



# KAMDHENU LIMITED

(Formerly known as Kamdhenu Ispat Limited)

2nd Floor, Tower - A, Building No. 9, DLF Cyber City, Phase - III, Gurgaon  
Pin: 122002, (Haryana) Phone: - 0124 - 4604500, Fax: 0124 - 4218524  
E-mail: kamdhenu@kamdhenulimited.com, website: www.kamdhenulimited.com

15<sup>th</sup> July, 2016

To,  
The Manager- Listing  
National Stock Exchange of India Limited,  
Exchange Plaza, Bandra Kurla Complex,  
Bandra(E), Mumbai-400 051

Ref: Security Code: KAMDHENU

Sub: Quarterly Compliance Under Regulation 27 (2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 for the quarter ended 30.06.2016.

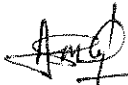
Dear Sir,

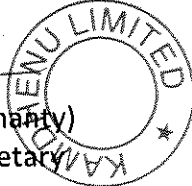
With reference to the captioned subject, please find enclosed herewith the Compliance Report on Corporate Governance for the quarter ended 30.06.2016.

Please take the same on your record.

Thanking you,  
Yours truly,

For Kamdhenu Limited,

  
(Jogeswar Mohanty)  
Company Secretary





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## ANNEXURE-I

### Format to be submitted by listed entity on quarterly basis

1. Name of Listed Entity - Kamdhenu Limited
2. Quarter ending - 30-Jun-2016

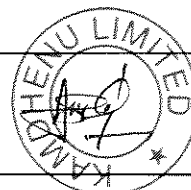
I. Composition of Board of Directors										
Title (Mr./Ms)	Name of the Director	DIN	PAN	Category (Chairperson /Executive /Non-Executive/ Independent/ Nominee)	Date of Appointment	Date of cessation	Tenure	No of Directorship in listed entities including this listed entity	No of membership in Audit/ Stakeholder Committee (s) including this listed entity	No of post of Chair person in Audit/ Stake holder Committee held in listed entities including this listed entity
Mr.	Satish Kumar Agarwal	00005981	ACOPA8349L	C & ED	01-Apr-2014		3	1	0	0
Mr.	Sunil Kumar Agarwal	00005973	ACOPA8324B	ED	01-Apr-2014		3	1	1	0
Mr.	Saurabh Agarwal	00005970	ACOPA8350M	ED	01-Apr-2014		3	1	1	0
Mr.	Sachin Agarwal	01188710	ACOPA8348M	ED	01-Apr-2014		3	1	0	0
Mr.	Mahendra Kumar Doogar	00319034	AEOPD3677C	ID	01-Apr-2014		5	6	8	4
Mr.	Radha Krishna Pandey	00190017	AGEPP1748E	ID	01-Apr-2014		5	5	4	2
Mr.	Ramesh Chand Surana	00089854	AASPS8226L	ID	01-Apr-2014		5	1	2	0
Mrs.	Nishal Jain	06934656	AFDP11240F	ID	31-Jul-2014		4.8	1	0	0

### II. Composition of Committees

Audit Committee			
Sr. No.	Name of the Director	Category	Chairperson/Membership
1	Sunil Kumar Agarwal	ED	Member
2	Mahendra Kumar Doogar	ID	Chairperson
3	Radha Krishna Pandey	ID	Member
4	Ramesh Chand Surana	ID	Member

Stakeholders Relationship Committee			
Sr. No.	Name of the Director	Category	Chairperson/Membership
1	Saurabh Agarwal	ED	Member
2	Mahendra Kumar Doogar	ID	Chairperson
3	Ramesh Chand Surana	ID	Member

Risk Management Committee			
Sr. No.	Name of the Director	Category	Chairperson/Membership
Not Applicable			



#### Nomination and Remuneration Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership
1	Mahendra Kumar Doogar	ID	Chairperson
2	Radha Krishna Pandey	ID	Member
3	Ramesh Chand Surana	ID	Member

#### Corporate Social Responsibility Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership
1	Satish Kumar Agarwal	C&ED	Chairperson
2	Sunil Kumar Agarwal	ED	Member
3	Mahendra Kumar Doogar	ID	Member

#### 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	Maximum gap between any two consecutive (in number of days)
13-Feb-2016	27-May-2016	103

#### IV. Meeting of Committees

Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met(details)	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive (in number of days)
27-May-2016	Yes	13-Feb-2016	103
27-May-2016	Yes	13-Feb-2016	
27-May-2016	Yes	13-Feb-2016	

#### V. Related Party Transactions

Subject	Compliance status (Yes/No/NA)
Whether prior approval of audit committee obtained	Not Applicable
Whether shareholder approval obtained for material RPT	Not Applicable
Whether details of RPT entered in to pursuant to omnibus approval have been reviewed by Audit Committee	Not Applicable

#### VI. Affirmations

- The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. - **Yes**
- The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015
  - Audit Committee - **Yes**
  - Nomination & remuneration committee - **Yes**
  - Stakeholders relationship committee - **Yes**
  - Risk management committee (applicable to the top 100 listed entities) - **Not applicable**
- 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**
- 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**
- This report and/or the report submitted in the previous quarter has been placed before Board of Directors. - **Yes**
  - Any comments/observations/advice of Board of Directors may be mentioned here: **Not Applicable**

Name : Jogeswar Mohanty  
Designation : Company Secretary

