



KLJ Resources Limited

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E-MAIL : krl@kljindia.com **WEBSITE :** www.kljindia.com **CIN :** L67120WB1986PLC041487

Date: 12.07.2018

To,

The Secretary,
The Calcutta Stock Exchange Ltd.
7, Lyons Range, Dalhousie,
Kolkata-700 001, West Bengal

CSE SECURITY CODE: 021095

Dear Sir/Madam,

Sub: Submission of Compliance Report on Corporate Governance under Regulation 27(2) of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 for the Quarter ended on June 30, 2018

Please find enclosed herewith compliance report on Corporate Governance for the quarter ended on 30.06.2018 as per Annexure 'I' to Securities and Exchange Board of India (SEBI) Circular No. CIR/CFD/CMD/ 5 /2015 dated 24/09/2015 read with Regulation 27(2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended.

Kindly take the same on record and oblige.

Thanking You,

Yours faithfully,

For **KLJ RESOURCES LIMITED**

Kalpna
(Kalpana Seth)
Director
Din: 06949098



Encl: As Stated

REGISTERED OFFICE : "Shanti Niketan Building" Suite No. 22, Ground Floor, 8, Camac Street, KOLKATA – 700 017
TEL. : (0091-33) 22823851 **FAX :** (0091-33) 22823851 **E-MAIL :** kolkata@kljindia.com

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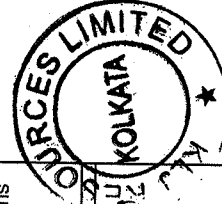
KLJ RESOURCES LIMITED
Corporate Governance Report for the First Quarter ended on 30.06.2018

ANNEXURE I

1. Name of Listed Entity: KLJ Resources Limited									
2. Quarter ending: June 30, 2018									
Scrip Code: [CSE: 021095]									
I. Composition of Board of Directors									
Title (Mr./Ms.)	Name of the Director	PAN & 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)	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)	
Mr.	Hemant Jain	AALPJ1370K & 00506995	Executive/Managing Director	April 1, 2014	N.A	1	-	-	
Ms.	Kalpna Seth	BJVPS2326C & 06949098	Non-Executive/Women Director	August 14, 2014	N.A	2	3	1	
Mr.	Dilip Kumar Karn	AALPK4457C & 00061804	Non-Executive	October 10, 1997	N.A	1	1	-	
Mr.	Sudeep Mehta	AGBPM5143R & 00483072	Non-Executive	September 29, 2012	N.A	1	-	-	
Mr.	Gulshan Rai Kanwal	ALBPK4491P & 07145698	Independent	March 31, 2015	3 years & 3 months	1	-	1	
Mr.	Sukh Raj Sethia	AABPS2638H & 01517777	Independent	March 31, 2015	3 years & 3 months	1	1	-	
II. Composition of Committees									
Name of Committee		Name of Committee members			Category (Chairperson/Executive/Non-Executive/Independent/Nominee)				
1. Audit Committee		Gulshan Rai Kanwal Kalpana Seth Sukh Raj Sethia			Independent/ Chairperson Non-Executive Independent Non-Executive Independent				
2. Nomination & Remuneration Committee		Sukh Raj Sethia Kalpana Seth Gulshan Rai Kanwal			Independent/ Chairperson Non-Executive Independent Non-Executive Independent				
3. Stakeholders Relationship Committee		Kalpana Seth Dilip Kumar Karn			Non-Executive/ Chairperson Non-Executive				

For KLJ Resources Limited

K. Kanwal
Director



Kalpna Seth
 Director
 Din: 06949098

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)
14.02.2018, 28.02.2018 and 30.03.2018	02.05.2018 and 30.05.2018	32 days

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 meeting in number of days*
Audit Committee Meeting- 30.05.2018	YES	14.02.2018 and 28.02.2018	90 days

V. Related Party Transactions

Subject	Compliance status (Yes/No/NA)
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

VI. Affirmations

- The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
- The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015
 - Audit Committee
 - Nomination & remuneration committee
 - Stakeholders Relationship Committee
- The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and Disclosure Requirements) Regulations, 2015.
- 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.
- The report submitted in the previous quarter has been placed before Board of Directors.

Date: 12.07.2018
 Place: New Delhi