# 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: 16th July, 2025**

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 June, 2025**

**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 June, 2025.

Thanking You.

Yours faithfully,

For Kalpataru Engineering Ltd.

KALPATARU ENGINEERING LTD. KOLKATA

Mukesh Agarwal

**Mukesh Agarwal**
**Company Secretary and Compliance Officer**

| General information about company | |
|---|---|
| Scrip code | 021104 |
| NSE Symbol | NOTLISTED |
| MSEI Symbol | NOTLISTED |
| ISIN | INE484L01015 |
| Name of the entity | **KALPATARU ENGINEERING LTD** |
| Date of start of financial year | 01-04-2025 |
| Date of end of financial year | 31-03-2026 |
| Reporting Quarter | Quarterly |
| Date of Report | 30-06-2025 |
| Risk management committee | Not Applicable |
| Market Capitalization as per immediate previous Financial Year | Any Other |

KALPATARU ENGINEERING LTD.
KOLKATA

## I. Composition of Board of Directors

| | |
|---|---|
| Whether the listed entity has a Regular Chairperson | **Yes** |
| Whether Chairperson is related to MD or CEO | **No** |

| Title | Name of the Director | PAN & DIN | | Category 1 | Category 2 | Category 3 | Date of Birth | Whether the director is disqualified ? | Current Status | 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 including this listed entity | Number of memberships in Audit/ Stakeholder Committee(s) | No of post of Chairperson in Audit/ Stakeholder Committee |
|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|---|
| Mr | CHANDAN SHAW | JTTPS5420R | 08943210 | Executive Director | Chairperson | | 03/02/1986 | No | Active | NA | | 09/11/2020 | | | 0 | 1 | 0 | 2 | 0 |
| Mrs | SHYAMALI SINGH | LZSPS4870C | 08943224 | Non-Executive-Independent Director | Not Applicable | | 08/06/1990 | No | Active | Yes | 28/09/2021 | 09/11/2020 | | | 42 | 1 | 1 | 0 | 0 |
| Mr | SAILEN ROY | CMOPR7090H | 09673558 | Executive Director | Not Applicable | Managing Director | 01/01/1973 | No | Active | 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 | No | Active | Yes | 18/09/2023 | 23/08/2023 | | | 19 | 1 | 1 | 0 | 2 |
| Mr | ANIL SHAW | CDYPS5918N | 08243482 | Non-Executive-Independent Director | Not Applicable | | 08/05/1985 | No | Active | Yes | 18/09/2023 | 23/08/2023 | | | 19 | 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)** | **Total Number of Directors as on date of the meeting** | **No of Director(s) Present (including Independent Director(s))** | **No of Independent Director(s) attending the meeting** |
| 29/01/2025 | 0 | Yes | 5 | 5 | 3 |
| 02/04/2025 | 62 | Yes | 5 | 5 | 3 |
| 29/04/2025 | 26 | Yes | 5 | 4 | 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)** | **Total Number of Directors in the committee as on the date of the meeting** | **No of Director(s) Present (including Independent Director(s))** | **No of Independent Director(s) attending the meeting** | **No. of members attending the meeting (other than Board of Directors)** |
| Audit Committee | 29/01/2025 | 0 | Yes | 3 | 3 | 2 | 0 |
| Audit Committee | 29/04/2025 | 89 | Yes | 3 | 3 | 2 | 0 |
| Nomination & Remuneration Committee | 29/04/2025 | 0 | Yes | 3 | 3 | 3 | 0 |
| Stakeholder Relationship Committee | 29/01/2025 | 0 | Yes | 3 | 3 | 2 | 0 |
| Stakeholder Relationship Committee | 29/04/2025 | 89 | Yes | 3 | 3 | 2 | 0 |

KALPATARU ENGINEERING LTD. KOLKATA

| Details of Cyber Security incidence | | | |
|---|---|---|---|
| Whether as per Regulation 27(2)(ba) of SEBI(LODR) Regulations, 2015 there has been cyber security incidents or breaches or loss of data or documents during the quarter | | | No |
| Date of the event | | Brief details of the event | |

**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 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: | |

KALPATARU ENGINEERING LTD. KOLKATA

**Annexure 1**

| Sr | Subject | Compliance status |
|---|---|---|
| 1 | Name of signatory | MUKESH AGARWAL |
| 2 | Designation | COMPANY SECRETARY & COMPLIANCE OFFICER |

KALPATARU ENGINEERING LTD. KOLKATA

**Signatory Details**

| Signatory Details | |
|---|---|
| Name of Signatory | MUKESH AGARWAL |
| Designation | COMPANY SECRETARY & COMPLIANCE OFFICER |
| Place | KOLKATA |
| Date | 16/07/2024 |