

Date: 13th January, 2020.



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 and 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 December, 2019 as per Regulation 27(2) of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 read with SEBI Circular SEBI/HO/CFD/CMD1/CIR/P/2019/78 dated 16th July, 2019.

This is for your reference and record.

Thanking You,

Yours Faithfully,
For Kaushalya Infrastructure Development Corporation Ltd.


Sanjay Lal Gupta
Company Secretary



Encl.: As stated above

KAUSHALYA INFRASTRUCTURE DEVELOPMENT CORPORATION LIMITED

HB 170, Sector III, Salt Lake, Kolkata 700 106, Ph & Fax : 91-33-2334 4148

Email : info@kaushalya.net, Website : <http://www.kaushalya.net>

CIN - L51216WB1992PLC055629

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 : DECEMBER 31, 2019

I. Composition of Board of Directors												
Title (Mr/Ms)	Name of the Director	PAN ¹ & DIN	Category (Chairperson/Executive/Non-Executive/Independent/Nominee) ²	Initial Date of Appointment	Date of Re-appointment	Date of Cessation	Tenure ³	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	4 th June, 1992	4 th September, 2017	N.A	N.A	17 th November, 1955	1 (Whole-time Director)	0	2	0
Mr.	Asoke Das	AFPPD7522Q & 07691831	Independent Director/ Non-executive Director	30 th December, 2016	11 th September, 2017	N.A	5 years	10 th December, 1944	1 (Independent Director)	1	2	0
Mrs.	Minoti Nath	ABSPN8426C & 07017530	Independent Director/ Non-executive Director	13 th November, 2014	30 th September, 2019	N.A	5 years	28 th July, 1956	1 (Independent Director)	1	0	2
Mr.	Sandip Sarkar	ALPPS0815H & 08527653	Independent Director/ Non-executive Director	14 th August, 2019	30 th September, 2019	N.A	5 years	2 nd January, 1956	1 (Independent Director)	1	0	0
Whether Regular Chairperson appointed : YES												
Whether Chairperson is related to managing director or CEO : NO												
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) ⁴		Date of Appointment		Date of Cessation			
1. Audit Committee		Yes	1. Minoti Nath		Independent Director/Non-executive Director		23-12-2015				N.A	
			2. Asoke Das		Independent Director/Non-executive Director		30-12-2016				N.A	
			3. Mahesh Mehra		Executive Director		19-05-2016				N.A	
2. Nomination & Remuneration Committee		Yes	1. Minoti Nath		Independent Director/Non-executive Director		13-08-2015				N.A	
			2. Asoke Das		Independent Director/Non-executive Director		30-12-2016				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. Mahesh Mehra 2. Asoke Das 3. Minoti Nath	Executive Director Independent Director/Non-executive Director Independent Director/Non-executive Director	19-05-2006 30-12-2016 23-12-2015	N.A. N.A. 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)
14-08-2019	14-11-2019	Yes	4	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					
14-11-2019	Yes	3	2	14-08-2019	92 days

* 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/N.A) 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:

- In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/N.A. 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.
- If status is "No" details of non-compliance may be given here.

VI. Affirmations

- The composition of Board of Directors is in terms of SEBI (Listing Obligations and Disclosure requirements) Regulations, 2015.
- The composition of the following committees is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015
 - Audit Committee
 - Nomination & Remuneration Committee
 - Stakeholders Relationship Committee
 - Risk management committee (applicable to the top 100 listed entities)
- The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
- 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.
- 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

Kolkata-106