

1. Name of Listed Entity **Kamadgiri Fashion Limited**  
 2. Quarter ending **30-Sep-18**  
 3. Scrip Code **514322**

I. Composition of Board of Directors								
Title (Mr./Ms.)	Name of the Director	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)	Number 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)
Mr.	Pradip Kumar Goenka	00516381	Executive - Chairperson	4/2/1987	N.A.	-	-	-
Mr.	Anil Biyani	00005834	Non-Independent - Non Executive	29/05/2012	N.A.	-	1	-
Mr.	Rahul Mehta	00165521	Independent - Non Executive	26/09/2014	5 years	1	2	-
Mr.	Sanjeev Maheshwari	02431173	Independent - Non Executive	26/09/2014	5 years	1	1	1
Ms.	Bindu Shah	07131459	Independent - Non Executive	25/09/2015	5 years	1	2	1
Mr.	Tilak Goenka	00516464	Executive Director	14/08/2018	N.A.	-	-	-

\*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)
1. Audit Committee	Mr. Sanjeev Maheshwari Mr. Rahul Mehta Ms. Bindu Shah	Chairperson-Non Executive-Independent Non Executive-Independent Non Executive-Independent
2. Nomination & Remuneration Committee	Mr. Rahul Mehta Ms. Bindu Shah Mr. Sanjeev Maheshwari	Chairperson-Non Executive-Independent Non Executive-Independent Non Executive-Independent
3. Risk Management Committee (if applicable)	Not Applicable	



4. Stakeholders' Relationship Committee	Ms. Bindu Shah Mr. Rahul Mehta Mr. Anil Biyani	Chairperson-Non Executive-Independent Non Executive-Independent Non Executive
5. Corporate Social Responsibility Committee	Ms. Pradip Kumar Goenka Mr. Rahul Mehta Mr. Anil Biyani	Executive Non Executive-Independent Non Executive

### 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)
26 May, 2018	14-Aug-18	79

### 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 August 14, 2018	All the three members (including Independent Directors) were present in the meeting.	26 May, 2018	79
Stakeholders Relationship Committee August 14, 2018	All the three members (including Independent Directors) were present in the meeting.	26 May, 2018	79
Nomination and Remuneration Committee August 14, 2018	All the three members (including Independent Directors) were present in the meeting.	26 May, 2018	79

\* 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

#### 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 status is "No" details of non-compliance may be given here.



**VI. Affirmations**

1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. - Yes

**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-
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)	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

Gaurav K. Soni  
Company Secretary & Compliance officer

Place: Mumbai

