



KLJ Resources Limited

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

Date: 05.01.2018

To,

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

CSE SECURITY CODE: 021095

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 December 31, 2017.

Dear Sir/Madam,

Please find enclosed herewith compliance report on corporate governance for the quarter ended on 31.12.2017 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.

Kindly take the same on record and oblige.

Thanking You,

Yours faithfully,

For KLJ RESOURCES LIMITED

(Praveen Sharma)
Company Secretary
Membership No.- FCS 3672



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

MUMBAI OFFICE : HUBTOWN SOLARIS, 403/404, 4th Floor, N. S. Phadke Marg, Near Andheri East West Flyover, Andheri (East),
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Corporate Governance Report for the Third Quarter ended on 31.12.2017


ANNEXURE I

1. Name of Listed Entity: KLJ Resources Limited		Scrip Code: [CSE: 021095]						
2. Quarter ending: December 31, 2017								
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	01 April, 2014	N.A	1	-	-
Ms.	Kalpana Seth	BJVPS2326C & 06949098	Non-Executive/Women Director	14 August, 2014	N.A	2	3	1
Mr.	Dilip Kumar Karn	AALPK4457C & 00061804	Non-Executive	10 October, 1997	N.A	1	1	-
Mr.	Sudeep Mehta	AGBPM5143R & 00483072	Non-Executive	29 September, 2012	N.A	1	-	-
Mr.	Gulshan Rai Kanwal	ALBPK4491P & 07145698	Independent	31 March, 2015	2 years & 9 months	1	-	1
Mr.	Sukh Raj Sethia	AABPS2638H & 01517777	Independent	31 March, 2015	2 years & 9 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				
2. Nomination & Remuneration Committee		Gulshan Rai Kanwal Kalpana Seth Sukh Raj Sethia		Independent/ Chairperson Non-Executive Independent				
3. Stakeholders Relationship Committee		Kalpana Seth Dilip Kumar Karn		Non-Executive/ Chairperson Non-Executive				

For KLJ Resources Limited



Company Secretary

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)	
03/07/2017, 04/09/2017 and 14/09/2017	16/10/2017, 14/12/2017	63 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- 14/12/2017	YES	14/09/2017	92 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			
<ol style="list-style-type: none"> 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 <ol style="list-style-type: none"> Audit Committee Nomination & remuneration committee Stakeholders Relationship Committee Disclosures Requirements) Regulations, 2015. 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. 			
		 (Praveen Sharma) Company Secretary Membership No. FCS 3672	
Date: 05.01.2018		Place: New Delhi	

