

**ANNEXURE I**

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

1. Name of Listed Entity - **DS Kulkarni Developers Limited**  
 2. Quarter ending - **31-Mar-2017**

| <b>I. Composition of Board of Directors</b> |                             |          |            |  |                     |                   |        |  |   |  |
|---|-----------------------------|----------|------------|--|---------------------|-------------------|--------|--|---|--|
| Title (Mr./Ms)                              | Name of the Director        | DI N     | P A N      | 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 memberships in Audit/ Stakeholder Committee(s) including this listed entity | No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity |
| Mr.   | Deepak Sakhararam Kulkarni  | 00394027 | ABKPK4347H | C & ED   | 01-Oct-2016         |                   | 5      | 1  | 2   | 0  |
| Mr.   | K.K. Taparia                | 01829829 | ABEPT3216C | NED,ID   | 30-Sep-2014         |                   | 5      | 2  | 1   | 1  |
| Mr.   | Dr. Vijaykumar Nathu Jagtap | 02555240 | ADUPJ2311G | NED,ID   | 20-Dec-2016         |                   | 1      | 1  | 2   | 1  |
| Mrs.  | Uma Anil Pansare            | 07511192 | ABGPP3997A | NED,ID   | 20-Dec-2016         |                   | 1      | 1  | 1   | 0  |
| Mr.   | Sahindra Jagannath          | 07352920 | AIAPB7130Q | NED,ID   | 18-Mar-2017         |                   | 0.5    | 1  | 0   | 0  |

|  |             |  |  |  |  |  |  |  |  |  |
|--|-------------|--|--|--|--|--|--|--|--|--|
|  | Bha<br>wale |  |  |  |  |  |  |  |  |  |
|--|-------------|--|--|--|--|--|--|--|--|--|

## II. Composition of Committees

| <b>Audit Committee</b> |                             |                 |                               |
|------------------------|-----------------------------|-----------------|-------------------------------|
| <i>Sr. No.</i>         | <i>Name of the Director</i> | <i>Category</i> | <i>Chairperson/Membership</i> |
| 1                      | Dr. Vijaykumar Nathu Jagtap | NED,ID          | Member                        |
| 2                      | K.K. Taparia                | NED,ID          | Chairperson                   |
| 3                      | Deepak Sakharam Kulkarni    | C & ED          | Member                        |

| <b>Stakeholders Relationship Committee</b> |                             |                 |                               |
|--|-----------------------------|-----------------|-------------------------------|
| <i>Sr. No.</i>                             | <i>Name of the Director</i> | <i>Category</i> | <i>Chairperson/Membership</i> |
| 1  | Dr. Vijaykumar Nathu Jagtap | NED,ID          | Chairperson                   |
| 2  | Uma Anil Panse              | NED,ID          | Member                        |
| 3  | Deepak Sakharam Kulkarni    | C & ED          | Member                        |

| <b>Risk Management Committee</b> |                             |                 |                               |
|----------------------------------|-----------------------------|-----------------|-------------------------------|
| <i>Sr. No.</i>                   | <i>Name of the Director</i> | <i>Category</i> | <i>Chairperson/Membership</i> |
|                                  |                             |                 |                               |

| <b>Nomination and Remuneration Committee</b> |                             |                 |                               |
|--|-----------------------------|-----------------|-------------------------------|
| <i>Sr. No.</i>                               | <i>Name of the Director</i> | <i>Category</i> | <i>Chairperson/Membership</i> |
| 1  | Dr. Vijaykumar Nathu Jagtap | NED,ID          | Member                        |
| 2  | Uma Anil Panse              | NED,ID          | Member                        |
| 3  | K.K. Taparia                | NED,ID          | Chairperson                   |

| <b>III. Meeting of Board of Directors</b>                  |  |  |
|--|--|--|
| <i>Date(s) of Meeting (if any) in the previous quarter</i> | <i>Date(s) of Meeting (if any) in the relevant quarter</i> | <i>Maximum gap between any two consecutive (in number of days)</i> |
| 02-Dec-2016  | 04-Feb-2017  | 45   |
| 03-Dec-2016  | 18-Mar-2017  |  |
| 20-Dec-2016  |  |  |

| <b>IV. Meeting of Committees</b>    |  |  |  |  |
|-------------------------------------|--|--|--|--|
| <i>Name of the committee</i>        | <i>Date(s) of meeting of the committee in the relevant quarter</i> | <i>Whether requirement of Quorum met (details)</i> | <i>Date(s) of meeting of the committee in the previous quarter</i> | <i>Maximum gap between any two consecutive (in number of days)</i> |
| Audit Committee                     | 04-Feb-2017  | Yes  | 03-Dec-2016  | 62   |
| Nomination & Remuneration Committee |  | Yes  | 17-Nov-2016  |  |
| Nomination & Remuneration Committee | 04-Feb-2017  | Yes  | 20-Dec-2016  |  |
| Nomination & Remuneration Committee | 18-Mar-2017  | Yes  |  |  |

| <b>V. Related Party Transactions</b>   |                                      |
|--|--------------------------------------|
| <b>Subject</b>   | <b>Compliance status (Yes/No/NA)</b> |
| Whether prior approval of audit committee obtained   | Not Applicable                       |
| Whether shareholder approval obtained for material RPT   | Not Applicable                       |
| Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee | Yes                                  |

#### **VI. Affirmations**

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**
  - b. Nomination & remuneration committee - **Yes**
  - c. Stakeholders relationship committee - **Yes**
  - d. Risk management committee (applicable to the top 100 listed entities) - **Not applicable**
3. 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**
4. 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**
5. a. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. - **Yes**  
 b. Any comments/observations/advice of Board of Directors may be mentioned here:

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**Name** : **Rohit Purandare**  
**Designation** : **Company Secretary & Compliance Office**

## ANNEXURE II

### **Format to be submitted by listed entity at the end of the financial year (for the whole of financial year)**

| <b>I. Disclosure on website in terms of Listing Regulations</b>   |                                      |                                      |
|---|--------------------------------------|--------------------------------------|
| <b>Item</b>   | <b>Compliance status (Yes/No/NA)</b> |                                      |
| Details of business   | Yes                                  |                                      |
| Terms and conditions of appointment of independent directors  | Yes                                  |                                      |
| Composition of various committees of board of directors   | Yes                                  |                                      |
| Code of conduct of board of directors and senior management personnel   | Yes                                  |                                      |
| Details of establishment of vigil mechanism/ Whistle Blower policy  | Yes                                  |                                      |
| Criteria of making payments to non-executive directors  | Yes                                  |                                      |
| Policy on dealing with related party transactions   | Yes                                  |                                      |
| Policy for determining 'material' subsidiaries  | Yes                                  |                                      |
| Details of familiarization programmes imparted to independent directors   | Yes                                  |                                      |
| Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances | Yes                                  |                                      |
| email address for grievance redressal and other relevant details  | Yes                                  |                                      |
| Financial results   | Yes                                  |                                      |
| Shareholding pattern  | Yes                                  |                                      |
| Details of agreements entered into with the media companies and/or their associates   | Not Applicable                       |                                      |
| New name and the old name of the listed entity  | Not Applicable                       |                                      |
| <b>II Annual Affirmations</b>   |                                      |                                      |
| <b>Particulars</b>  | <b>Regulation Number</b>             | <b>Compliance status (Yes/No/NA)</b> |
| <i>Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'</i>                | 16(1)(b) & 25(6)                     | Yes                                  |
| <i>Board composition</i>  | 17(1)                                | Yes                                  |
| <i>Meeting of Board of directors</i>  | 17(2)                                | Yes                                  |
| <i>Review of Compliance Reports</i>   | 17(3)                                | Yes                                  |
| <i>Plans for orderly succession for appointments</i>  | 17(4)                                | Yes                                  |
| <i>Code of Conduct</i>  | 17(5)                                | Yes                                  |
| <i>Fees/compensation</i>  | 17(6)                                | Not Applicable                       |
| <i>Minimum Information</i>  | 17(7)                                | Yes                                  |
| <i>Compliance Certificate</i>   | 17(8)                                | Yes                                  |
| <i>Risk Assessment &amp; Management</i>   | 17(9)                                | Yes                                  |
| <i>Performance Evaluation of Independent Directors</i>  | 17(10)                               | Yes                                  |
| <i>Composition of Audit Committee</i>   | 18(1)                                | Yes                                  |
| <i>Meeting of Audit Committee</i>   | 18(2)                                | Yes                                  |
| <i>Composition of nomination &amp; remuneration committee</i>   | 19(1) & (2)                          | Yes                                  |
| <i>Composition of Stakeholder Relationship Committee</i>  | 20(1) & (2)                          | Yes                                  |
| <i>Composition and role of risk management committee</i>  | 21(1),(2),(3),(4)                    | Not Applicable                       |
| <i>Vigil Mechanism</i>  | 22                                   | Yes                                  |
| <i>Policy for related party Transaction</i>   | 23(1),(5),(6),(7) & (8)              | Yes                                  |

|  |                         |                |
|--|-------------------------|----------------|
| <i>Prior or Omnibus approval of Audit Committee for all related party transactions</i>                                   | 23(2), (3)              | Yes            |
| <i>Approval for material related party transactions</i>  | 23(4)                   | Not Applicable |
| <i>Composition of Board of Directors of unlisted material Subsidiary</i>   | 24(1)                   | Not Applicable |
| <i>Other Corporate Governance requirements with respect to subsidiary of listed entity</i>                               | 24(2),(3),(4),(5) & (6) | Yes            |
| <i>Maximum Directorship &amp; Tenure</i>   | 25(1) & (2)             | Yes            |
| <i>Meeting of independent directors</i>  | 25(3) & (4)             | Yes            |
| <i>Familiarization of independent directors</i>  | 25(7)                   | Yes            |
| <i>Memberships in Committees</i>   | 26(1)                   | Yes            |
| <i>Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel</i> | 26(3)                   | Yes            |
| <i>Disclosure of Shareholding by Non-Executive Directors</i>   | 26(4)                   | Not Applicable |
| <i>Policy with respect to Obligations of directors and senior management</i>   | 26(2) & 26(5)           | Yes            |

### III Affirmations:

The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied. - **Yes**

**Name** : **Rohit Purandare**  
**Designation** : **Company Secretary & Compliance Office**