

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

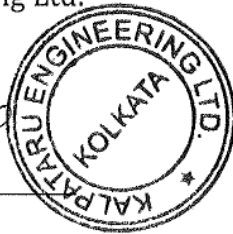
Please find enclosed herewith the Compliance Report on Corporate Governance as under Regulation 27(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 in prescribed format for the quarter ended 30th September, 2024.

Thanking You.

Yours faithfully,

For Kalpataru Engineering Ltd.

Sailen Roy



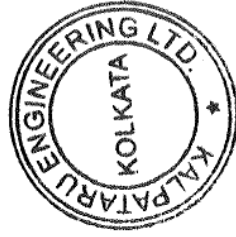
SAILEN ROY
Managing Director
DIN No.09673558

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**

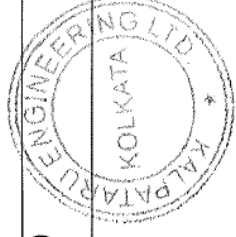
Whether the listed entity has a Regular Chairperson		Yes														
Whether Chairperson is related to MD or CEO		No														
Tit le	Name of the Director	PAN & DIN	Category 1	Category 2	Category 3	Date of Birth	Whether special resolution passed?	Date of passing special resolution	Initial Date 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
Mr	CHANDAN SHAW	JTTPS5420R	Executive Director	Chairperson		03/02/1986	NA		09/11/2020	-		0	1	0	2	0
Mr s	SHYAMALI SINGH	LZSPS4870C	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	Executive Director	Not Applicable	Managing Director	01/01/1973	NA		20/09/2022	23/08/2023		0	1	0	0	0
Mr s	GUDDI SONI	DPSPS7973Q	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	Non-Executive-Independent Director	Not Applicable		08/05/1985	Yes	18/09/2023	23/08/2023	-		13	1	1	2	0



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
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
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



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



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 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



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	



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 as specified 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



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 the end of six months		
Promoter or any other entity controlled by them				
Promoter Group or any other entity controlled by them				
Directors (including relatives) or any other entity controlled 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 or indirectly, 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 by them				
Directors (including relatives) or any other entity controlled 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 any other form of debt availed by				



Entity	Type of security (cash, shares etc.)	Aggregate value of security 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 by them			
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) or securities 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

