KAUSHALYA
INFRASTRUCTURE
An ISO 9001-2008 Company

Date: 12th April, 2021

THE LISTING DEPARTMENT,
BSE Ltd. (Designated Stock Exchange)
PJ Towers, Dalal Street,
Mumbai- 400 001

THE LISTING DEPARTMENT,
National Stock Exchange of India Ltd.
Exchange Plaza, Bandra Kurla Complex,
Bandra (E), Mumbai- 400 051

Stock Code, BSE: 532925
NSE: KAUSHALYA

Dear Sir/ Madam,

Sub: Corporate Governance Report under Regulation 27(2) of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015.

With reference to the above, please find enclosed herewith a copy of the Corporate Governance Report for the quarter ended on 31st March, 2021 as per Regulation 27(2) of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015.

Thanking You,

Yours Faithfully
For Kaushalya Infrastructure Dev. Corp. Ltd.

KAUSHALYA INFRASTRUCTURE DEVELOPMENT CORPORATION LTD. KOLKATA

Sanjay Lal Gupta
Company Secretary

Encl.: As Above

FORMAT OF REPORT ON CORPORATE GOVERNANCE TO BE SUBMITTED BY A LISTED ENTITY ON QUARTERLY BASIS

1. Name of Listed Entity : **KAUSHALYA INFRASTRUCTURE DEVELOPMENT CORPORATION LIMITED**
2. Quarter ending : **MARCH 31, 2021**

I. Composition of Board of Directors

Title (Mr/ Ms)	Name of the Director	PAN [$] & DIN	Category (Chairperson/Executive/ Non-Executive/ Independent/Nominee)[&]	Initial Date of Appointment	Date of Re-appointment	Date of Cessation	Tenure*	Date of Birth	No. of Directorship in listed entities including this listed entity [in reference to Regulation 17A(1)]	No. of Independent Directorship in listed entities including this listed entity [in reference to proviso to regulation 17A(1)]	Number of memberships in Audit/Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulation(s)	No. of post of chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulation(s)
Mr.	Mahesh Mehra	AIZPM1621L & 00086683	Executive Director	4th June, 1992	4th September, 2017	N.A	N.A	17th November, 1955	1 (Whole-time Director)	0	2	0
Mr.	Ram Krishna Mondal	AEJPM2808P & 02065330	Independent Director/ Non- Executive Director	7th May, 2020	28th September, 2020	N.A	5 Years	29th October, 1950	1 (Independent Director)	1	0	0
Mrs.	Minoti Nath	ABSPN8426C & 07017530	Independent Director/ Non-executive Director	13th November, 2014	30th September, 2019	N.A	5 years	28th July, 1956	1 (Independent Director)	1	1	1
Mr.	Sandip Sarkar	ALPPS0815H & 08527653	Independent Director/ Non-executive Director	14th August, 2019	30th September, 2019	N.A	5 years	2nd January, 1956	1 (Independent Director)	1	1	1
Mr.	Tarak Nath Mishra	AECPM5481M & 08845853	Executive Director	29th August, 2020	28th September, 2020	N.A	N.A	5th January, 1969	1 (Whole-time Director)	0	0	0
Mr.	Sanjay Lal Gupta	BRRPG9096B & 08850306	Executive Director	29th August, 2020	28th September, 2020	N.A	N.A	15th September, 1990	1 (Whole-time Director)	0	0	0
		Whether Regular Chairperson appointed : **YES**										
		Whether Chairperson is related to managing director or CEO : **NO**										

KAUSHALYA INFRASTRUCTURE DEVELOPMENT CORPORATION LTD. ★ KOLKATA

$ PAN 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 Committee

Name of Committee	Whether Regular Chairperson appointed	Name of Committee Members	Category (Chairperson/Executive/Non-Executive/Independent/Nominee)$	Date of Appointment	Date of cessation
1. Audit Committee	Yes	1. Sandip Sarkar	Independent Director/Non-executive Director	14-02-2020	N.A.
		2. Minoti Nath	Independent Director/Non-executive Director	23-12-2015	N.A.
		3. Mahesh Mehra	Executive Director	19-05-2006	N.A.
2. Nomination & Remuneration Committee	Yes	1. Ram Krishna Mondal	Independent Director/Non-executive Director	07-05-2020	N.A.
		2. Minoti Nath	Independent Director/Non-executive Director	13-08-2015	N.A.
		3. Sandip Sarkar	Independent Director/Non-executive Director	14-08-2019	N.A
3. Risk Management Committee (if applicable)	Not Applicable				
4. Stakeholder Relationship Committee*	Yes	1. Minoti Nath	Independent Director/Non-executive Director	23-12-2015	N.A.
		2. Sandip Sarkar	Independent Director/Non-executive Director	14-08-2019	N.A.
		3. Mahesh Mehra	Executive Director	19-05-2006	N.A

& Category of directors means executive non-executive/independent/nominee. If a director fits into more than one category write all categories separating 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	Whether requirement of Quorum met*	Number of Directors present*	Number of independent directors present*	Maximum gap between any two consecutive (in number of days)
13-11-2020	13-02-2021	Yes	6	3	92 days

* to be filled in only for the current quarter meetings

IV. Meetings of Committees

Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met*	Number of Directors present*	Number of independent directors present*	Date(s) of Meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days*
Audit Committee 13-02-2021	Yes	3	2	13-11-2020	92 days
Stakeholder's Relationship Committee	Yes	3	2	NA	NA

13-02-2021					

* This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional

** to be filled in only for the current quarter meetings

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 the Audit Committee	N. A

Note:

1. In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/NA. For example, 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.
2. The composition of the following committees is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015
   a. Audit Committee
   b. Nomination & Remuneration Committee
   c. Stakeholders Relationship Committee
   d. Risk management committee (applicable to the top 100 listed entities)
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 the board of directors may be mentioned here.

Name & Designation : Sanjay Lal Gupta
Company Secretary

Format 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		
Item	*Compliance status (Yes/No/NA)* refer note below	*If Yes provide link to website. If No / NA provide reasons*
As per regulation 46(2) of the LODR:		
a) Details of business	Yes	http://www.kaushalya.net/Kaushalya_Profile.pdf
b) Terms and conditions of appointment of independent directors	Yes	http://www.kaushalya.net/draftletterofappointment.htm
c) Composition of various committees of board of directors	Yes	http://www.kaushalya.net/Composition.pdf
d) Code of conduct of board of directors and senior management personnel	Yes	http://www.kaushalya.net/CODE%20OF%20CONDUCT.pdf
e) Details of establishment of vigil mechanism/ Whistle Blower policy	Yes	http://www.kaushalya.net/VIGIL%20MECHANISM.pdf
f) Criteria of making payments to non-executive directors	Yes	http://www.kaushalya.net/RemunerationPolicy.pdf
g) Policy on dealing with related party transactions	Yes	http://www.kaushalya.net/KIDCORELATED.pdf
h) Policy for determining *'material'* subsidiaries	Yes	http://www.kaushalya.net/MATERIAL%20SUBSIDIARY.pdf
i) Details of familiarization programmes imparted to independent directors	Yes	http://www.kaushalya.net/INDEPENDENTDIRECTORS.pdf
j) Email address for grievance redressal and other relevant details	Yes	http://www.kaushalya.net/Contacts.htm
k) Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes	http://www.kaushalya.net/Contacts.htm
l) Financial results	Yes	http://www.kaushalya.net/financial.htm
m) Shareholding pattern	Yes	http://www.kaushalya.net/shareholdingpattern.htm
n) Details of agreements entered into with the media companies and / or their associates	NA	
o) Schedule of analyst or institutional investor meet and presentations made by the listed entity to analysts or institutional investors simultaneously with submission to stock exchange	NA	
p) New name and the old name of the listed entity	NA	
q) Advertisements as per regulation 47 (1)	Yes	http://www.kaushalya.net/AGM_2020_Newspaper_Publication.pdf

r) Credit rating or revision in credit rating obtained by the entity for all its outstanding instruments	NA	
s) Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	Yes	http://www.kaushalya.net/others.htm
As per other regulations of the LODR:		
a) Whether company has provided information under separate section on its website as per Regulation 46(2)	Yes	http://www.kaushalya.net/others.htm
b) Materiality Policy as per Regulation 30	Yes	http://www.kaushalya.net/Policy.pdf
c) Dividend Distribution policy as per Regulation 43A (as applicable)	NA	

It is certified that these contents on the website of the listed entity are correct.

II Annual Affirmations *Particulars*	*Regulation Number*	*Compliance status (Yes/No/NA)* refer note below
Independent director(s) have been appointed in terms of specified criteria of 'independence' and / or 'eligibility'	*16(1)(b) & 25(6)*	Yes
Board composition	*17(1), 17(1A) & 17(1B)*	Yes
Meeting of board of directors	*17(2)*	Yes
Quorum of board meeting	*17(2A)*	Yes
Review of Compliance Reports	*17(3)*	Yes
Plans for orderly succession for appointments	*17(4)*	Yes
Code of Conduct	*17(5)*	Yes
Fees/compensation	*17(6)*	Yes
Minimum Information	*17(7)*	Yes
Compliance Certificate	*17(8)*	Yes
Risk Assessment & Management	*17(9)*	Yes
Performance Evaluation of Independent Directors	*17(10)*	Yes
Recommendation of board	*17(11)*	Yes
Maximum number of directorship	*17A*	Yes
Composition of Audit Committee	*18(1)*	Yes
Meeting of Audit Committee	*18(2)*	Yes
Composition of Nomination & Remuneration Committee	*19(1) & (2)*	Yes
Quorum of Nomination and Remuneration Committee meeting	*19(2A)*	Yes
Meeting of Nomination & Remuneration Committee	*19(3A)*	Yes
Composition of Stakeholder Relationship Committee	*20(1), 20(2) and 20(2A)*	Yes

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Meeting of Stakeholder Relationship Committee	20 (3A)	Yes
Composition and role of Risk Management Committee	21(1),(2),(3),(4)	NA
Meeting of Risk Management Committee	21(3A)	NA
Vigil Mechanism	22	Yes
Policy for related party Transaction	23(1),(1A),(5),(6),(7) & (8)	Yes
Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	NA
Approval for material related party transactions	23(4)	NA
Disclosure of related party transactions on consolidated basis	23(9)	Yes
Composition of Board of Directors of unlisted material subsidiary	24(1)	Yes
Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	Yes
Annual Secretarial Compliance Report	24(A)	Yes
Alternate Director to Independent Director	25(1)	NA
Maximum Tenure	25(2)	Yes
Meeting of independent directors	25(3) & (4)	Yes
Familiarization of independent directors	25(7)	Yes
Declaration from Independent Director	25(8) & (9)	Yes
Directors and Officers insurance	25(10)	NA
Memberships in Committees	26(1)	Yes
Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes
Disclosure of Shareholding by Non- Executive Directors	26(4)	Yes
Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	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.* 3 *If the Listed Entity would like to provide any other information the same may be indicated here.*
III Affirmations: The Listed Entity has approved the Material Subsidiary Policy and the Corporate Governance requirements with respect to the subsidiary of Listed Entity have been complied.
Sanjay Lal **Name & Designation: Sanjay Lal Gupta** **Company Secretary** KAUSHALYA INFRASTRUCTURE DEVELOPMENT CORPORATION LTD. ★ KOLKATA