

<b>General information about company</b>	
Scrip code	519602
NSE Symbol	KELLTONTEC
MSEI Symbol	
ISIN	INE164B01022
Name of the entity	KELLTON TECH SOLUTIONS LIMITED
Date of start of financial year	01-04-2018
Date of end of financial year	31-03-2019
Reporting Quarter	Yearly
Date of Report	31-03-2019
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											Textual Information(1)				
Wether the listed entity has a Regular Chairperson											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 for not providing PAN	Notes for not providing DIN
1	Mr	NIRANJAN REDDY CHINTAM	AGEPC9383Q	01658591	Executive Director	Chairperson		01-11-2015		0	1	1	0		
2	Mr	KRISHNA REDDY CHINTAM	AGEPC9384K	01658145	Executive Director	Not Applicable	MD	09-04-2015		0	1	1	0		
3	Mr	KARAN JIT SINGH	AAQPS7713N	06898258	Executive Director	Not Applicable	CEO	30-03-2015		0	1	0	0		
4	Mr	SRINIVAS POTLURI	BAFPP3687Q	03412700	Non-Executive - Non Independent Director	Not Applicable		22-12-2014		0	1	0	0		

**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**

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 for not providing PAN	Notes for not providing DIN
5	Mr	BRIJMOHAN VENKATA MANDALA	AGSPM5321Q	00295323	Non-Executive - Independent Director	Not Applicable		22-12-2014		52	1	2	2		
6	Mr	PYDISETTY VEERA VENKATA SRINIVASA RAO	AJTTP7276M	06805347	Non-Executive - Independent Director	Not Applicable		16-02-2016		38	1	0	0		
7	Ms	KUNDA KALPANA	BBBPK7848D	07328517	Non-Executive - Independent Director	Not Applicable		07-03-2017		25	3	1	0		
8	Mr	SRINIVASA VIJAY KUMAR APPANA	ABQPA5601E	00299638	Non-Executive - Independent Director	Not Applicable		15-01-2019		3	1	2	0		

<b>Text Block</b>	
Textual Information(1)	The Composition of Board of Directors has changed due to appointment of Mr. Srinivasa Vijay Kumar Appana - Non Executive - Independent Director, on Jan 15, 2019, in place of Mr. Rajendra Vithal Naniwadekar.

<b>Annexure 1</b>	
<b>II. Composition of Committees</b>	
Disclosure of notes on composition of committees explanatory	Textual Information(1)

<b>Annexure 1 Text Block</b>	
Textual Information(1)	The Composition of Committees has chnaged due to appointment of Mr. Srinivasa Vijay Kumar Appana - Non Executive - Independent Director, on Jan 15, 2019, in place of Mr. Rajendra Vithal Naniwadekar.

Audit Committee Details							
Whether the Audit Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00295323	BRIJMOHAN VENKATA MANDALA	Non-Executive - Independent Director	Chairperson	22-12-2014		
2	01658591	NIRANJAN REDDY CHINTAM	Executive Director	Member	01-11-2015		
3	00299638	SRINIVASA VIJAY KUMAR APPANA	Non-Executive - Independent Director	Member	15-01-2019		

Nomination and remuneration committee							
Whether the Nomination and remuneration committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00299638	SRINIVASA VIJAY KUMAR APPANA	Non-Executive - Independent Director	Chairperson	15-01-2019		
2	00295323	BRIJMOHAN VENKATA MANDALA	Non-Executive - Independent Director	Member	22-12-2014		
3	01658591	NIRANJAN REDDY CHINTAM	Executive Director	Member	14-02-2019		



Stakeholders Relationship Committee							
Whether the Stakeholders Relationship Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00295323	BRIJMOHAN VENKATA MANDALA	Non-Executive - Independent Director	Chairperson	22-12-2014		
2	01658145	KRISHNA REDDY CHINTAM	Executive Director	Member	09-04-2015		
3	00299638	SRINIVASA VIJAY KUMAR APPANA	Non-Executive - Independent Director	Member	15-01-2019		

Risk Management Committee							
Whether the Risk Management Committee has a Regular Chairperson					No		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks

Corporate Social Responsibility Committee							
Whether the Corporate Social Responsibility Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00299638	SRINIVASA VIJAY KUMAR APPANA	Non-Executive - Independent Director	Chairperson	15-01-2019		
2	00295323	BRIJMOHAN VENKATA MANDALA	Non-Executive - Independent Director	Member	22-12-2014		
3	01658145	KRISHNA REDDY CHINTAM	Executive Director	Member	09-04-2015		

<b>Other Committee</b>						
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks
1	01658591	NIRANJAN REDDY CHINTAM	SECURITIES ISSUANCE COMMITTEE	Executive Director	Chairperson	
2	01658145	KRISHNA REDDY CHINTAM	SECURITIES ISSUANCE COMMITTEE	Executive Director	Member	
3	00295323	BRIJMOHAN VENKATA MANDALA	SECURITIES ISSUANCE COMMITTEE	Non-Executive - Independent Director	Member	

<b>Annexure 1</b>
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<b>Annexure 1</b>
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<b>III. Meeting of Board of Directors</b>
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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)	Notes for not providing Date
1	14-11-2018			
2	23-11-2018		8	
3	07-12-2018		13	
4	18-12-2018		10	
5		03-01-2019	15	
6		15-01-2019	11	
7		14-02-2019	29	
8		26-03-2019	39	

**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	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	Reason for not providing date
1	Audit Committee	14-02-2019	Yes	3	14-11-2018	91		
2	Other Committee	02-01-2019	Yes	3	25-10-2018	68	SECURITIES ISSUANCE COMMITTEE	
3	Nomination and remuneration committee	15-01-2019	Yes	3				We didn't have any NRC committee meeting in the previous quarter, as we don't have any matter that are to be discussed in NRC committee meeting
4	Nomination and remuneration committee	14-02-2019	Yes	3				We didn't have any NRC committee meeting in the previous quarter, as we don't have any matter that are to be discussed in NRC committee meeting

<b>Annexure 1</b>			
<b>V. Related Party Transactions</b>			
Sr	Subject	Compliance status (Yes/No/NA)	If status is "No" 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	NA	

<b>Annexure 1</b>		
<b>VI. Affirmations</b>		
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



<b>Annexure 1</b>		
Sr	Subject	Compliance status
1	Name of signatory	KRISHNA REDDY CHINTAM
2	Designation	Managing Director

<b>Annexure II</b>				
<b>Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)</b>				
<b>I. Disclosure on website in terms of Listing Regulations</b>				
Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
1	Details of business	Yes		<a href="https://www.kelltontech.com/company">https://www.kelltontech.com/company</a>
2	Terms and conditions of appointment of independent directors	Yes		<a href="https://www.kelltontech.com/investors/company-policies">https://www.kelltontech.com/investors/company-policies</a>
3	Composition of various committees of board of directors	Yes		<a href="https://www.kelltontech.com/sites/default/files/inline-images/Financials/Composition%20of%20Committees%20of%20Board%20of%20Directors.pdf">https://www.kelltontech.com/sites/default/files/inline-images/Financials/Composition%20of%20Committees%20of%20Board%20of%20Directors.pdf</a>
4	Code of conduct of board of directors and senior management personnel	Yes		<a href="https://www.kelltontech.com/sites/default/files/inline-images/Code%20of%20conduct_0.pdf">https://www.kelltontech.com/sites/default/files/inline-images/Code%20of%20conduct_0.pdf</a>
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		<a href="https://www.kelltontech.com/sites/default/files/inline-images/Whistle%20Blower%20Policy.pdf">https://www.kelltontech.com/sites/default/files/inline-images/Whistle%20Blower%20Policy.pdf</a>
6	Criteria of making payments to non-executive directors	Yes		<a href="https://www.kelltontech.com/sites/default/files/inline-images/Policy%20on%20Remuneration.pdf">https://www.kelltontech.com/sites/default/files/inline-images/Policy%20on%20Remuneration.pdf</a>
7	Policy on dealing with related party transactions	Yes		<a href="https://www.kelltontech.com/sites/default/files/inline-images/Related%20party%20transaction%20policy.pdf">https://www.kelltontech.com/sites/default/files/inline-images/Related%20party%20transaction%20policy.pdf</a>
8	Policy for determining 'material' subsidiaries	Yes		<a href="https://www.kelltontech.com/sites/default/files/inline-images/Financials/Policies%20on%20Subsidiaries.pdf">https://www.kelltontech.com/sites/default/files/inline-images/Financials/Policies%20on%20Subsidiaries.pdf</a>
9	Details of familiarization programmes imparted to independent directors	Yes		<a href="https://www.kelltontech.com/sites/default/files/inlineimages/Terms%20%26%20Cond%20of%20Independent%20Director_1_0.pdf">https://www.kelltontech.com/sites/default/files/inlineimages/Terms%20%26%20Cond%20of%20Independent%20Director_1_0.pdf</a>

<b>Annexure II</b>				
<b>Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)</b>				
<b>I. Disclosure on website in terms of Listing Regulations</b>				
Sr	Item	Compliance status (Yes/No/NA)	If status is "No" 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		<a href="https://www.kelltontech.com/our-globalpresence">https://www.kelltontech.com/our-globalpresence</a>
11	email address for grievance redressal and other relevant details	Yes		<a href="mailto:anupam.kumari@kelltontech.com">anupam.kumari@kelltontech.com</a>
12	Financial results	Yes		<a href="https://www.kelltontech.com/investors/financials">https://www.kelltontech.com/investors/financials</a>
13	Shareholding pattern	Yes		<a href="https://www.kelltontech.com/investors/shares">https://www.kelltontech.com/investors/shares</a>
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		

<b>Annexure II</b>				
<b>II. Annual Affirmations</b>				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	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)	Yes	
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 "No" 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)	Yes	
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)	Yes	

<b>Annexure II</b>				
<b>II. Annual Affirmations</b>				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
21	Composition of Board of Directors of unlisted material Subsidiary	24(1)	Yes	
22	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3), (4),(5) & (6)	Yes	
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)	Yes	
29	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes	
	Any other information to be provided - Add Notes			

<b>Annexure II</b>		
1	Name of signatory	KRISHNA REDDY CHINTAM
2	Designation	Managing Director

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



<b>Annexure II</b>		
1	Name of signatory	KRISHNA REDDY CHINTAM
2	Designation	Managing Director

<b>Signatory Details</b>	
Name of signatory	KRISHNA REDDY CHINTAM
Designation of person	Managing Director
Place	Hyderabad
Date	02-04-2019

