

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 – 31st December, 2018

I. Composition of Board of Directors								
Title Mr. / Ms.	Name of the Director	PAN ⁵ and DIN	Category (Chairperson/ Executive/ Non – Executive/ Independent/ Nominee ⁶)	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 / Stakehold er Committe e held in listed entities including this listed entity (Refer Regulatio n 26(1) of Listing Regulatio ns)
Mr.	Shantilal Jayavantraj Mehta	PAN – ACUPM2302F DIN – 00134162	Chairman – Executive	01 st October, 2017	-	One	One	None
Mr.	Nemichand Jayavantraj Mehta	PAN – AMCPM8064C 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	24 Months	Three	Four	Three
Ms.	Pooja Goyal	PAN- AIRPG0214F DIN-07813296	Non Executive – Independent	14 th December, 2017	13 Months	Two	Two	None
Mr.	Sandeep Kumar Singh	PAN- AHEPS8974L DIN- 02814440	Non Executive – Independent	23 rd August, 2018	5 Months	Four	Five	None

⁵PAN number of any director would not be displayed on the website of Stock Exchange.

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.

* 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.



II. Composition of Committees		
Name of Committee	Name of Committee Members	Category (Chairperson/ Executive/ Non-executive/ Independent/ Nominee ^a)
1. Audit Committee	1. Mr. Ashok Kumar Thakur 2. Ms. Pooja Goyal 3. Mr. Nemichand J Mehta	Chairperson (of Committee) - Non executive - Independent Member (of Committee) - Non executive - Independent Executive Member (of Committee) - Executive Director
2. Nomination & Remuneration Committee	1. Ms. Pooja Goyal 2. Mr. Ashok Kumar Thakur 3. Mr. Sandeep Kumar Singh	Chairperson (of Committee) - Non executive - Independent Member (of Committee) - Non executive - Independent Member (of Committee) - Non executive - Independent Executive
3. Stakeholders Relationship Committee	1. Mr. Ashok Kumar Thakur 2. Ms. Pooja Goyal 3. Mr. Shantilal Jayavantraj Mehta	Chairperson (of Committee) - Non executive - Independent Member (of Committee) Non executive - Independent Member (of Committee) - Executive

^aCategory of directors means executive/non-executive/independent/Nominee. If a director fits into more than one category write all categories separating them with hyphen.

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)
14 th August, 2018	30 th October, 2018	67 Days
23 rd August, 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 14 th August, 2018	Yes, All the members were present Mr. Ashok Kumar Thakur – Chairman Ms. Pooja Goyal – Member Mr. Nemichand Mehta - Member	Audit Committee 30 th October, 2018	67 Days

*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) <small>refer note below</small>
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**


Deepa Gehani
Company Secretary and Compliance Officer

