

## CORPORATE GOVERNANCE REPORT

Pursuant to Regulation 34 read with Schedule V of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, a Report on Corporate Governance is as follows:

### COMPANY'S PHILOSOPHY ON CORPORATE GOVERNANCE

Corporate Governance is the combination of voluntary practices and compliance with laws and regulations leading to effective control and management of the organisation. We believe that good Corporate Governance emerges from the application of the best and sound management practices and compliance with the laws coupled with adherence to the highest standards of transparency and business ethics. Good Corporate Governance leads to long-term stakeholder value and enhances interests of all stakeholders. It brings into focus the fiduciary and trusteeship role of the Board to align and direct the actions of the organisation towards creating wealth and stakeholder value.

The Company's essential character is shaped by the values of transparency, customer satisfaction, integrity, professionalism and accountability. The Company continuously endeavors to improve on these aspects. The Board views Corporate Governance in its widest sense. The main objective is to create and adhere to a corporate culture of integrity and consciousness. Corporate Governance is a journey for constantly improving sustainable value creation and is an upward moving target. The Board of Directors fully supports and endorses the Corporate Governance practices being followed by the Company.

### BOARD OF DIRECTORS

The business of the Company is managed by Board of Directors. The Board of Directors comprises of a Managing Director, a Joint Managing Director, a Whole Time Director, a Non- Executive Women Director and four Non-Executive Independent Directors. The Non-Executive Directors are drawn from amongst persons with experience in business, industry and finance. The Board of Directors has the ideal with more than half the directors being non-executive directors.

### DIRECTORS ATTENDANCE RECORD AND THEIR OTHER DIRECTORSHIP/S AND COMMITTEE MEMBERSHIP/S

The names and categories of the Directors on the Board, their attendance at Board Meetings held during the year and the number of Directorships and Committee Chairmanships / Memberships held by them in other companies as on March 31, 2018 are given herein below. None of the Directors on the Board hold directorships in more than ten public companies. Further none of them is a member of more than 10 (Ten) Board level Committees or Chairman of more than 5 (Five) Committees across companies in which he/she is a Director.



Kings Infra Ventures Limited

Registered Office:

14B, 14th Floor, The Atria, Opp Gurudwara Temple,  
Thevara, Ernakulam - 682015, Kerala.

T: +91 484 6586 557 / 8, E: info@kingsinfra.com

CIN: L05005KL1987PLCO04913 | GST.No. 32AACCV3411D1Z1

Corporate Office:

C7 455, Kendriya Vihar, Yelahanka,  
Bangalore - 560 064, Karnataka. India.

T: +91 80 2856 1161

**Attendance of each Director at the Board meetings held during the financial year 2017-2018 and Last AGM held on 23.09.2017 and EGM held on 28.03.2018**

Name of Director	Category	DIN	No. of Board Meeting held during 2017-18	No. of Board Meeting Attended	Whether Attended last AGM held on 23.09.2017 and EGM held on 28.03.2018	No. of Other Directorship in all other Companies * as on 31.03.2018	No. of Committee Positions held in all other Companies as on 31.03.2018**	
							Member	Chairman
Shaji Baby John	Executive Director	01018603	8	8	Yes/Yes	13	2	-
Baby John Shaji	Executive Director	03498692	8	8	Yes/Yes	1	-	-
Balagopalan Veliyath	Executive Director	05254460	8	7	Yes/Yes	1	-	-
Rita Shaji John	Non-Executive Director	01544753	8	8	Yes/Yes	8	-	-
Alexander John Joseph	Independent, Non Executive	00485766	8	7	Yes/Yes	14	6	0
Paul Joseph	Independent, Non Executive	03444740	8	8	Yes/Yes	0	-	-
Narayana Pillai Rajendran	Independent, Non Executive	01943124	8	8	No/Yes	4	-	-
Rathina Asohan	Independent, Non Executive	03112985	8	4	Yes/No	1	2	1

\* This includes Directorships in all other Companies (Listed, Unlisted Public and Private Limited Companies) incorporated in India.

\*\* For the purpose of considering the limit of the committees on which a director can serve, all other public limited companies, whether listed or not, are considered. Chairmanships / Memberships of Board Committees shall only include Audit Committee and Stakeholders' Relationship Committee.

#### LIMIT ON THE NUMBER OF DIRECTORSHIPS

All the Directors have periodically and regularly informed the Company about their Directorship and Membership on the Board/ Committees of the Board of other companies. As per the disclosure received, none of the Directors of your Company hold memberships/ Chairmanships/Directorship more than the prescribed limits across all companies in which he/she is a Director.

#### INDEPENDENT DIRECTORS

The Board of the Company has an optimum number of Independent Directors, as required under Regulation 17 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015. All the independent directors are persons of integrity and possess relevant expertise and experience in the industry. Independent Directors fulfill all the conditions for being independent to the Company, as stipulated under Regulation 16 (1) (b) of the Securities and Exchange



*Shaji*

Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Companies Act, 2013. The company has also obtained declarations from all the Independent Directors pursuant to section 149 (7) of the Companies Act, 2013. The maximum tenure of Independent Directors is determined in accordance with the Companies Act, 2013 and clarifications/circulars issued by the Ministry of Corporate Affairs, from time to time.

#### **TRAINING OF INDEPENDENT DIRECTORS**

Whenever a new Non-executive Independent Director are inducted in the Board they are introduced to our Company's culture through appropriate orientation session and they are also introduced to our organization structure, our business, constitution, board procedures, our major risks and management strategy.

#### **PERFORMANCE EVALUATION**

Pursuant to the provisions of the Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, a separate exercise was carried out to evaluate the performance of individual Directors of the Board who were evaluated on parameters such as level of engagements and contribution and independence of judgment thereby safeguarding the interest of the Company. The performance evaluation of the Independent Directors was carried out by the entire Board. However directors who were subject to evaluation did not participate. The performance evaluations of Non Independent Directors were carried out by the independent Directors. The Director express their satisfaction with the evaluation process.

#### **SEPARATE MEETING OF THE INDEPENDENT DIRECTORS**

The Independent Directors hold a Meeting on 12th February, 2018, without the attendance of Non-Independent Directors and members of Management. The following issues were discussed in detail:

- I. To Review the performance of non-independent directors and the Board of Directors of Company as a whole;
- II. To Review the performance of the Chairperson of the Company, taking into account the views of Executive Directors and Non- Executive Directors;
- III. To assess the quality, quantity and timeliness of flow of information between the Company Management and the Board of Directors that is necessary for the Board of Directors to effectively and reasonably perform their duties.

#### **FAMILIARIZATION PROGRAMME FOR INDEPENDENT DIRECTORS**

The Company familiarizes its Independent Directors with the Company, their roles, rights, responsibilities in the Company, nature of the industry in which the Company operates, etc through various programs. These include orientation program upon induction of new Directors, as well as other initiatives to update the Directors on a continuing basis , responsibilities in the Company, nature of the industry in which the Company operates, business model of the Company etc. Such kind of training program helps to develop relationship of Directors with the Company and familiarise them with the Company processes. The management provides such information and training either at the meeting of Board of Directors otherwise.

The familiarization program for Independent Directors is disclosed on the Company's website at the following web link [www.kingsinfra.com](http://www.kingsinfra.com)



*Signature*

## DETAILS OF BOARD MEETINGS HELD IN 2017-18

Date of Board Meeting	No. of Directors on Board	No. of Directors in Attendance
29 <sup>th</sup> May, 2018	8	7
14 <sup>th</sup> August, 2018	8	7
13 <sup>th</sup> September, 2018	8	7
15 <sup>th</sup> November, 2018	8	6
09 <sup>th</sup> December, 2018	8	8
12 <sup>th</sup> February, 2018	8	8
02 <sup>nd</sup> March, 2018	8	8
28 <sup>th</sup> March, 2018	8	7

During the year under review, 8 (Eight) Board meetings were held. The maximum time gap between any two consecutive meetings did not exceed 120 days. The necessary quorum was present for all the meetings.

## DISCLOSURE OF RELATIONSHIPS BETWEEN DIRECTORS INTERSE

Mrs. Rita Shaji John is the wife of Mr. Shaji Baby John. Mr. Baby John Shaji is the Son of Mr. Shaji Baby John & Mrs. Rita Shaji John.

## MINIMUM INFORMATION

During the year 2017-2018, the information's which are applicable to the Company as mentioned in Schedule II Part A of the SEBI Listing Regulations, has been placed before the Board for its consideration.

## AUDIT COMMITTEE

The Audit Committee functions according to its Charter that defines its composition, authority, responsibilities and reporting functions. The Audit Committee of the Company is constituted in line with the provisions of Regulation 18 of SEBI Listing Regulations, read with Section 177 of the Companies Act, 2013.

## TERMS OF REFERENCE OF THE AUDIT COMMITTEE ARE BROADLY AS UNDER

The terms of references of the Audit Committee are as per the guidelines set out in Listing Regulations, read with Section 177 of the Companies Act, 2013. These broadly includes to review the reports to be submitted with the Board of Directors with respect to auditing and accounting matters, to supervises the Company's internal control and financial reporting process, to review risk management, internal financial controls and governance processes, to discuss any related issues with the internal and statutory auditors and the management of the company, to discuss quarterly, half yearly and annual financial statement, to review the matters to be included in the Director's Responsibility Statement, to review the Management Discussion and Analysis Report of Company's Operation, to review the disclosure in financial statement including Related Party Transactions, to review the audit reports submitted by the Internal Auditor and Statutory Auditor, recommendation for appointment, remuneration and terms of appointment of auditors of the Company, to review and monitor the auditor's independence and performance , to investigate into any matter in relation to the items specified above or referred to it by the Board or information contained in the records of the company or other information as required under SEBI Listing Regulation. It also reviews the Company's established systems, Whistle Blower Mechanism/Vigil Mechanism, valuation of undertakings or assets of the Company wherever it is necessary, evaluation of internal financial controls and to approve and review the transactions with related parties, changes, if any, in accounting policies



*Shaji*

Major accounting estimates and significant adjustments in financial statement, Compliance with listing and other legal requirements concerning financial statements and to Carrying out any other allied function.

#### COMPOSITION

A qualified and independent Audit Committee has been set up by the Board in compliance with the requirements of Regulation 18 of SEBI Listing Regulations read with Section 177 of the Companies Act, 2013. Our Audit Committee ('the committee') comprises of three Independent Directors and two Executive Directors :-

Narayana Pillai Rajendran - Non Executive Director (Chairman)/Independent  
Dr. Alexander John Joseph - Non Executive Director (Member)/Independent  
Paul Joseph - Non Executive Director (Member)/Independent  
Shaji Baby John - Executive Director (Member)  
Baby John Shaji- Executive Director (Member)

#### AUDIT COMMITTEE ATTENDANCE

Name of the Member	Category	No of Meetings during the financial year 2017-18	
		Held	Attended
Narayana Pillai Rajendran	Independent Non Executive	6	6
Paul Joseph	Independent Non Executive	6	6
Alexander John Joseph	Independent Non Executive	6	6
Shaji Baby John	Executive	6	6
Baby John Shaji	Executive	6	6

During the year ended on 31.03.2018, the Audit Committee met six times on 29.05.2017, 14.08.2017, 13.09.2017, 09.12.2017, 12.02.2018 and 02.03.2018

Mr. Sooraj K & Ms. Meera Cyriac, Company Secretary, acted as Secretary to the Committee.

#### NOMINATION AND REMUNERATION COMMITTEE

The Nomination and Remuneration committee of the Company is constituted in line with the provision of Regulation 19 of the SEBI Listing Regulations, read with Section 178 of the Act.

#### COMPOSITION

Our Nomination and Remuneration committee ('the committee') comprises three Non Executive Independent Directors:-

Rathina Asokan: - Non Executive Director (Chairman)/Independent  
Narayana Pillai Rajendran: - Non Executive Director (Member)/Independent  
Alexander John Joseph: - Non Executive Director (Member)/Independent

#### TERMS OF REFERENCE

The role of the Nomination and Remuneration Committee of Kings Infra Ventures Limited also covers such functions and scope as prescribed under Section 178 of the Companies Act, 2013 read with allied Rules framed thereunder and Regulation 19 of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015. These broadly include identifying the persons, who are qualified to become Directors of the Company and who may be appointed in Senior Management in accordance with the criteria laid down, recommend to the Board their appointment, remuneration and removal and also



*Diya*

shall carry out evaluation of every director's performance. Committee shall also formulate the criteria for determining qualifications, positive attributes, independence of the Directors and recommend to the Board a Policy, relating to the remuneration for the Directors, Key Managerial Personnel and other senior employees formulate criteria for evaluation of Independent Directors and the Board and other allied matters. The committee shall specifically ensure that level and composition of remuneration is reasonable and sufficient to attract retain and motivate Directors of quality required to run the company successfully.

#### DETAILS OF COMMITTEE AND NO. OF MEETINGS HELD DURING THE YEAR

Name of the Member	Category	No of Meetings during the financial year 2017-18	
		Held	Attended
Rathina Asohan	Independent Non Executive	3	3
Narayana Pillai Rajendran	Independent Non Executive	3	3
Alexander John Joseph	Independent Non Executive	3	3

During the year ended on 31.03.2018, the Committee met three times on 14.08.2017, 01.11.2017 and 12.02.2018

Mr. Rathina Asohan, an Independent Director, is the Chairman of the Committee.

Mr. Rathina Asohan was not present in the last Annual General Meeting held on 23.09.2017

Mr. Sooraj K and Ms. Meera Cyriac, Company Secretary acted as Secretary to the Committee.

#### REMUNERATION POLICY

The Nomination and Remuneration Policy provides for appropriate composition of Executive, Non-Executive Independent Directors on the Board of Directors of your Company along with criteria for appointment, remuneration including determination of qualifications, positive attributes, independence of Directors and other matters as provided under sub-section (3) of Section 178 of the Companies Act, 2013. The remuneration paid to the Directors is as per the terms laid out in the Nomination and Remuneration Policy of your Company.

The highlights of this policy are as follows:

The key factors considered in formulating the Policy are as under:

- I. The level and composition of remuneration is reasonable and sufficient to attract, retain and motivate Directors of the quality required to run the Company successfully.
- II. Relationship of remuneration to performance is clear and meets appropriate performance benchmarks; and
- III. Remuneration to Directors, Key Managerial Personnel and senior management involves a balance between fixed and incentive pay reflecting short and long-term performance objectives appropriate to the working of the Company and its goals.

#### REMUNERATION TO THE MANAGING DIRECTOR & WHOLE TIME DIRECTOR

The Remuneration paid to the Managing Director/Whole-time Directors is recommended by the Nomination and Remuneration Committee and approved by the Board of Directors in the Board Meeting, subject to the approval of shareholders at General Meeting and such other authorities, as the case may be if necessary. The details of the Remuneration paid to Managing Director and Whole Time Directors



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are stated in the Form MGT- 9- Extract of the Annual Return which forms part of the Board's Report in this report.

#### REMUNERATION TO NON – EXECUTIVE DIRECTORS

The Non Executive Independent Director may receive remuneration by way of commission/compensation/sitting fee as per the provisions of the Companies Act, 2013. The amount of sitting fee shall be subject to the approval of Board of Directors/including any sub-committee thereof, upto the limits as specified under the Companies Act, 2013 and rules made thereunder or any other enactment for the time being in force and also in Compliance with the SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015.

#### REVIEW OF PERFORMANCE AND COMPENSATION TO SENIOR MANAGEMENT

The Managing Director will approve the Remuneration of Senior Management which will be subject to review by Nomination and Remuneration Committee. The Nomination and Remuneration Committee reviews the performance of the Senior Management of your Company. The Committee ensures that the remuneration to the Key Managerial Personnel and Senior Management involves a balance between fixed and incentive pay reflecting short and long term performance objectives appropriate to the working of your Company and its goals.

The full policy is available at website of company. i.e. [www.kingsinfra.com](http://www.kingsinfra.com)

#### STAKEHOLDERS RELATIONSHIP COMMITTEE

The Stakeholders Relationship Committee is constituted in line with the provisions of Regulation 20 of SEBI Listing Regulations read with Section 178 of the Act.

#### COMPOSITION

Our Stakeholder Relationship Committee ('the committee') comprises three one Non-Executive Independent Director and two Executive Directors:-

Rathina Asohan: - Non Executive Director (Chairman)/Independent  
Shaji Baby John: - Executive Director (Member)  
Baby John Shaji: - Executive Director (Member)

The Committee has been constituted to specifically look into redressal of shareholders' grievance such as transfer, de-materialization related matters. The Committee has also been dealing the power to approve transfer / transmission, issue of new or duplicate certificates, sub-division of shares, split of shares and all matters related to shares.

Total number of letters and complaints received and replied to the satisfaction of shareholders during the year under review was NIL and there are NIL complaints pending with the Company as on March 31, 2018. The Company has also adopted code of internal procedures and code for prevention of insider trading in the shares of the Company, pursuant to Securities & Exchange Board of India (Prohibition of Insider Trading) Regulations, 1992, as amended. The Board has designated Company Secretary as the Compliance Officer of the Company who acts as Secretary to the Committee and Members of the Committee are:

Name of the Member	Category	Position
Rathina Asohan	Independent Non Executive	Chairman
Shaji Baby John	Executive	Member
Baby John Shaji	Executive	Member



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The Chairman of the Committee was not present in the last Annual General Meeting held on 23.09.2017.

#### GENERAL BODY MEETINGS

The Details of Last Five General Meetings of the Company are as follows;

Year	Location	Date	Time	Special Resolution Passed
2017-18	Registered Office	28.03.2018	11 AM	Yes(Approval of Related Party Transactions)
2016-17	Registered Office	23.09.2017	11 AM	Yes( Alteration of the Memorandum of Association of the Company)
2016-17	Registered Office	24.09.2016	11 AM	Yes (Re-appointment of Managing Director and Appointment of Joint Managing Director )
2015-16	Registered Office	30.09.2015 19.05.2015	11 AM 10 AM	Yes (For Taking Loan) Yes (Alteration of AOA- Insertion of Share Warrant Clause)
2014-15	Registered Office	27.09.2014	11 AM	No

One Extra Ordinary General Meeting (EGM) was held on 28.03.2018 during the Financial Year 2017-18.

#### MEANS OF COMMUNICATION

The quarterly, half yearly and yearly financial results of the Company were published in leading prominent daily newspapers such as Financial Express (English) and Deepika (Malayalam).

The results and other relevant information are also displayed on the Company's website i.e. [www.kingsinfra.com](http://www.kingsinfra.com). During the year Company has not issued any press release and no presentation was made to Institutional Investors/Analysts.

In compliance with Regulation 46 of the Listing Regulations, a separate dedicated section under 'Company Information' on the Company's website i.e [www.kingsinfra.com](http://www.kingsinfra.com) gives information on various announcements made by the Company, Shareholding Pattern, Annual Report, Quarterly/Half yearly and Annual financial results along with the applicable policies and other compliances of the Company on the Company's website.

#### SEBI COMPLAINTS REDRESSAL SYSTEM (SCORES)

The Investor complaints are processed in a centralised web-based complaints redress system (known as SEBI Complaints Redress System i.e. SCORES). The salient feature of this system are :- Centralised database of all complaints, online upload of Action Taken Reports (ATR) by concerned companies and online viewing by investors of actions taken on complaint & its address. Further the Company disseminated to the Stock Exchange (i.e BSE), wherein its equity shares are listed, all mandatory information and price sensitive such other information, which in its opinion, are material and/or have a bearing on its performance/operations for the information of the public at large. For the benefit of the shareholders, a separate email id had been created for shareholder correspondence viz. [investorgrievances@kingsinfra.com](mailto:investorgrievances@kingsinfra.com).



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## SHAREHOLDING PROFILE

Mode of Holding	As on 31 <sup>st</sup> March 2018		As on 31 <sup>st</sup> March 2017	
	No. of Shares	% to Equity	No. of Shares	% to Equity
Demat	22837703	97.131	22761903	96.809
Physical	674547	2.868	750347	3.191
<b>Total</b>	<b>23512250</b>	<b>100</b>	<b>23512250</b>	<b>100</b>

## DETAILS OF SHARES HELD BY DIRECTORS

Name	As on 31 <sup>st</sup> March 2018	As on 31 <sup>st</sup> March 2017
Shaji Baby John	4957428	4957428
Baby John Shaji	1389000	1389000
Rita Shaji John	668025	668025

## RECONCILIATION OF SHARE CAPITAL AUDIT

As stipulated by SEBI, Reconciliation of Share Capital Audit is carried out to reconcile the total admitted capital with National Securities Depositories Limited (NSDL) and the Central Depository Services Limited (CDSL), those held in physical form and the total issued and Listed Capital. This audit is carried out on quarterly basis and the report thereon is submitted to the Stock Exchange, where the Company's shares are listed and is also placed before the Board of Directors of the Company. No discrepancies were noticed during these Audits.

## GREEN INITIATIVE IN THE CORPORATE GOVERNANCE

As part of the Green Initiative process, the Company has taken an initiative of sending documents like notice calling Annual General meeting, Corporate Governance Report, Directors Report, audited Financial Statements, Auditors Report, etc., by email. Physical copies are sent only to those Shareholders whose email addresses are not registered with the company and for the bounced-mail cases. Shareholders are requested to register their email id with Registrar and Share Transfer Agent / concerned Depository to enable the Company to send the documents in electronic form.

## RELATED PARTY TRANSACTIONS

No transaction of material nature has been entered into by the Company with the promoters/related parties that may have potential conflict with the interests of the company. However, shareholders approval for related party transaction was sought on 28<sup>th</sup> March, 2018. But, no material related party transaction was entered during the reporting financial year.

## MATERIAL DISCLOSURES

There was no instance of non-compliance by the Company on any matter related to Capital markets.

## WHISTLE BLOWER POLICY

This policy is formulated by the Company to provide an opportunity to employees and an avenue to raise concerns and to access in good faith the Audit Committee, to the highest possible standards of ethical, moral and legal business conduct and its commitment to open communication, in case they observe unethical and improper practices or any other wrongful conduct in the Company, to provide necessary safeguards for protection of employees from reprisals or victimization and to prohibit managerial personnel from taking any adverse personnel action against those employees.



*Shaji*

## RISK MANAGEMENT

The details of Risk management policy are included in the Management Discussion & Analysis Report, which forms part of this report

## DISCLOSURE OF ACCOUNTING TREATMENT

In accordance with the notification issued by the Ministry of Corporate Affairs, the Company has adopted Indian Accounting Standards (referred to as "Ind AS") notified under the Companies (Indian Accounting Standards) Rules, 2015 with effect from April 1, 2017. Figures for previous periods have been restated as per Ind AS. In accordance with Ind AS 101 First-time adoption of Indian Accounting Standards, the Company has presented a reconciliation from the presentation of Financial Statements under Accounting Standards notified under the Companies (Accounting Standards) Rules, 2006 ("Previous GAAP") to Ind AS of shareholders' equity as at 31st March 2017.

The Financial Statements have been prepared in accordance with Ind AS as notified under the Companies (Indian Accounting Standards) Rules, 2015 read with Section 133 of The Companies Act, 2013. Hence there are significant changes in the accounting policies adopted during the financial year.

## CODE OF CONDUCT FOR PREVENTION OF INSIDER TRADING

In compliance with the provisions of SEBI (PIT) Regulations, 2015, the Company has adopted a Code of Conduct for prevention of Insider Trading. Company Secretary of the Company is the Compliance Officer. The Code of Conduct is applicable to all Directors and such designated employees of the Company as well as who are expected to have access to unpublished price sensitive information relating to the Company.

## COMPLIANCE ON CORPORATE GOVERNANCE

The quarterly compliance report has been submitted to the Stock Exchange where the Company's equity shares are listed in the requisite format. The Auditors' Certificate in Compliance on conditions of Corporate Governance requirements as per the Listing Agreement/Regulations forms part of this Annual Report. All the mandatory requirements have been complied with as stated in this report on Corporate Governance. There is no non-compliance with any requirement of corporate governance report of sub-paras (2) to (10) of the Corporate Governance report as given in Schedule V(C) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. The disclosures of the compliance with Corporate Governance requirements specified in Regulation 17 to 27 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (the Regulations), have been made in this Corporate Governance report. Details required under clauses (b) to (i) of sub-regulation (2) of Regulation 46 of the said Regulations are displayed on the website of the Company at [www.kingsinfra.com](http://www.kingsinfra.com)

## GENERAL SHAREHOLDER INFORMATION

1.	<b>30<sup>th</sup> Annual General Meeting</b> Day ,Date & Time Venue	<b>Sunday, September 30, 2018, 11.00 A.M</b> <b>Hotel Olive Downtown 28/286,Kadavanthra Jn.</b> <b>Kochi, Kerala ,682 020</b>
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2.	<b>Financial Calendar (Tentative)Results for the quarter &amp;Financial Year ended;</b>  June 30, 2018 September 30, 2018 December 31, 2018 March 31, 2019	10 <sup>th</sup> August, 2018 Second week of November 2018 Second week of February 2019 Second week of May 2019
3.	<b>Listing Details</b>	BSE Limited (BSE) Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai 400 001
4.	<b>Stock Codes</b>	Scrip Code:530215 ISIN:INE050N01010 CIN:L05005KL1987PLC004913
5.	<b>Book Closure</b>	Monday ,September 24, 2018 to Sunday, September 30, 2018 (both days inclusive)
6.	<b>Registrar &amp; Share Transfer Agent</b>	S.K.D.C Consultants Limited, Kanapathy Towers, 3 <sup>rd</sup> Floor, 1391/A1, Sathy Road, Ganapathy, Coimbatore – 641 006.
7.	<b>Compliance Officer / Company Secretary</b>	CS Meera Cyriac ACS 14 B, 14 <sup>th</sup> Floor, Atria Apartments, Opp. Gurudwara Temple, Thevara, Ernakulam- KL 682015 <a href="mailto:cs@kingsinfra.com">cs@kingsinfra.com</a> / <a href="mailto:investorgrievances@kingsinfra.com">investorgrievances@kingsinfra.com</a> Mob: 8129511400
8.	<b>Bank details for Electronic Shareholding</b>	Members are requested to notify their Depository Participant (DP) about the changes in bank details. Members are requested to furnish complete details of their bank account, including the MICR codes of their bank.
9.	<b>Furnish copies of Permanent Account Number (PAN)</b>	The members are requested to furnish their PAN which will help us to strengthen compliance with KYC norms and provisions of prevention of Money Laundering Act, 2002. For transfer of shares in physical form, SEBI has made it mandatory to the transferee to submit a copy of PAN card to the Company.
10.	<b>Investor complaint to be addressed to</b>	Kings Infra Ventures Limited or RTA or CS Meera Cyriac ACS, Compliance Officer
11.	<b>E-mail ID of Grievance Redressal Division</b>	<a href="mailto:investorgrievances@kingsinfra.com">investorgrievances@kingsinfra.com</a>
12.	<b>Payment of Listing Fees</b>	Annual listing fee for the year 2018-19 have been paid.
13.	<b>Payment of Depository Fees</b>	Annual custody / Issuer fee for the year 2018-19 have been paid.
14.	<b>Outstanding Warrants, GDRs/ADRs, and Convertible Bonds, Conversion date and likely impact on equity</b>	NA
15.	<b>Plant Locations</b>	NA

#### MARKET PRICE DATA

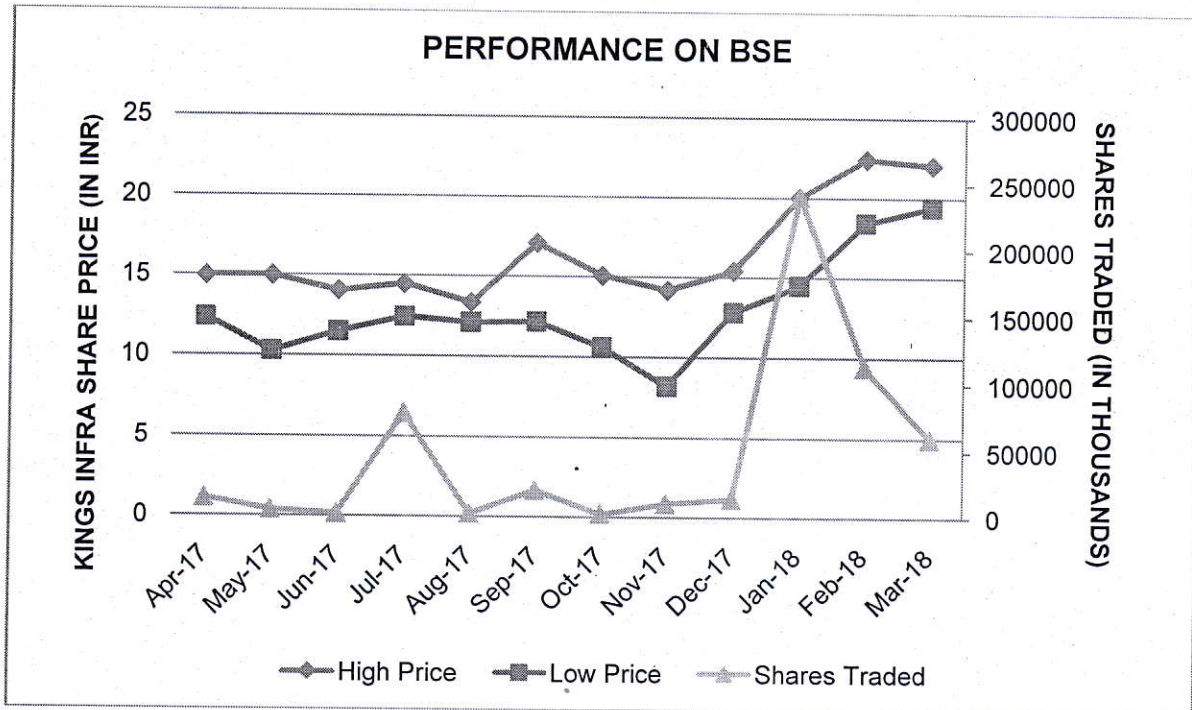
Monthly high and low of the equity shares of the Company trading volume are as follows from April 2017 to March 2018



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SI No.	Month	BSE		Volume
		High Price	Low Price	
1.	April 2017	14.99	12.37	13,865
2.	May 2017	14.99	10.28	4,759
3.	June 2017	14.05	11.50	2,263
4.	July 2017	14.5	12.45	77,771
5.	August 2017	13.35	12.11	2,596
6.	September 2017	17.10	12.17	20,301
7.	October 2017	15.10	10.60	2,551
8.	November 2017	14.19	8.22	10,567
9.	December 2017	15.40	12.82	14,314
10.	January 2018	20.05	14.50	2,40,932
11.	February 2018	22.45	18.45	1,13,187
12.	March 2018	22.10	19.45	59,888

**PERFORMANCE OF THE SHARE PRICE OF THE COMPANY**



**DISTRIBUTION OF SHAREHOLDING**

No. of Equity Shares	No. of shareholders	% of shareholders	No. of shares held	% of shareholding
1 - 100	92	15.33	4441	0.02
101 - 200	146	24.33	28462	0.12



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201 - 300	57	9.50	16670	0.07
301 - 400	32	5.33	12311	0.05
401 - 500	47	7.83	23286	0.10
501 - 1000	92	15.34	72890	0.31
1001 - 2000	28	4.67	43644	0.19
2001 - 3000	6	1.00	15962	0.07
3001 - 4000	6	1.00	21087	0.09
4001 - 5000	0	0.00	0	0.00
5001 - 10000	25	4.17	179908	0.77
10001 AND ABOVE	69	11.50	23093589	98.21
<b>Total</b>	<b>600</b>	<b>100.00</b>	<b>23512250</b>	<b>100.00</b>

#### CEO AND CFO CERTIFICATION

As required under Regulation 17(8) read with Part B of Schedule II of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 the Managing Director and the Chief Financial Officer of the Company have certified to the Board regarding their review on the Financial Statements, Cash Flow Statement and other matters related to internal controls in the prescribed format for the year ended 31<sup>st</sup> March, 2018

#### CODE OF CONDUCT

The Board has laid down a Code of Conduct and Ethics for the Members of the Board and Senior Management Personnel of the Company. All Board Members and Senior Management Personnel have affirmed compliance with the Code of Conduct for the financial year 2017-18. Requisite declaration signed by Mr. Shaji Baby John, Chairman & Managing Director to this effect is given below.

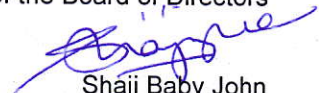
"I hereby confirm that the Company has obtained from all the members of the Board and Senior Management Personnel, affirmation(s) that they have complied with the Code of Conduct for Board Members and Senior Management Personnel in respect of the financial year ended 31st March, 2018."



Shaji Baby John  
Chairman & Managing Director

The aforementioned Code has been put on the Company's website and can be accessed at <http://www.kingsinfra.com>

For and on behalf of the Board of Directors



Shaji Baby John  
Chairman & Managing Director  
DIN: 01018603

Kochi,  
August 10.2018

