

## INFORMATION RELATED TO CORPORATE GOVERNANCE

The Company wish to place before the shareholders the following information in order to enhance shareholders' value, keeping in mind the needs and interests of other stakeholders such as customers, employees and the society at large.

### a) BOARD OF DIRECTORS:

The total strength of the Board is 3, namely, Sri Radheshyam Kejriwal, Sri Prabhat Kejriwal & Sri Ravi Kejriwal. There is no change in the Board of Directors since the last AGM of the Company. During the year under review, the Board of Directors met nine times. These meetings were held on the following dates:

10 <sup>th</sup> May, 2012	15 <sup>th</sup> May, 2012	2 <sup>nd</sup> Aug, 2012
17 <sup>th</sup> Aug, 2012	29 <sup>th</sup> Sep, 2012	16 <sup>th</sup> Nov, 2012
7 <sup>th</sup> Feb, 2013	12 <sup>th</sup> Feb, 2012	7 <sup>th</sup> March, 2013

### b) AUDIT COMMITTEE OF DIRECTORS:

The Audit Committee comprises of the two Directors namely Sri Radhe Shyam Kejriwal and Sri Prabhat Kejriwal. The committee regularly meets as and when required.

### c) SHARE TRANSFER COMMITTEE:

The Company has a Share Transfer Committee comprising of Sri Prabhat Kejriwal & Sri Ravi Kejriwal, Directors. The Committee meets at regular intervals to approve all transfer, transmissions and take up all the shareholders' complaints.

### d) DETAILS OF ANNUAL/EXTRAORDINARY GENERAL MEETINGS:

#### 1.1 Location and time, where General Meeting held in last 3 years.

<u>YEAR</u>	<u>AGM/EGM</u>	<u>LOCATION</u>	<u>DATE</u>	<u>TIME</u>
2011-2012	AGM	73, Bentinck Street 1 <sup>st</sup> Floor Kolkata – 700 001	29.09.2012	12.00 Noon
2010-2011	AGM	73, Bentinck Street, 1 <sup>st</sup> Floor Kolkata – 700 001	16.09.2011	12.00 Noon
2009-2010	AGM	73, Bentinck Street 1 <sup>st</sup> Floor Kolkata – 700 001	30.09.2010	12.00 Noon

#### 1.2 Whether Special Resolution put through Postal Ballot last year?

--NO--

#### 1.3 Are votes proposed to be conducted through Postal Ballot this year?

--NO--

- e) Disclosures on materially related party transactions i.e. transactions of the Company of material nature, with the promoters, directors or the management, their subsidiaries or relatives, etc. that may have potential conflict with the interests of Company at large.

--There is no material transaction with related party --

- f) Details of non-compliance by the Company, penalties, strictures imposed on the Company by Stock-Exchange or SEBI or any other statutory authority, on any matter related to capital markets, during last three years.

-No-

**g) Means of Communication**

- Half-yearly report sent to each household of shareholders
- Quarterly results published
- Whether it also displays official news releases and presentation made to institutional investors/analysts
- Which Newspaper normally published in

No  
Yes

On request  
Arthik Lipi,  
The Echo of India

**h) Shareholders' Information**

**1. Registered Office:**

73, Bentinck Street, 1<sup>st</sup> Floor,  
Kolkata – 700 001

**2. Stock Exchange Listing:**

The Company's shares are listed and traded on the Stock Exchanges at Kolkata.

**3. Shareholders' Services:**

M/s Maheswari Datamatics Pvt. Ltd. 6, Mangoe lane, Kolkata –700 001 has been appointed as RTA in respect of demat shares of the Company. The Company's shares have been demated with CDSL as ISIN NO. INE262E01010.

**4. Nomination Facility:**

Individual Shareholders can now avail the facility of nomination. The nominee shall be the person with whom all rights of transfer and/or amount payable in respect of the shares shall vest in the event of death of the shareholder(s). A minor can be a nominee provided the name of the guardian is given in the nomination form. The facility of nomination is not available to non-individual shareholders such as societies, trusts, bodies corporate, karta of Hindu Undivided Families and holders of Power of Attorney. In case of any assistance, please contact M/s Maheswari Datamatics Pvt. Ltd.

**5. Annual General Meeting:**

The 30<sup>th</sup> Annual General Meeting of the shareholders will be held at 12.00 Noon on Monday, 30<sup>th</sup> September, 2013 at 73, Bentinck Street, 1<sup>st</sup> floor, Kolkata - 700 001.

**6. Date of Book Closure:**

26<sup>th</sup> September, 2013 to 30<sup>th</sup> September, 2013 both days inclusive.

**7. Dividend Payment:**

Your Directors do not recommend Payment of any dividend for the year ended 31<sup>st</sup> March, 2013

**8. Statistics of Shareholders : 2011 to 2013**

<u>Year Ended</u>	<u>No. of Shareholders</u>
31 <sup>st</sup> March, 2011	410
31 <sup>st</sup> March, 2012	410
31 <sup>st</sup> March, 2013	410

**9. Distribution of Shareholding as on 31<sup>st</sup> March, 2013**

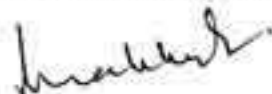
Range in No of Shares		Range in Value of Shares		No. of Share Holders	% to Total Holders	No. of Shares	% of Total Holdings
In No. of Shares		In value of Shares		Share Holders	Total Holders	No. of Shares	Total Holdings
Up	to 500	Up	to 5000	264	64.39	72975	7.45
501	to 1000	5010	to 10000	33	8.05	21425	2.19
1001	to 2000	10010	to 20000	18	4.39	28000	2.86
2001	to 3000	20010	to 30000	19	4.63	53625	5.47
3001	to 4000	30010	to 40000	12	2.93	39875	4.07
4001	to 5000	40010	to 50000	20	4.88	97450	9.94
5001	to 10000	50010	to 100000	32	7.80	247600	25.27
10001	to above	100010	to above	12	2.93	419050	42.75
<b>TOTAL</b>				<b>410</b>	<b>100.00</b>	<b>980000</b>	<b>100.00</b>

RESIDENT INDIANS	347	84.63	386500	39.44
DOMESTIC COMPANIES	55	13.42	396225	40.43
NON RESIDENT INDIANS	NIL	-	NIL	-
FOREIGN COMPANIES	NIL	-	NIL	-
MUTUAL FUNDS	NIL	-	NIL	-
BANKS	NIL	-	NIL	-
DIRECTORS/RELATIVES	8	1.95	197275	20.13

<b>TOTAL</b>	<b>410</b>	<b>100.00</b>	<b>980000</b>	<b>100.00</b>
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Regd. office:  
73, Bentinck Street, 1<sup>st</sup> Floor,  
Kolkata - 700 001  
Date: 25<sup>th</sup> June, 2013

For and on behalf of the Board,



Director

**Certificate to the members of Kejriwal Enterprises Limited on compliance of the conditions of Corporate Governance for the period ended March 31, 2013 under clause 49 of the listing agreements with relevant Stock Exchange.**

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We have examined the compliance of the conditions of Corporate Governance by Kejriwal Enterprises Limited, for 12 months period ended on March 31, 2013, as stipulated in clause 49 of the listing agreements of the said Company with relevant Stock Exchange.

The compliance of the conditions of Corporate Governance is the responsibility of the Management. Our examination was limited to the procedures and implementation thereof, adopted by the Company for ensuring the compliance of the conditions of the Corporate Governance. It is neither an audit nor an expression of opinion on the financial statements of the Company.

In our opinion and to the best of our information and according to the explanations given to us, we certify that the Company has complied with the conditions of Corporate Governance as stipulated in clause 49 of the above mentioned listing agreements.

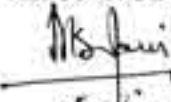
As required by the Guidance Note on Certification of Corporate Governance issued by the Institute of Company Secretaries of India, we state that no grievances are pending as on March 31, 2013 against the Company as per the records maintained by the Shareholders/Investors Grievance Committee.

We further state that such compliance is neither an assurance as to the future viability of the Company nor the efficiency or effectiveness with which the management has conducted the affairs of the Company.

Place: Kolkata  
Date: 25<sup>th</sup> June, 2013



For N K Jain & Co,  
Chartered Accountants,  
Firm Regn. No. 304078E

  
N K Jain  
Proprietor  
M.No:005976