

1. Name of Listed Entity **Kamadgiri Fashion Limited**  
 2. Quarter ending **30th September, 2017**  
 3. Scrip Code **514322**

I. Composition of Board of Directors								
Title (Mr. / Ms.)	Name of the Director	PAN\$ & DIN	Category (Chairperson / Executive / Non-Executive / Independent / Nominee)&	Date of Appointment in the current term / cessation	Tenure*	No. of Directorship in listed entities including this listed entity (Refer Regulation 25(1) of Listing Regulations)	No. of memberships in Audit / Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No. of post of Chairperson in Audit / Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)
SAME AS PREVIOUS QUARTER								
\$PAN number of any director would not be displayed on the website of Stock Exchange &Category of directors means executive/non-executive/independent/Nominee. if a director fits into more than one category write all categories separating them with hyphen * to be filled only for Independent Director. Tenure would mean total period from which Independent director is serving on Board of directors of the listed entity in continuity without any cooling off period.								
II. Composition of Committees								
Name of Committee			Name of Committee members			Category (Chairperson / Executive / NonExecutive / Independent / Nominee) &		
SAME AS PREVIOUS QUARTER								
&Category of directors means Executive/Non-Executive/Independent/Nominee. if a director fits into more than one category write all categories separating them with hyphen								
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			Maximum gap between any two consecutive (in number of days)		
29th May 2017			13th September 2017			106		
IV. Meeting of Committees								
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 13th September 2017		Two members (including Independent Directors) were present in the meeting.		29th May, 2017		106		
Stakeholders' Relationship Committee 13th September 2017		All three members (including Independent Directors) were present in the meeting.		29th May, 2017		106		
Nomination & Remuneration Committee 13th September 2017		Two members (including Independent Directors) were present in the meeting.						
* This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional								
V. Related Party Transactions								



Subject	Compliance status (Yes/No/NA)refer note below
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	Yes
<p>Note: 1 In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/N.A.. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated.</p>	
<p><b>VI. Affirmations</b></p>	
<p>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 &amp; remuneration committee c. Stakeholders relationship committee 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. 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. Any comments/observations/advice of Board of Directors may be mentioned here: Not Applicable</p>	

For Kamadgiri Fashion Limited



**Siddhant Singh**  
Company Secretary

Place: Mumbai

Date: 12th October 2017



**Compliance Report on Corporate Governance**

**ANNEXURE III**

**I. Affirmations**

Broad heading	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
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)	No	Chairman of Audit Committee, due to his pre-occupation was not able to attend the meeting and hence he had requested for Leave of absence from attending the AGM and Nominated a member of Audit Committee and also Chairperson of Stakeholders' Relationship Committee to address the relevant queries of the Shareholders at the AGM
Presence of Chairperson of the Nomination and Remuneration Committee at the Annual General Meeting.	19(3)	NA	
Whether "Corporate Governance Report" disclosed in Annual Report.	34(3) read with para C of Schedule V	Yes	

**Note:**

- 1 In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/N.A.. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated.
- 2 If the Listed Entity would like to provide any other information the same may be indicated here.

**For Kamadgiri Fashion Limited**



**Siddhant Singh  
Company Secretary**



**Place: Mumbai  
Date: 12th October 2017**