

## CORPORATE GOVERNANCE REPORT

1. Name of Listed Entity : JOST'S ENGINEERING COMPANY LIMITED

2. Quarter Ending : 30th September,2020

Annexure I

### I Composition of Board of Directors

Title (Mr./Ms.)	Name of the Director	PAN & DIN	Category (Chairperson /Executive/ Non-Executive/ Independent/ Nominee) <sup>8</sup>	Initial Date of Appointment	Date of Re-appointment	Date of Cessation	Tenure <sup>9</sup>	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 & 00709250	Executive Director- MD	04-10-2017			--		2	--	--	--
Mr.	Shailesh Rajnikant Sheth	AADPS9593D & 00041713	Non-Executive - Independent Director	01-04-2014	01-04-2019		60 Months		1	1	3	1
Mr.	Marco Philippus Ardeshir Wadia	AAAPW3106D & 00244357	Non-Executive - Independent Director	01-04-2014	01-04-2019		60 Months		6	6	10	5
Mr.	Farokh Kekhushroo Banatwalla	AEBPB5114M & 02670802	Non-Executive - Independent Director	01-04-2014	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)
15th June,2020	11th August, 2020	YES	6	3	56 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> 11th August, 2020	YES	3	2	15th June, 2020	56 days
<b>Nomination &amp; Remuneration Committee</b> NA	NA	NA	NA	15th June, 2020	
<b>Shareholders Grievance &amp; Stakeholders Relationship Committee</b> NA	NA	NA	NA	NA	

\* 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	N.A.*

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.  
2 If status is "No" details of non-compliance may be given here.

\*All related party transactions are referred to the next regularly scheduled meeting of the Audit Committee for review and approval

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

SD/  
VISHAL JAIN  
VICE CHAIRMAN AND MANAGING DIRECTOR

**Format to be submitted by listed entity at the end of 6 months after end of financial year along-with second quarter report of next financial year**

<b>I Affirmations</b>		
<b>Broad heading</b>	<b>Regulation Number</b>	<b>Compliance status (Yes/No/NA)</b> <small>refer note below</small>
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
Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	YES
Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	YES
Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting	20(3)	YES
Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	NA
<p><b>Note</b></p> <p>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.</p> <p>2 If status is "No" details of non-compliance may be given here.</p> <p>3 If the Listed Entity would like to provide any other information the same may be indicated here.</p>		
<p><b>For JOST'S ENGINEERING COMPANY LIMITED</b></p>  <p>Sd/-</p> <p><b>VISHAL JAIN</b></p> <p><b>VICE CHAIRMAN AND MANAGING DIRECTOR</b></p>		

