



Ref No: KOCL/539910/COMP-CG/2017-6/6

Date: 13<sup>th</sup> July, 2017

Scrip Code: 539910/KOCL

To,  
Department of Corporate Services  
The Bombay Stock Exchange Limited  
Rotunda Building  
P J Towers,  
Dalal Street, Fort  
Mumbai – 400 001

**Sub : Compliance pursuant to Regulation 27(2) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") for the quarter ended on 30th June, 2017.**

Dear Sir,  
In lieu of Regulation 27(2) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations") please find enclosed Report on Corporate Governance for the quarter ended on 30th June 2017 for your records.

Kindly acknowledge the same.

Regards  
For Kome-on Communication Limited

Bhagyesh G. Bhatnagar  
Chairman & Managing Director  
(DIN: 00480210)





1. Name of Listed Entity: KOME-ON COMMUNICATION LIMITED

2. Quarter ending : 30-06-2017

| Composition of Board of Directors |                                |                        |                                                                     |                                         |                                       |           |                                                                                                                   |                                                                                                                               |                                                                                                               |
|-----------------------------------|--------------------------------|------------------------|---------------------------------------------------------------------|-----------------------------------------|---------------------------------------|-----------|-------------------------------------------------------------------------------------------------------------------|-------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------|
| Title (Mr./Ms)                    | Name of the Director           | PAN# & DIN             | Category (Chair person/Executive/Non-Executive/Independent/Nominee) | Date of appointment in the current term | Date of cessation in the current term | Tenure*   | No of Directorship in listed entities including this listed entity (Refer Regulation 25(1) of Listing Regulation) | No of Memberships in Audit/Stakeholder Committee 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 |
| Mr.                               | Bhagyesh Gyanswaroop Bhatnagar | AFIPB0684A<br>00480210 | Chairman/Executive Director                                         | 15-07-2015                              |                                       |           | 1                                                                                                                 | 0                                                                                                                             | 0                                                                                                             |
| Mr.                               | Suresh Nanjibhai Vekaria       | AAHPV9808N<br>02138391 | Executive-Non Independent                                           | 15-07-2015                              |                                       |           | 1                                                                                                                 | 3                                                                                                                             | 0                                                                                                             |
| Mr.                               | Deepak Bhupatrai Mehta         | AHTPM3925E<br>00481863 | Non Executive-Independent                                           | 27-09-2013                              |                                       | 60 months | 1                                                                                                                 | 3                                                                                                                             | 3                                                                                                             |
| Mrs.                              | Meena Jayesh Vora              | ADSPV2578F<br>06752894 | Non Executive-Independent                                           | 29-09-2015                              |                                       | 60 months | 1                                                                                                                 | 3                                                                                                                             | 0                                                                                                             |
| Mr.                               | Arvind Ravia Rajput            | AKOPR4472K<br>07038195 | Non Executive-Independent                                           | 16-09-2016<br>Appointment               |                                       | 12 months | 1                                                                                                                 | 0                                                                                                                             | 0                                                                                                             |
| Mrs.                              | Disha Abhishek Mehta           | AFDPC6791A<br>02982773 | Non Executive-Independent                                           | 16-09-2016<br>Appointment               | 28-06-2017                            | 12 months | 2                                                                                                                 | 2                                                                                                                             | 0                                                                                                             |
| Mr.                               | Bhavesh Ramesh Vora            | AABPV7075M<br>02365683 | Non Executive-Non Independent                                       | 16-09-2016<br>Appointment               | 28-06-2017                            |           | 2                                                                                                                 | 3                                                                                                                             | 2                                                                                                             |

SPAN number of any director would not be displayed on the website of Stock Exchange  
&Category of directors means executive/non-executive/independent/Nominee. if a director fits into more than one category write all categories separating them with hyphen  
\* 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                                                            | Name of Committee members | Category<br>(Chairperson/Executive/Non<br>Executive/independent/Nom<br>inee) \$ |
|------------------------------------------------------------------------------|---------------------------|---------------------------------------------------------------------------------|
| 1. Audit Committee                                                           | Deepak Bhupatrai Mehta    | C - I - NE                                                                      |
|                                                                              | Meena Jayesh Vora         | I - NE                                                                          |
|                                                                              | Suresh Nanjibhai Vekaria  | E                                                                               |
| 2. Nomination & Remuneration Committee                                       | Deepak Bhupatrai Mehta    | C - I - NE                                                                      |
|                                                                              | Meena Jayesh Vora         | I - NE                                                                          |
|                                                                              | Suresh Nanjibhai Vekaria  | E                                                                               |
| 3. Risk Management Committee(if applicable)                                  | NA                        | NA                                                                              |
| 4. Stakeholders Relationship Committee                                       | Deepak Bhupatrai Mehta    | C - I - NE                                                                      |
|                                                                              | Meena Jayesh Vora         | I - NE                                                                          |
|                                                                              | Suresh Nanjibhai Vekaria  | E                                                                               |
| <b>Note: C - Chairman, E- Executive, NE - Non Executive, I - Independent</b> |                           |                                                                                 |





| III. Meeting of Board of Directors                             |                                                                |                                                             |
|----------------------------------------------------------------|----------------------------------------------------------------|-------------------------------------------------------------|
| Date(s) of Meeting (if any) in the previous quarter 31-03-2017 | Date(s) of Meeting (if any) in the relevant quarter 30-06-2017 | Maximum gap between any two consecutive (in number of days) |
| 20-01-2017                                                     | -                                                              | 0                                                           |
| 29-03-2017                                                     | -                                                              | 67                                                          |
| -                                                              | 25-05-2017                                                     | 56                                                          |

| IV. Meeting of Committees           |                                                                        |                                             |                                                                        |                                                                     |
|-------------------------------------|------------------------------------------------------------------------|---------------------------------------------|------------------------------------------------------------------------|---------------------------------------------------------------------|
| Name of the Committees              | Date(s) of meeting of the committee in the relevant quarter 30-06-2017 | Whether requirement of Quorum met (details) | Date(s) of meeting of the committee in the previous quarter 31-03-2017 | Maximum gap between any two consecutive meetings in number of days* |
| Audit Committee                     | 15-04-2017                                                             | Yes                                         | 20-01-2017                                                             | 84                                                                  |
| Audit Committee                     | 25-05-2017                                                             | Yes                                         |                                                                        | 40                                                                  |
| Stakeholders Relationship           | 15-04-2017                                                             | Yes                                         | 20-01-2017                                                             | 84                                                                  |
| Stakeholders Relationship Committee | 25-05-2017                                                             | Yes                                         |                                                                        | 40                                                                  |
| Nomination & Remuneration Committee | 25-05-2017                                                             | Yes                                         |                                                                        | 300                                                                 |

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

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





| VI. Affirmations                          |                                                                                                                                                                                                                                                                                                                          | Compliance status                                                                                                                                                                           |
|-------------------------------------------|--------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|---------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------------|
| 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<br>a) Audit Committee<br>b) Nomination & Remuneration committee<br>c) Stakeholders relationship committee<br>d) Risk management committee (applicable to the top 100 listed entities) | Yes<br>Yes<br>Yes<br>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.                                                                                                                                           | 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 the Board of Directors.                                                                                                                                                                                                           | Yes                                                                                                                                                                                         |
| 6                                         | Any comments/observations/advice of Board of Directors may be mentioned here:                                                                                                                                                                                                                                            | Nil                                                                                                                                                                                         |
| Place: Ahmedabad<br>Date: 13th July, 2017 |                                                                                                                                                                                                                                                                                                                          | For Kome-on Communication Limited<br><br>Bhageyshrai G. Bhatnagar<br>Managing Director<br>DIN: 00480210 |

