Kalpataru Engineering Ltd.

18, Rabindra Sarani Poddar Court, Gate No. 4, 4th Floor, Room No. 4 Kolkata-700001
CIN No. L27104WB1980PLC033133; Website: www.kalpataruengineering.co.in
Email ID: kalpataruenggltd@gmail.com; Phone: (033) 4001-9900

Dated: 21th Sept., 2024

To
The Calcutta Stock Exchange Ltd
7, Lyons Range,
Kolkata – 700 001

Dear Sir/ Madam,

Sub: Corporate Governance Report as under Regulation 27(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the quarter ended 30th September, 2024.

Script Code: 021104

Please find enclosed herewith the Compliance Report on Corporate Governance as under Regulation 27(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in prescribed format for the quarter ended 30th September, 2024.

Thanking You.

Yours faithfully,

For Kalpataru Engineering Ltd.

KALPATARU ENGINEERING LTD. KOLKATA

Sailen Roy

SAILEN ROY
Managing Director
DIN No.09673558

Corporate Governance Format to be submitted by listed entity on quarterly basis

1. Name of Listed Entity: **KALPATARU ENGINEERING LTD.**

2. Quarter ending: **30/09/2024**

Title	Name of the Director	PAN & DIN		Category 1	Category 2	Category 3	Date of Birth	Whether special resolution passed?	**Date of passing special resolution**	Initial Date of Appointment	Date of Re-appointment	Date of cessation	Tenure*	No of Directorship in listed entities including this listed entity	No of Independent Directorship in listed entities	Number of memberships in Audit/ Stakeholder Committee(s)	No of post of Chairperson in Audit/ Stakeholder Committee
Whether the listed entity has a Regular Chairperson				**Yes**													
Whether Chairperson is related to MD or CEO				**No**													
Mr	CHANDAN SHAW	JTTPS5420R	08943210	Executive Director	Chairperson		03/02/1986	NA		09/11/2020	-		0	1	0	2	0
Mrs	SHYAM ALI SINGH	LZSPS4870C	08943224	Non-Executive-Independent Director	Not Applicable		08/06/1990	Yes	28/09/2021	09/11/2020	-		36	1	0	0	0
Mr	SAILEN ROY	CMOPR7090H	09673558	Executive Director	Not Applicable	Managing Director	01/01/1973	NA		20/09/2022	23/08/2023		0	1	0	0	0
Mrs	GUDDI SONI	DPSPS7973Q	09814314	Non-Executive-Independent Director	Not Applicable		17/09/1982	Yes	18/09/2023	23/08/2023	-		13	1	1	0	2
Mr	ANIL SHAW	CDYPS5918N	08243482	Non-Executive-Independent Director	Not Applicable		08/05/1985	Yes	18/09/2023	23/08/2023	-		13	1	1	2	0

KALPATARU ENGINEERING LTD. KOLKATA

Composition of Committees

Audit Committee Details

Whether the Audit Committee has a Regular Chairperson			**Yes**		
DIN Number	**Name of Committee members**	**Category I of Directors**	**Category 2 of Directors**	**Date of Appointment**	**Date of Cessation**
09814314	GUDDI SONI	Non-Executive-Independent Director	Chairperson	23/08/2023	
08943210	CHANDAN SHAW	Executive Director	Member	09/11/2020	
08243482	ANIL SHAW	Non-Executive -Independent Director	Member	23/08/2023	

Nomination & Remuneration Committee

Whether the Nomination and remuneration committee has a Regular Chairperson				**Yes**	
DIN Number	**Name of Committee members**	**Category I of Directors**	**Category 2 of Directors**	**Date of Appointment**	**Date of Cessation**
09814314	GUDDI SONI	Non-Executive - Independent Director	Chairperson	23/08/2023	
08243482	ANIL SHAW	Non-Executive - Independent Director	Member	23/08/2023	
08943224	SHYAMALI SINGH	Non-Executive - Independent Director	Member	09/11/2020	

KALPATARU ENGINEERING LTD. KOLKATA

Stakeholders Relationship Committee					
Whether the Stakeholders Relationship Committee has a Regular Chairperson				Yes	
DIN Number	**Name of Committee members**	**Category I of Directors**	**Category 2 of Directors**	**Date of Appointment**	**Date of Cessation**
09814314	GUDDI SONI	Non-Executive - Independent Director	Chairperson	23/08/2023	
08943210	CHANDAN SHAW	Executive Director	Member	09/11/2020	
08243482	ANIL SHAW	Non-Executive - Independent Director	Member	23/08/2023	

Risk Management Committee			
Name of Committee members	**Category**	**Date of Appointment**	**Cessation**

Corporate Social Responsibility Committee			
Name of Committee members	**Category**	**Date of Appointment**	**Cessation**

Other Committee		
Name of Committee members	**Name of other Committee**	**Category**

KALPATARU ENGINEERING LTD. KOLKATA

Meeting of Board of Directors				
Dates of Meeting (Enter Previous and current quarter date in chronological order)	**Maximum gap (between dates) in number of days**	**Whether requirement of Quorum met (Yes/No)**	**No of Director(s) Present (including Independent Director(s))**	**No of Independent Director(s) attending the meeting**
15/05/2024	0	Yes	5	3
25/05/2024	9	Yes	5	3
09/08/2024	76	Yes	5	3
28/08/2024	19	Yes	5	3

Meeting of Committees						
Committee Name	**Dates of Meeting (Enter Previous and current quarter date in chronological order)**	**Maximum gap (between dates) in number of days**	**Whether requirement of Quorum met (Yes/No)**	**No of Director(s) Present (including Independent Director(s))**	**No of Independent Director(s) attending the meeting**	**Other Committee Name**
Audit Committee	15/05/2024	0	Yes	3	2	0
Audit Committee	25/05/2024	9	Yes	3	2	0
Audit Committee	09/08/2024	76	Yes	3	2	0
Nomination & Remuneration Committee	15/05/2024	0	Yes	3	3	0
Nomination & Remuneration Committee	28/08/2024	105	Yes	3	3	0
Stakeholder Relationship Committee	15/05/2024	0	Yes	3	2	0
Stakeholder Relationship Committee	28/08/2024	105	Yes	3	2	0

KALPATARU ENGINEERING LTD. KOLKATA

Related Party Transactions

Subject	Compliance status (Yes/No/NA)	If status is "No" details of Non-compliance
Whether prior approval of audit committee obtained	NA	
Whether shareholder approval obtained for material RPT	NA	
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	NA	

KALPATARU ENGINEERING LTD.
KOLKATA

Annexure 1

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 the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee	Yes
3	The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	Yes
4	The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	Yes
5	The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 1000 listed entities)	NA
6	The committee members have been made aware of their powers, role and responsibilities as specified in 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 asspecified in 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 1

Sr	Subject	Compliance status
1	Name of signatory	SAILEN ROY
2	Designation	MANAGING DIRECTOR

KALPATARU ENGINEERING LTD. KOLKATA

Additional Half yearly Disclosure			
Applicability of disclosure	Not Applicable		
Reason for Non-Applicability	Not Applicable		
I. Disclosure of Loans/ guarantees/comfort letters /securities etc. refer note below			
(A)Any loan or any other form of debt advanced by the listed entity directly or indirectly to			
Entity	Aggregate amount advanced during six months	Balance outstanding at theend of six months	
Promoter or any other entity controlled by them			
Promoter Group or any other entity controlled bythem			
Directors (including relatives) or any other entitycontrolled by them			
KMPs or any other entity controlled by them			
(B) Any guarantee / comfort letter (by whatever name called) provided by the listed entity directly orindirectly, in connection with any loan(s) or any other form of debt availed By			
Entity	Type (guarantee, comfort letter etc.)	Aggregate amount of issuance during six months	Balance outstanding at the end of six months(taking into account any invocation)
Promoter or any other entity controlled by them			
Promoter Group or any other entity controlled bythem			
Directors (including relatives) or any other entitycontrolled by them			
KMPs or any other entity controlled by them			
(C) Any security provided by the listed entity directly or indirectly, in connection with any loan(s) or anyother form of debt availed by			

KALPATARU ENGINEERING LTD. KOLKATA

Entity	Type of security (cash, shares etc.)	Aggregate value ofsecurity provided during six months	Balance outstanding at the end of six months
Promoter or any other entity controlled by them			
Promoter Group or any other entity controlled bythem			
Directors (including relatives) or any other entity controlled by them			
KMPs or any other entity controlled by them			
(D) Additional Information			

II. Affirmations

Affirmations	Compliance Status	Company Remarks
All loans (or other form of debt), guarantees, comfort letters (by whatever name called) orsecurities in connection with any loan(s) (or other form of debt) given directly or indirectly by the listed entity to promoter(s), promoter group, director(s) (including their relatives), key managerial personnel (including their relatives) or any entity controlled by them are in the economic interest of the company.		
Name		
Designation		
Place		
Date		

Signatory Details	
Name of signatory	SAILEN ROY
Designation of person	Managing Director
Place	Kolkata
Date	21-10-2024

KALPATARU ENGINEERING LTD. * KOLKATA