01-2019	18-09-2023		30-05	1	0	1	0		
7	Mr	Aravind Samant	CAAP2825P	0002197	Non-Executive - Non Independent Director	Chairperson		02-11-1941	Yes				Active	Yes	21-09-2021	25-07-2019	21-09-2021			1	0	1	0		
8	Mr	Aravind Samant	CAAP2825P	0002184	Independent Director	Not Applicable		29-09-1961	Yes				Active	NA		09-05-2018	14-09-2023			1	0	1	0		

Annexure 1

II. Composition of Committees

Disclosure of notes on composition of committees explanatory				-			
Audit Committee Details							
Whether the Audit Committee has a Regular Chairperson				Yes			
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date Of Appointment	Date of Cessation	Remarks
1	02476075	Sunita Banerji	Non-Executive - Independent Director	Member	14-11-2016	-	-
2	00600860	Surendra Somani	Executive Director	Member	28-05-2014	-	-
3	00237626	Narayan Atal	Non-Executive - Independent Director	Chairperson	08-05-2019	-	-
4	01850136	Mamta Biyani	Non-Executive - Independent Director	Member	08-05-2019	-	-
Nomination and remuneration committee							

Whether the Nomination and remuneration committee has a Regular Chairperson				Yes			
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date Of Appointment	Date of Cessation	Remarks
1	02101174	Siddhan Subramanian	Non-Executive - Independent Director	Chairperson	14-11-2016	-	-
2	02476075	Sunita Banerji	Non-Executive - Independent Director	Member	06-05-2019	-	-
3	00015384	Varun Somani	Non-Executive - Non Independent Director	Member	06-05-2019	-	-

Stakeholders Relationship Committee

Whether the Stakeholders Relationship Committee has a Regular Chairperson				Yes			
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date Of Appointment	Date of Cessation	Remarks
1	00015384	Varun Somani	Non-Executive - Non Independent Director	Chairperson	06-05-2019	-	-
2	02101174	Siddhan Subramanian	Non-Executive - Independent Director	Member	06-05-2019	-	-
3	00192609	Adarsh Somani	Non-Executive - Non Independent Director	Member	06-05-2019	-	-

Risk Management Committee

Whether the Risk Management Committee has a Regular Chairperson				Yes			
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date Of Appointment	Date of Cessation	Remarks
1	00192609	Adarsh Somani	Non-Executive - Non Independent Director	Chairperson	27-05-2021	-	-
2	00015384	Varun Somani	Non-Executive - Non Independent Director	Member	27-05-2021	-	-
3	01850136	Mamta Biyani	Non-Executive - Independent Director	Member	27-05-2021	-	-

Corporate Social Responsibility Committee

Whether the Corporate Social Responsibility Committee has a Regular Chairperson				Yes			
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date Of Appointment	Date of Cessation	Remarks
1	01850136	Mamta Biyani	Non-Executive - Independent Director	Chairperson	06-05-2019	-	-
2	00015384	Varun Somani	Non-Executive - Non Independent Director	Member	06-05-2019	-	-
3	00600860	Surendra Somani	Executive Director	Member	24-05-2017	-	-

Corporate Affairs Committee							
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date Of Appointment	Date of Cessation	Remarks
1	00600860	Surendra Somani	Executive Director	Chairperson	-	-	-
2	00015384	Varun Somani	Non-Executive - Non Independent Director	Member	-	-	-
3	00192609	Adarsh Somani	Non-Executive - Non Independent Director	Member	-	-	-

III. Meeting Of Board Of Directors

Disclosure of notes on meeting of board of directors explanatory					-		
Sr	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive(in number of days)	Notes for not providing Date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors as on date of the meeting	Number of Directors present*(All directors including Independent Director)	No. of Independent Directors attending the meeting*
1	10-02-2023	-	-	Yes	8.00	8	4
2	25-05-2023	103	-	Yes	8.00	8	4

IV. Meeting Of Committees

Disclosure of notes on meeting of committees explanatory						-				
Sr	Name of Committee	EnterDate(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive meetings (in number of days)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (details)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors Present (All directors including Independent director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
1	Risk Management Committee	12 Jun 2023	-	-	-	Yes	3	3	1	0
2	Corporate Social Responsibility Committee	27 Mar 2023	-	-	-	Yes	3	3	1	0
3	Corporate Social Responsibility Committee	25 May 2023	58	-	-	Yes	3	3	1	0
4	Audit Committee	10 Feb 2023	-	-	-	Yes	4	4	3	0
5	Audit Committee	13 May 2023	91	-	-	Yes	4	4	3	0

6	Audit Committee	25 May 2023	11	-	-	Yes	4	4	3	0
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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	Yes	-
Disclosure of notes on related party transactions			-
Disclosure of notes of material transaction with related party			-

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 audit committee is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015 a. Audit committee	Yes
3	The composition of the nomination and remuneration committee is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015 b. Nomination and remuneration committee	Yes

4	The composition of the stakeholders relationship committee is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015 c. Stakeholders relationship committee	Yes
5	The composition of the risk management committee is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015 d. Risk management committee (applicable to the top 1000 listed entities)	Yes
6	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
7	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
8	This report and/or the report submitted in the previous quarter has been placed before board of directors	Yes
9.	Any comments/observations/advice of Board of Directors may be mentioned here:	-

Annexure I

Sr	Subject	Compliance status
1.	Name of signatory	Sunil Sodhani
2.	Designation	Company Secretary and Compliance Officer