

CORPORATE GOVERNANCE REPORT

(Regulation 27(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

ANNEXURE - I

1. Name of Listed Entity – Navkar Corporation Limited

2. Quarter ending – 30th June, 2018

I. Composition of Board of Directors								
Title Mr. / Ms.	Name of the Director	PAN [§] and DIN	Category (Chairperson/ Executive/ Non - Executive/ Independent/ Nominee ^{&})	Date of appointment in the current term / cessation	Tenure*	No. of Directorship in listed entities including this listed entity (Refer Regulation 25(1) of Listing Regulations)	No. of memberships in Audit / Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No. of post of Chairpers on in Audit / Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)
Mr.	Shantilal Jayavantraj Mehta	PAN - ACUPM2302F DIN – 00134162	Chairman - Executive	01 st October, 2017	-	One	One	None
Mr.	Nemichand Jayavantraj Mehta	PAN – AMCPM6064C DIN – 01131811	Executive	1 st September, 2016	-	One	One	None
Mr.	Ashok Kumar Thakur	PAN – ABHPT9653J DIN – 07573726	Non Executive - Independent	25 th January, 2017	18 Months	Three	Four	Three
Ms.	Pooja Goyal	PAN- AIRPG0214F DIN-07813296	Non Executive - Independent	14 th December, 2017	7 Months	Two	Two	None

[§]PAN number of any director would not be displayed on the website of Stock Exchange.

[&]Category of directors means executive/non-executive/independent/Nominee. if a director fits into more than one category write all categories separating them with hyphen.

* To be filled only for Independent Director. Tenure would mean total period from which Independent director is serving on Board of directors of the listed entity in continuity without any cooling off period.

Note- Mr. Lalit Menghnani who was appointed as an Independent Director w.e.f. 12th September, 2014 has resigned w.e.f. 25th May, 2018.



II. Composition of Committees		
Name of Committee	Name of Committee Members	Category (Chairperson/ Executive/ Non-executive/ Independent/ Nominee ⁶)
1. Audit Committee	1. Mr. Ashok Kumar Thakur 2. Ms. Pooja Goyal 3. Mr. Nemichand J Mehta	Chairperson (of Committee) - Non executive - Independent Non executive - Independent Executive Executive Director
# 2. Nomination & Remuneration Committee	1. Mr. Ashok Kumar Thakur 2. Ms. Pooja Goyal	Non executive - Independent Non executive - Independent
3. Stakeholders Relationship Committee	1. Mr. Ashok Kumar Thakur 2. Ms. Pooja Goyal 3. Mr. Shantilal Jayavantraj Mehta	Chairman (of Committee) – Non executive - Independent Non executive - Independent Chairman (of Company) - Executive
<p>⁶Category of directors means executive/non-executive/independent/Nominee. If a director fits into more than one category write all categories separating them with hyphen.</p> <p># Note- Mr. Lalit Menghnani who was appointed as an Independent Director w.e.f 12th September, 2014 has resigned w.e.f 25th May, 2018, However the Company is in the process of appoint one Independent Director to comply with LODR, Regulation, 2015 and Companies Act, 2013.</p>		

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 meetings(in number of days)
05 th January, 2018	21 st May, 2018	118 Days
22 nd January, 2018	21 st June, 2018	(Gap between meetings on 22 nd January, 2018 and 21 st May, 2018)

IV. Meeting of Committees			
Date(s) of Meeting of the committee in the relevant quarter	Whether requirements of quorum met (details)	Date(s) of Meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings (in number of days)
Audit Committee 21 st May, 2018	Yes, All the members were present Mr. Ashok Kumar Thakur – Chairman Mr. Lalit Menghnani – Member Mr. Nemichand Mehta - Member	Audit Committee 22 nd January, 2018	118 Days (Gap between meetings on 22 nd January, 2018 and 21 st May, 2018)
*This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional.			



V. Related Party Transactions

Subject	Compliance status (Yes / No / NA) ^{refer note below}
Whether prior approval of audit committee obtained	Yes
Whether shareholder approval obtained for material RPT	N.A.
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes

Note

1. In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/N.A.. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated.
2. If status is "No" details of non-compliance may be given here.

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) – **N.A.**
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. This report and /or the report submitted in the previous quarter has been placed before Board of Directors. Any comments/observations/advice of Board of Directors may be mentioned here: - **YES**

Note- Mr. Lalit Menghnani who was appointed as an Independent Director w.e.f 12th September, 2014 has resigned w.e.f 25th May, 2018, However the Company is in the process of appoint one Independent Director to comply with LODR, Regulation, 2015 and Companies Act, 2013.



Deepa Gehani
Company Secretary and Compliance Officer

