

**1. Name of Listed Entity : JOST'S ENGINEERING COMPANY LIMITED -CORPORATE GOVERNANCE REPORT**

**2. Quarter ending : 30th September, 2019**

Title (Mr./Ms.)	Name of the Director	PAN & DIN	Category (Chairperson /Executive/ Non-Executive/ independent/ Nominee)*	Initial Date of Appointment	Date of Re-appointment	Date of Cessation	Tenure*	Date of Birth	No. of directorship in listed entities including this listed entity [in reference to Regulation 17A(1)]	No of Independent Directorship in listed entities including this listed entity [in reference to proviso to regulation 17A(1)]	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.	Jai Prakash Agarwal	ADEPA2174L & 00242232	Chairperson-Non-Executive - Non Independent Director	21-01-2015			--		1	--	2	--
Mr.	Vishal Jain	AFOPJ4992F & 00705250	Executive Director- MD	21-01-2015	04-10-2017		--		2	--	--	--
Mr.	Shailesh Rajnikant Sheth	AAADPS9593D & 00041713	Non-Executive - Independent Director	27-11-1997	01-04-2019		60 Months		1	1	3	1
Mr.	Marco Philippus Ardeshir Wadia	AAAPW3106D & 00244357	Non-Executive - Independent Director	02-06-1998	01-04-2019		60 Months		6	6	10	3
Mr.	Farokh Keshushroo Banatwalla	AEBPB5114M & 02670802	Non-Executive - Independent Director	21-04-2009	01-04-2019		60 Months		3	3	3	3
Mrs.	Shikha Jain	AFVPI0197B & 06778623	Non-Executive - Non Independent Director	12-08-2016					1	--	--	--
	Whether regular Chairperson is appointed: Yes											
	Whether Chairperson is related to managing director or CEO: No											
	SPAN of any director would not be displayed on the website of Stock Exchange & Category of directors means executive/non-executive/independent/Nominee. * 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	Whether Regular chairperson appointed	Name of Committee Members	Category (Chairperson/Executive/Non-Executive/independent/Nominee)	Date of Appointment	Date of Cessation
1. Audit Committee	YES	Mr. Farokh Kekhushroo Banatwalla	Chairperson-Non-Executive Independent Director	21-05-2014	-
		Mr. Shailesh Sheth	Member-Non-Executive Independent Director	21-05-2014	-
		Mr. Jai Prakash Agarwal	Member-Non-Executive Non-Independent Director	14-08-2015	-
2. Nomination & Remuneration Committee	YES	Mr. Shailesh Sheth	Chairperson-Non-Executive Independent Director	21-05-2014	-
		Mr. Farokh Kekhushroo Banatwalla	Member-Non-Executive Independent Director	21-05-2014	-
		Mr. Marco Philippus Ardeshir Wadia	Member-Non-Executive Independent Director	21-05-2014	-
3. Risk Management Committee(if applicable)		Not Applicable			



4. Stakeholders Relationship Committee (Share Transfer and Stakeholders Relationship Committee)	YES	Mr. Shailesh Sheth	Chairperson-Non-Executive Independent Director	21-05-2014	-
		Mr. Farokh Kekhushroo Banatwalla	Member-Non-Executive Independent Director	21-05-2014	-
		Mr. Jai Prakash Agarwal	Member-Non-Executive Non-Independent Director	09-11-2015	-

&Category of directors means executive/non-executive/independent/Nominee.

#### 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	Whether requirement of Quorum met (details)	Number of Directors present*	No of independent director attending the meeting*	Maximum gap between any two consecutive (in number of days)
18th May, 2019	14th August, 2019	YES	5	2	87 days

\* to be filled only for current quarter meetings

#### IV. Meeting of Committees

Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)*	Number of Directors present**	Number of independent directors present**	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days*
<b>Audit Committee</b> 14th August, 2019	YES	3	2	18th May, 2019	87 days

\* This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional

\*\*to be filled in only for the current quarter meetings



V. Related Party Transactions	
Subject	Compliance status (Yes/No/NA)refer note below
Whether prior approval of audit committee obtained	N.A.
Whether shareholder approval obtained for material RPT	Yes
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.	

**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 (Share Transfer and 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: YES

For JOST'S ENGINEERING COMPANY LIMITED

*Babita*



**BABITA KUMARI**  
**COMPANY SECRETARY & COMPLIANCE OFFICER**