

| <b>General information about company</b>                       |  |
|--|--|
| Scrip code   | 505585   |
| NSE Symbol   | NA   |
| MSEI Symbol  | NA   |
| ISIN   | INE735U01011                                   |
| Name of the entity   | KOVALAM INVESTMENT AND TRADING COMPANY LIMITED |
| Date of start of financial year                                | 01-04-2019                                     |
| Date of end of financial year                                  | 31-03-2020                                     |
| Reporting Quarter  | Half Yearly                                    |
| Date of Report   | 30-09-2019                                     |
| Risk management committee                                      | Not Applicable                                 |
| Market Capitalisation as per immediate previous Financial Year | Any other                                      |

## Annexure I

### Annexure I to be submitted by listed entity on quarterly basis

#### I. Composition of Board of Directors

| Disclosure of notes on composition of board of directors explanatory |            |          |  |                         |                         |               |                             |                        |                   | Textual Information(1)         |  |   |   |  |                             |
|--|------------|----------|--|-------------------------|-------------------------|---------------|-----------------------------|------------------------|-------------------|--------------------------------|--|---|---|--|-----------------------------|
| Whether the listed entity has a Regular Chairperson                  |            |          |  |                         |                         |               |                             |                        |                   | No                             |  |   |   |  |                             |
| Whether Chairperson is related to MD or CEO                          |            |          |  |                         |                         |               |                             |                        |                   | No                             |  |   |   |  |                             |
| Name of the Director   | PAN        | DIN      | Category 1 of directors                  | Category 2 of directors | Category 3 of directors | Date of Birth | Initial Date of appointment | Date of Re-appointment | Date of cessation | Tenure of director (in months) | No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations) | No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(1) of Listing Regulations) | Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations) | No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations) | Notes for not providing PAN |
| RUCHIKA OSWAL  | AABPO2482M | 00565979 | Non-Executive - Non Independent Director | Not Applicable          |                         | 25-02-1972    | 27-03-2015                  |                        |                   |                                | 2  | 0   | 0   | 0  |                             |
| NAVDEEP SHARMA   | ADNPS0280J | 00454285 | Non-Executive - Independent Director     | Not Applicable          |                         | 02-06-1959    | 31-05-2006                  | 28-09-2018             |                   | 36                             | 3  | 2   | 1   | 3  |                             |
| GAGNISH KUMAR BHALLA   | AGJPB1866E | 00468806 | Non-Executive - Independent Director     | Not Applicable          |                         | 24-01-1959    | 19-10-1996                  | 28-09-2018             | 25-09-2019        | 36                             | 1  | 1   | 2   | 0  |                             |
| PAWAN KUMAR SHARMA   | AUGPS7592D | 07163131 | Non-Executive - Non Independent Director | Not Applicable          |                         | 01-08-1973    | 11-05-2015                  |                        |                   |                                | 1  | 0   | 2   | 0  |                             |

| <b>I. Composition of Board of Directors</b>                                 |                    |                            |            |          |  |                               |                               |                     |                                   |                            |                      |  |  |  |  |  |                                      |
|---|--------------------|----------------------------|------------|----------|--|-------------------------------|-------------------------------|---------------------|-----------------------------------|----------------------------|----------------------|--|--|--|--|--|--------------------------------------|
| <b>Disclosure of notes on composition of board of directors explanatory</b> |                    |                            |            |          |  |                               |                               |                     |                                   |                            |                      |  |  |  |  |  |                                      |
| <b>Wether the listed entity has a Regular Chairperson</b>                   |                    |                            |            |          |  |                               |                               |                     |                                   |                            |                      |  |  |  |  |  |                                      |
| Sr  | Title<br>(Mr / Ms) | Name<br>of the<br>Director | PAN        | DIN      | Category 1<br>of directors                     | Category 2<br>of<br>directors | Category<br>3 of<br>directors | Date<br>of<br>Birth | Initial Date<br>of<br>appointment | Date of Re-<br>appointment | Date of<br>cessation | Tenure<br>of<br>director<br>(in<br>months) | No of<br>Directorship<br>in listed<br>entities<br>including<br>this listed<br>entity (Refer<br>Regulation<br>17A of<br>Listing<br>Regulations) | No of<br>Independent<br>Directorship<br>in listed<br>entities<br>including<br>this listed<br>entity (Refer<br>Regulation<br>17A(1) of<br>Listing<br>Regulations) | Number of<br>memberships<br>in Audit/<br>Stakeholder<br>Committee(s)<br>including this<br>listed entity<br>(Refer<br>Regulation<br>26(1) of<br>Listing<br>Regulations) | No of post<br>of<br>Chairperson<br>in Audit/<br>Stakeholder<br>Committee<br>held in listed<br>entities<br>including<br>this listed<br>entity (Refer<br>Regulation<br>26(1) of<br>Listing<br>Regulations) | Notes for<br>not<br>providing<br>PAN |
| 5   | Mr                 | RAJ<br>SINGH               | AEBPS2286M | 07175611 | Non-<br>Executive -<br>Independent<br>Director | Not<br>Applicable             |                               | 12-<br>07-<br>1959  | 25-09-2019                        |                            | 28-09-<br>2019       | 60   | 1  | 1  | 2  | 0  |                                      |

| <b>Text Block</b>      |  |
|------------------------|--|
| Textual Information(1) | Presently, the Company doesnt have regular chairman. The Company has appointed Sh. Mohinder Kumar Jain as manager (KMP) of the Company to look after day to day work.  |
|                        | The Board of Directors had appointed Sh. Raj Singh as an Additional Director (Independent) w.e.f. 25-09-2019 in the Board Meeting held on 25-09-2019 who vacated the office upon the conclusion of 37th Annual General Meeting in terms of provisions of Section 161 (1) of the Companies Act, 2013.   |
|                        | As per Regulation 25(6) of SEBI (LODR) Regulations, 2015, An independent director who resigns or is removed from the board of directors of the listed entity shall be replaced by a new independent director by listed entity at the earliest but not later than the immediate next meeting of the board of directors or three months from the date of such vacancy, whichever is later. |
|                        | The Board appointed Sh. Raj Singh as an Additional Director (Independent) of the Company w.e.f. 10-10-2019 in the Board Meeting held on 10-10-2019 and the intimation in this regard has also been disseminated to your good office.   |

|  |                        |
|--|------------------------|
| <b>Annexure 1</b>  |                        |
| <b>II. Composition of Committees</b>                         |                        |
| Disclosure of notes on composition of committees explanatory | Textual Information(1) |

| Annexure 1 Text Block  |  |
|------------------------|--|
| Textual Information(1) | <p>1. Corporate Social Responsibility Committee is not applicable to our Company.</p> <p>2. Risk Management Committee is not applicable to our Company.</p> <p>3. The Board of Directors had appointed Sh. Raj Singh as an Additional Director (Independent) w.e.f. 25-09-2019 in the Board Meeting held on 25-09-2019 who vacated the office upon the conclusion of 37th Annual General Meeting in terms of provisions of Section 161 (1) of the Companies Act, 2013.</p> <p>As per Regulation 25(6) of SEBI (LODR) Regulations, 2015, An independent director who resigns or is removed from the board of directors of the listed entity shall be replaced by a new independent director by listed entity at the earliest but not later than the immediate next meeting of the board of directors or three months from the date of such vacancy, whichever is later.</p> <p>The Board appointed Sh. Raj Singh as an Additional Director (Independent) of the Company w.e.f. 10-10-2019 in the Board Meeting held on 10-10-2019 and the intimation in this regard has also been disseminated to your good office.</p> |

| Audit Committee Details                               |            |                           |  |                         |                     |                   |         |
|---|------------|---------------------------|--|-------------------------|---------------------|-------------------|---------|
| Whether the Audit Committee has a Regular Chairperson |            |                           |  |                         | Yes                 |                   |         |
| Sr  | DIN Number | Name of Committee members | Category 1 of directors                  | Category 2 of directors | Date of Appointment | Date of Cessation | Remarks |
| 1   | 00454285   | NAVDEEP SHARMA            | Non-Executive - Independent Director     | Chairperson             | 16-03-2015          |                   |         |
| 2   | 00468806   | GAGNISH KUMAR BHALLA      | Non-Executive - Independent Director     | Member                  | 16-03-2015          | 25-09-2019        |         |
| 3   | 07163131   | PAWAN KUMAR SHARMA        | Non-Executive - Non Independent Director | Member                  | 11-05-2015          |                   |         |
| 4   | 07175611   | RAJ SINGH                 | Non-Executive - Independent Director     | Member                  | 25-09-2019          | 28-09-2019        |         |

| <b>Nomination and remuneration committee</b>                                |            |                           |  |                         |                     |                   |         |
|---|------------|---------------------------|--|-------------------------|---------------------|-------------------|---------|
| Whether the Nomination and remuneration committee has a Regular Chairperson |            |                           |  |                         | Yes                 |                   |         |
| Sr  | DIN Number | Name of Committee members | Category 1 of directors                  | Category 2 of directors | Date of Appointment | Date of Cessation | Remarks |
| 1   | 00454285   | NAVDEEP SHARMA            | Non-Executive - Independent Director     | Chairperson             | 16-03-2015          |                   |         |
| 2   | 00468806   | GAGNISH KUMAR BHALLA      | Non-Executive - Independent Director     | Member                  | 16-03-2015          | 25-09-2019        |         |
| 3   | 07163131   | PAWAN KUMAR SHARMA        | Non-Executive - Non Independent Director | Member                  | 11-05-2015          |                   |         |
| 4   | 07175611   | RAJ SINGH                 | Non-Executive - Independent Director     | Member                  | 25-09-2019          | 28-09-2019        |         |



| <b>Stakeholders Relationship Committee</b>                                |            |                           |  |                         |                     |                   |         |
|---|------------|---------------------------|--|-------------------------|---------------------|-------------------|---------|
| Whether the Stakeholders Relationship Committee has a Regular Chairperson |            |                           |  |                         | Yes                 |                   |         |
| Sr  | DIN Number | Name of Committee members | Category 1 of directors                  | Category 2 of directors | Date of Appointment | Date of Cessation | Remarks |
| 1   | 00454285   | NAVDEEP SHARMA            | Non-Executive - Independent Director     | Chairperson             | 16-03-2015          |                   |         |
| 2   | 00468806   | GAGNISH KUMAR BHALLA      | Non-Executive - Independent Director     | Member                  | 16-03-2015          | 25-09-2019        |         |
| 3   | 07163131   | PAWAN KUMAR SHARMA        | Non-Executive - Non Independent Director | Member                  | 11-05-2015          |                   |         |
| 4   | 07175611   | RAJ SINGH                 | Non-Executive - Independent Director     | Member                  | 25-09-2019          | 28-09-2019        |         |

| <b>Risk Management Committee</b>                                |               |                              |                            |                            |                        |                      |         |
|---|---------------|------------------------------|----------------------------|----------------------------|------------------------|----------------------|---------|
| Whether the Risk Management Committee has a Regular Chairperson |               |                              |                            |                            |                        |                      |         |
| Sr  | DIN<br>Number | Name of Committee<br>members | Category 1 of<br>directors | Category 2 of<br>directors | Date of<br>Appointment | Date of<br>Cessation | Remarks |

| <b>Corporate Social Responsibility Committee</b>                                |               |                              |                            |                            |                        |                      |         |
|---|---------------|------------------------------|----------------------------|----------------------------|------------------------|----------------------|---------|
| Whether the Corporate Social Responsibility Committee has a Regular Chairperson |               |                              |                            |                            | No                     |                      |         |
| Sr  | DIN<br>Number | Name of Committee<br>members | Category 1 of<br>directors | Category 2 of<br>directors | Date of<br>Appointment | Date of<br>Cessation | Remarks |

| <b>Other Committee</b> |            |                           |                         |                         |                         |         |
|------------------------|------------|---------------------------|-------------------------|-------------------------|-------------------------|---------|
| Sr                     | DIN Number | Name of Committee members | Name of other committee | Category 1 of directors | Category 2 of directors | Remarks |

| <b>Annexure 1</b>  |   |  |   |                              |  |                              |   |
|--|---|--|---|------------------------------|--|------------------------------|---|
| <b>Annexure 1</b>  |   |  |   |                              |  |                              |   |
| <b>III. Meeting of Board of Directors</b>                        |   |  |   |                              |  |                              |   |
| Disclosure of notes on meeting of board of directors explanatory |   |  |   |                              |  |                              |   |
| Sr   | Date(s) of meeting (if any) in the previous quarter | Date(s) of meeting (if any) in the current quarter | Maximum gap between any two consecutive (in number of days) | Notes for not providing Date | Whether requirement of Quorum met (Yes/No) | Number of Directors present* | No. of Independent Directors attending the meeting* |
| 1  | 04-04-2019  |  |   |                              | Yes  |                              |   |
| 2  | 28-05-2019  |  | 53  |                              | Yes  |                              |   |
| 3  |   | 13-08-2019   | 76  |                              | Yes  | 4                            | 2   |
| 4  |   | 25-09-2019   | 42  |                              | Yes  | 4                            | 2   |

| <b>Annexure 1</b>  |                                       |   |   |                         |                               |  |                              |   |
|--|---------------------------------------|---|---|-------------------------|-------------------------------|--|------------------------------|---|
| <b>IV. Meeting of Committees</b>                         |                                       |   |   |                         |                               |  |                              |   |
| Disclosure of notes on meeting of committees explanatory |                                       |   |   |                         |                               |  |                              | No. of Independent Directors attending the meeting* |
| Sr   | Name of Committee                     | Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order) | Maximum gap between any two consecutive (in number of days) | Name of other committee | Reason for not providing date | Whether requirement of Quorum met (Yes/No) | Number of Directors present* |   |
| 1  | Nomination and remuneration committee | 04-04-2019  |   |                         |                               | Yes  |                              |   |
| 2  | Audit Committee                       | 28-05-2019  | 53  |                         |                               | Yes  |                              |   |
| 3  | Stakeholders Relationship Committee   | 28-05-2019  |   |                         |                               | Yes  |                              |   |
| 4  | Stakeholders Relationship Committee   | 13-08-2019  | 76  |                         |                               | Yes  | 3                            | 2   |
| 5  | Nomination and remuneration committee | 13-08-2019  |   |                         |                               | Yes  | 3                            | 2   |
| 6  | Audit Committee                       | 13-08-2019  |   |                         |                               | Yes  | 3                            | 2   |

| <b>Annexure 1</b>                |                                       |   |   |                         |                               |  |                              |   |
|----------------------------------|---------------------------------------|---|---|-------------------------|-------------------------------|--|------------------------------|---|
| <b>IV. Meeting of Committees</b> |                                       |   |   |                         |                               |  |                              |   |
| Sr                               | Name of Committee                     | Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order) | Maximum gap between any two consecutive (in number of days) | Name of other committee | Reason for not providing date | Whether requirement of Quorum met (Yes/No) | Number of Directors present* | No. of Independent Directors attending the meeting* |
| 7                                | Nomination and remuneration committee | 25-09-2019  | 42  |                         |                               | Yes  | 3                            | 2   |

| <b>Annexure 1</b>                    |  |                                  |  |
|--------------------------------------|--|----------------------------------|--|
| <b>V. Related Party Transactions</b> |  |                                  |  |
| Sr                                   | Subject  | Compliance status<br>(Yes/No/NA) | If status is “No” details of non-compliance may be given here. |
| 1                                    | Whether prior approval of audit committee obtained   | Yes                              |  |
| 2                                    | Whether shareholder approval obtained for material RPT   | NA                               |  |
| 3                                    | Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee | NA                               |  |



| <b>Annexure 1</b>       |  |                            |
|-------------------------|--|----------------------------|
| <b>VI. Affirmations</b> |  |                            |
| 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 500 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 as specified 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                        |

| <b>Annexure 1</b> |                   |  |
|-------------------|-------------------|--|
| Sr                | Subject           | Compliance status                        |
| 1                 | Name of signatory | Jyoti Sud                                |
| 2                 | Designation       | Company Secretary and Compliance Officer |

| <b>Annexure III</b>                  |  |                                      |                               |  |
|--------------------------------------|--|--------------------------------------|-------------------------------|--|
| <b>III. Affirmations</b>             |  |                                      |                               |  |
| Sr                                   | Particulars  | Regulation Number                    | Compliance status (Yes/No/NA) | If status is “No” details of non-compliance may be given here. |
| 1                                    | Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website | 46(2)                                | Yes                           |  |
| 2                                    | Presence of Chairperson of Audit Committee at the Annual General Meeting   | 18(1)(d)                             | Yes                           |  |
| 3                                    | Presence of Chairperson of the nomination and remuneration committee at the annual general meeting   | 19(3)                                | Yes                           |  |
| 4                                    | Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting  | 20(3)                                | Yes                           |  |
| 5                                    | Whether “Corporate Governance Report” disclosed in Annual Report   | 34(3) read with para C of Schedule V | Yes                           |  |
| Any other information to be provided |  |                                      |                               |  |

| <b>Annexure III</b> |                   |  |
|---------------------|-------------------|--|
| 1                   | Name of signatory | Jyoti Sud                                |
| 2                   | Designation       | Company Secretary and Compliance Officer |

| <b>Signatory Details</b> |  |
|--------------------------|--|
| Name of signatory        | Jyoti Sud                                |
| Designation of person    | Company Secretary and Compliance Officer |
| Place                    | Ludhiana                                 |
| Date                     | 14-10-2019                               |

