

### General information about company

Scrip code	513369
Name of the entity	RAJKUMAR FORGE LIMITED
Date of start of financial year	01-04-2016
Date of end of financial year	31-03-2017
Reporting Quarter	Yearly
Date of Report	31-03-2017
Risk management committee	Not Applicable

## Annexure I

### Annexure I to be submitted by listed entity on quarterly basis

#### I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory

Is there any change in information of board of directors compare to previous quarter Yes

Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of appointment in the current term	Date of cessation	Tenure of director (in months)	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)	Notes
1	Mr	ARUN KRISHNAKUMAR JINDAL	ADKPJ8606J	00121523	Non-Executive - Non Independent Director	Chairperson		01-12-2016			1	1	0	
2	Mr	RATANLAL GOEL	ABJPG4245P	07663394	Non-Executive - Independent Director	Not Applicable		01-12-2016		4	1	0	2	Textual Information(2)
3	Mr	NITIN RAJORE	ADEPR1140H	01802633	Executive Director	Not Applicable		01-12-2016			1	2	0	
4	Ms	SHILPA DIXIT	AIRPD4457F	00001761	Non-Executive - Independent Director	Not Applicable		01-12-2016		4	2	1	0	Textual Information(3)

**Text Block**

Textual Information(1)	Appointed as Additional Director w.e.f. December 1, 2016
Textual Information(2)	Appointed as Additional Director w.e.f. December 1, 2016.

## Annexure 1

### II. Composition of Committees

Disclosure of notes on composition of committees explanatory

Is there any change in information of committees compare to previous quarter

Yes

Sr	Name Of Committee	Name of Committee members	Category 1 of directors	Category 2 of directors	Name of other committee
1	Audit Committee	R.T.Goel	Non-Executive - Independent Director	Chairperson	
2	Audit Committee	Shilpa Dixit	Non-Executive - Independent Director	Member	
3	Audit Committee	Nitin Rajore	Executive Director	Member	
4	Nomination and remuneration committee	R.T.Goel	Non-Executive - Independent Director	Chairperson	
5	Nomination and remuneration committee	Shilpa Dixit	Non-Executive - Independent Director	Member	
6	Nomination and remuneration committee	Arun Jindal	Non-Executive - Non Independent Director	Member	
7	Stakeholders Relationship Committee	R.T.Goel	Non-Executive - Independent Director	Chairperson	
8	Stakeholders Relationship Committee	Nitin Rajore	Executive Director	Member	
9	Stakeholders Relationship Committee	Arun Jindal	Non-Executive - Non Independent Director	Member	
10	Other Committee	Arun Jindal	Non-Executive - Non Independent Director	Member	Share Transfer Committee

## Annexure 1

### II. Composition of Committees

Sr	Name Of Committee	Name of Committee members	Category 1 of directors	Category 2 of directors	Name of other committee
11	Other Committee	Nitin Rajore	Executive Director	Member	Share Transfer Committee
12	Other Committee	Arun Jindal	Non-Executive - Non Independent Director	Chairperson	committee for issue of Duplicate share certificate
13	Other Committee	Nitin Rajore	Executive Director	Member	committee for issue of Duplicate share certificate

## Annexure 1

### Annexure 1

#### III. Meeting of Board of Directors

Disclosure of notes on meeting of board of directors explanatory

Sr	Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting (if any) in the current quarter	Maximum gap between any two consecutive (in number of days)
1	04-11-2016		
2	01-12-2016		26
3	05-12-2016		3
4		06-01-2017	31
5		13-02-2017	37
6		20-03-2017	34

## Annexure 1

### IV. Meeting of Committees

Disclosure of notes on meeting of committees explanatory

Sr	Name of Committee	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (Yes/No)	Requirement of Quorum met (details)	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings (in number of days)	Name of other committee
1	Audit Committee	06-01-2017	Yes	All members were present	01-12-2016	35	
2	Audit Committee	13-02-2017	Yes	All members were present		37	
3	Nomination and remuneration committee	06-01-2017	Yes	All members were present		0	
4	Nomination and remuneration committee	13-02-2017	Yes	All members were present		37	
5	Nomination and remuneration committee	20-03-2017	Yes	One member was granted leave of absence		34	
6	Stakeholders Relationship Committee	06-01-2017	Yes	All members were present	06-10-2016	91	

## Annexure 1

### IV. Meeting of Committees

Sr	Name of Committee	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (Yes/No)	Requirement of Quorum met (details)	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings (in number of days)	Name of other committee
7	Other Committee	10-01-2017	Yes	Requisite quorum was present	20-12-2016	20	Share Transfer Committee
8	Other Committee	24-01-2017	Yes	Requisite quorum was present		13	Share Transfer Committee
9	Other Committee	13-02-2017	Yes	All members were present		19	Share Transfer Committee
10	Other Committee	27-02-2017	Yes	All members were present		13	Share Transfer Committee
11	Other Committee	06-03-2017	Yes	All members were present		6	Share Transfer Committee



## Annexure 1

### V. Related Party Transactions

Sr	Subject	Compliance status (Yes/No/NA)	If status is <input type="checkbox"/> Yes <input type="checkbox"/> No <input type="checkbox"/> NA details of non-compliance may be given here.
1	Whether prior approval of audit committee obtained	Yes	
2	Whether shareholder approval obtained for material RPT	NA	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	
Disclosure of notes on related party transactions			Textual Information(1)

**Text Block**

Textual Information(1)

Related party transactions entered pursuant to change in management of the Company were ratified by the Audit Committee and noted by the Board of Directors.

## Annexure 1

### VI. Affirmations

Sr	Subject	Compliance status (Yes/No)
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
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	Yes
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	Yes
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 100 listed entities)	NA
6	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
7	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
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes

**Text Block**

## Annexure II

**Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)**

### I. Disclosure on website in terms of Listing Regulations

Sr	Item	Compliance status (Yes/No/NA)	If status is <input type="checkbox"/> Yes <input type="checkbox"/> No <input type="checkbox"/> NA details of non-compliance may be given here.	Web address
1	Details of business	Yes		<a href="http://rkforging.com/">http://rkforging.com/</a>
2	Terms and conditions of appointment of independent directors	Yes		<a href="http://rkforging.com/">http://rkforging.com/</a>
3	Composition of various committees of board of directors	Yes		<a href="http://rkforging.com/">http://rkforging.com/</a>
4	Code of conduct of board of directors and senior management personnel	Yes		<a href="http://rkforging.com/">http://rkforging.com/</a>
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		<a href="http://rkforging.com/">http://rkforging.com/</a>
6	Criteria of making payments to non-executive directors	Yes		<a href="http://rkforging.com/">http://rkforging.com/</a>
7	Policy on dealing with related party transactions	Yes		<a href="http://rkforging.com/">http://rkforging.com/</a>
8	Policy for determining <input type="checkbox"/> material <input type="checkbox"/> subsidiaries	NA		
9	Details of familiarization programmes imparted to independent directors	Yes		<a href="http://rkforging.com/">http://rkforging.com/</a>

## Annexure II

**Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)**

### I. Disclosure on website in terms of Listing Regulations

Sr	Item	Compliance status (Yes/No/NA)	If status is <input type="checkbox"/> Yes <input type="checkbox"/> No <input type="checkbox"/> NA details of non-compliance may be given here.	Web address
10	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		http://rkforging.com/
11	email address for grievance redressal and other relevant details	Yes		http://rkforging.com/
12	Financial results	Yes		http://rkforging.com/
13	Shareholding pattern	Yes		http://rkforging.com/
14	Details of agreements entered into with the media companies and/or their associates	NA		
15	New name and the old name of the listed entity	NA		
Disclosure of notes on website in terms of Listing Regulations explanatory [Text Block]				Textual Information(1)

### Text Block

Textual Information(1)

Due to change in management of the Company, information available on the website of the Company pertains to old mangement for point no. 2, 3 and 10. The Company is in process upgrading the website with all information in relation to new mangement.

## Annexure II

### II. Annual Affirmations

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is <input checked="" type="checkbox"/> No <input type="checkbox"/> details of non-compliance may be given here.
1	Independent director(s) have been appointed in terms of specified criteria of <input checked="" type="checkbox"/> independence <input type="checkbox"/> and/or <input checked="" type="checkbox"/> eligibility <input type="checkbox"/>	16(1)(b) & 25(6)	Yes	
2	Board composition	17(1)	Yes	
3	Meeting of Board of directors	17(2)	Yes	
4	Review of Compliance Reports	17(3)	Yes	
5	Plans for orderly succession for appointments	17(4)	No	Plans for orderly succession for appointments is to be reviewed pursuant to change in management of the Company.
6	Code of Conduct	17(5)	Yes	
7	Fees/compensation	17(6)	Yes	
8	Minimum Information	17(7)	Yes	
9	Compliance Certificate	17(8)	Yes	
10	Risk Assessment & Management	17(9)	Yes	



## Annexure II

### II. Annual Affirmations

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is <input type="checkbox"/> Yes <input type="checkbox"/> No <input type="checkbox"/> NA details of non-compliance may be given here.
11	Performance Evaluation of Independent Directors	17(10)	Yes	
12	Composition of Audit Committee	18(1)	Yes	
13	Meeting of Audit Committee	18(2)	Yes	
14	Composition of nomination & remuneration committee	19(1) & (2)	Yes	
15	Composition of Stakeholder Relationship Committee	20(1) & (2)	Yes	
16	Composition and role of risk management committee	21(1),(2),(3),(4)	NA	
17	Vigil Mechanism	22	Yes	
18	Policy for related party Transaction	23(1),(5),(6),(7) & (8)	Yes	
19	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes	
20	Approval for material related party transactions	23(4)	NA	

## Annexure II

### II. Annual Affirmations

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is <input type="checkbox"/> No <input type="checkbox"/> details of non-compliance may be given here.
21	Composition of Board of Directors of unlisted material Subsidiary	24(1)	NA	
22	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	NA	
23	Maximum Directorship & Tenure	25(1) & (2)	Yes	
24	Meeting of independent directors	25(3) & (4)	Yes	
25	Familiarization of independent directors	25(7)	Yes	
26	Memberships in Committees	26(1)	Yes	
27	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes	
28	Disclosure of Shareholding by Non-Executive Directors	26(4)	NA	
29	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes	
	Any other information to be provided			Textual Information(1)

### Text Block

Textual Information(1)

Point 19- Omnibus approval for all related party transactions was accorded by the Audit Committee prior to change in management. However, related party transactions entered pursuant to change in management of the Company were ratified by the Audit Committee and noted by the Board of Directors.

## Annexure II

### III. Affirmations

Sr	Particulars	Compliance status (Yes/No/NA)
1	The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied	NA
	Any other information to be provided	

Signatory Details	
Name of signatory	Shruti Khandelwal
Designation of person	Company Secretary
Place	Pune
Date	15-04-2017

