

# COMPLIANCE REPORT ON CORPORATE GOVERNANCE

Name of Listed Entity: KNR CONSTRUCTIONS LIMITED  
Quarter ending: 30<sup>th</sup> September 2016

| I Composition of Board of Directors |                         |                        |  |   |        |   |   |  |
|-------------------------------------|-------------------------|------------------------|--|---|--------|---|---|--|
| Title<br>(Mr. /<br>Mrs. /<br>Ms.)   | Name of the<br>Director | PAN & DIN              | Category<br>(Chairperson<br>/Executive/<br>Non-Executive /<br>independent/<br>Nominee) | Date of<br>Appointment<br>in the current<br>term /cessation | Tenure | No of<br>Directorship<br>in listed<br>entities<br>including this<br>listed entity | Number of<br>memberships<br>in Audit/<br>Stakeholder<br>Committee(s)<br>including this<br>listed entity | No of post of<br>Chairperson in<br>Audit/<br>Stakeholder<br>Committee<br>held in listed<br>entities<br>including this<br>listed entity |
| Mr.                                 | K NARASIMHA<br>REDDY    | AEDPK2315K<br>00382412 | Executive  | 01.04.2011 to<br>31.03.2016                                 | 5 Yrs  | 1   | 0   | 0  |
| Mr.                                 | K JALANDHAR<br>REDDY    | AEMPK0219B<br>00434911 | Executive  | 01.04.2011 to<br>31.03.2016                                 | 5 Yrs  | 1   | 1   | 0  |
| Mrs.                                | K YASHODA               | AKSPK2197A<br>05157487 | Non- executive   | 30.05.2014  |        | 1   | 1   | 1  |
| Mr.                                 | B V RAMA RAO            | ABXPB8793K<br>00972552 | Independent<br>Director  | 01.10.2014 to<br>30.09.2019                                 | 5 Yrs  | 1   | 1   | 0  |
| Mr.                                 | L B REDDY               | AAIPL9438P<br>00956445 | Independent<br>Director  | 01.10.2014 to<br>30.09.2019                                 | 5 Yrs  | 1   | 1   | 1  |



| <b>II Composition of Committees</b>              |                               |  |
|--|-------------------------------|--|
| Name of the Committee                            | Name of the Committee Members | Category (Chairman / Executive / Non- Executive/ Independent/ Nominee) |
| <b>1 Audit Committee</b>                         | L B Reddy                     | Chairman / Independent Director  |
|  | B V Rama Rao                  | Member / Independent Director  |
|  | K Jalandhar Reddy             | Member / Executive   |
|  |                               |  |
| <b>2 Nomination &amp; Remuneration Committee</b> | L B Reddy                     | Chairman / Independent Director  |
|  | B V Rama Rao                  | Member / Independent Director  |
|  | K Yashoda                     | Member / Non-Executive   |
|  |                               |  |
| <b>3 Risk Management Committee</b>               | N.A                           | N.A  |
|  |                               |  |
| <b>4 Stakeholders Relationship Committee</b>     | K Yashoda                     | Chairman / Non Executive   |
|  | K Jalandhar Reddy             | Member / Executive   |

| <b>III Meeting of Board of Director</b>                 |   |  |
|---|---|--|
| Date(s) of the 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) |
| 30 <sup>th</sup> May 2016                               | 14 <sup>th</sup> August 2016                        |  |
|   | 30 <sup>th</sup> September 2016                     |  |

| <b>IV Meeting of Committees</b>                                       |  |   |   |
|---|--|---|---|
| Date(s) of the 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 meetings s ( in number of days) |
| Audit Committee<br>14 <sup>th</sup> August 2016                       | Yes  | 30 <sup>th</sup> May 2016                                   |   |
| Nomination and Remuneration Committee<br>23 <sup>rd</sup> August 2016 | Yes  |   |   |
| Stakeholders Relationship Committee<br>11 <sup>th</sup> July 2016     | Yes  | 23 <sup>rd</sup> May 2016                                   |   |



|   |     |   |  |
|---|-----|---|--|
| CSR Committee<br>23 <sup>rd</sup> August 2016 | Yes | 30 <sup>th</sup> May 2016<br>21 <sup>st</sup> June 2016 |  |
|---|-----|---|--|

| <b>V Related Party Transactions</b>  |                                    |
|--|------------------------------------|
| Subject  | Compliance Status ( Yes / No / NA) |
| Whether prior approval of audit committee obtained   | Yes                                |
| Whether shareholder approval obtained for material RPT   | NA                                 |
| Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee | Yes                                |

#### VI. Affirmations

1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
2. The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015
  - a. Audit Committee
  - b. Nomination & remuneration committee
  - c. Stakeholders relationship committee
  - d. CSR Committee
  - e. Risk management committee (applicable to the top 100 listed entities) NA
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.
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.
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: - Nil-

  
 Name & Designation  
 M V VENKATA RAO  
 Company Secretary

