

### General information about company

Scrip code	523232
Name of the entity	CONTINENTAL PETROLEUMS LTD.
Date of start of financial year	01-04-2015
Date of end of financial year	31-03-2016
Reporting Quarter	Yearly
Date of Report	31-03-2016
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)	
Disclosure of notes on composition of board of directors explanatory													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		No of Directorship in listed entities including this listed entity	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity	Notes
1	Mr	MADAN LAL KHANDELWAL	ABQPK1533K	00414717	Executive Director	Chairperson	MD	01-05-2014			2	0	0	
2	Mr	RAM NATH KAROL	ACBPK6413E	00414741	Non-Executive - Independent Director	Not Applicable		28-01-2004		146	1	2	1	
3	Mr	GOVERDHAN DASS SETHI	AFEPS6086D	01216222	Non-Executive - Independent Director	Not Applicable		29-09-2007		102	1	2	0	
4	Ms	RADHIKA KHANDELWAL	ACWPK8541N	00414678	Non-Executive - Non Independent Director	Not Applicable		30-08-2011			1	2	1	

**Text Block**

Textual Information(1)

1. Mr.MADAN LAL KHANDELWAL IS EXECUTIVE DIRECTOR, MD CUM CHAIRPERSON OF THE COMPANY. 2. Mrs. RADHIKA KHANDELWAL IS NON EXECUTIVE DIRECTOR CUM NON INDEPENDENT DIRECTOR. 3. Mr. RAM NATH KAROL IS INDEPENDENT DIRECTOR. 4. Mr. GOVERDHAN DASS SETHI IS INDEPENDENT DIRECTOR. 5. Mr. VIKRANT KHANDELWAL IS CFO.

## Annexure 1

### II. Composition of Committees

Disclosure of notes on composition of committees explanatory					Textual Information(1)
Is there any change in composition 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	Mr. RAM NATH KAROL	Non-Executive - Independent Director	Chairperson	
2	Audit Committee	Mr. GOVERDHAN DASS SETHI	Non-Executive - Independent Director	Member	
3	Audit Committee	Mrs. RADHIKA KHANDELWAL	Non-Executive - Non Independent Director	Member	
4	Nomination and remuneration committee	Mr. RAM NATH KAROL	Non-Executive - Independent Director	Chairperson	
5	Nomination and remuneration committee	Mr. GOVERDHAN DASS SETHI	Non-Executive - Independent Director	Member	
6	Nomination and remuneration committee	Mrs. RADHIKA KHANDELWAL	Non-Executive - Non Independent Director	Member	
7	Stakeholders Relationship Committee	Mrs. RADHIKA KHANDELWAL	Non-Executive - Non Independent Director	Chairperson	
8	Stakeholders Relationship Committee	Mr. RAM NATH KAROL	Non-Executive - Independent Director	Member	
9	Stakeholders Relationship Committee	Mr. GOVERDHAN DASS SETHI	Non-Executive - Independent Director	Member	

**Text Block**

Textual Information(1)

A. AUDIT COMMITTEE: 1. Mr. RAM NATH KAROL INDEPENDENT DIRECTOR (CHAIR) 2. Mr. GOVERDHAN DASS SETHI INDEPENDENT DIRECTOR (MEMBER) 3. Mrs. RADHIKA KHANDELWAL NON EXECUTIVE DIRECTOR (MEMBER) B. NOMINATION AND REMUNERATION COMMITTEE: 1. Mr. RAM NATH KAROL INDEPENDENT DIRECTOR (CHAIR) 2. Mr. GOVERDHAN DASS SETHI INDEPENDENT DIRECTOR (MEMBER) 3. Mrs. RADHIKA KHANDELWAL NON EXECUTIVE DIRECTOR (MEMBER) C. STAKEHOLDER'S COMMITTEE: 1.. Mrs. RADHIKA KHANDELWAL NON EXECUTIVE DIRECTOR (CHAIR) 2. Mr. RAM NATH KAROL INDEPENDENT DIRECTOR (MEMBER) 3. Mr. GOVERDHAN DASS SETHI INDEPENDENT DIRECTOR (MEMBER)

**Annexure 1****Annexure 1****III. Meeting of Board of Directors**

Disclosure of notes on meeting of board of directors explanatory		Textual Information(1)	
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	14-11-2015		
2		15-02-2016	93
3		22-02-2016	7
4		22-03-2016	29
5		31-03-2016	9

**Text Block**

Textual Information(1)

15TH FEBRUARY, 2016 Approval and Authentication of Unaudited Quarterly Financial Results (UQFR) for the Quarter Ending on 31/12/2015 and Compliance Report on Corporate Governance. 22nd FEBRUARY, 2016 Modification of Charge with HDFC Bank Limited. 22nd MARCH, 2016 Appointment of M/s Mahendra Khandelwal & Co., Practicing Company Secretaries as Secretarial Auditors, Appointment of M/s Ajay Khandelwal & Associates, Chartered Accountants as Internal Auditor of the Company and Adoption and Execution of Uniform Listing Agreement. 31ST MARCH, 2016 Re-Designation of Vikrant Khandelwal as Chief Financial Officer from Dy. Chief Executive Officer Admn. & Purchase.

**Annexure 1****IV. Meeting of Committees**

Disclosure of notes on meeting of committees explanatory						Textual Information(1)
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)
1	Audit Committee	16-02-2016	Yes	YES	15-11-2015	93
2	Nomination and remuneration committee	31-03-2016	Yes	YES		



**Text Block**

Textual Information(1)

A) Stakeholder Grievance Committee No meeting was held during the quarter 01-01-2016 to 31-03-2016 B) 31-03-2016 Appointment of Mr. Vikrant Khandelwal as Chief Financial Officer of the company and fix his remuneration C) Audit Committee 16-02-2016 Approval of Unaudited Quarterly Financial Results for the Quarter ended on December, 2015 and Discussion on compliance.

**Annexure 1**

**V. Related Party Transactions**

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	
Disclosure of notes on related party transactions			Textual Information(1)

**Text Block**

Textual Information(1)

1. REMUNERATION OF Rs. 1,00,000 PER MONTH IS GIVEN TO Mr. M.L. KHANDELWAL (Managing Director) 2. REMUNERATION OF Rs. 75,000 PER MONTH AND RENT OF Rs. 24,000 PER MONTH IS GIVEN TO Mr. NAVNEET KHANDELWAL (CEO) 3. REMUNERATION OF Rs. 65,000 PER MONTH IS GIVEN TO Mr. VIKRANT KHANDELWAL (DY. CEO ADMN. & PURCHASE)

## 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. Any comments/observations/advice of Board of Directors may be mentioned here:	Textual Information(1)
9	Any other information to be provided	Textual Information(2)

<b>Text Block</b>	
Textual Information(1)	No comments/observations/advice of Board of Directors been noted.
Textual Information(2)	No

## 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 "No" details of non-compliance may be given here.	Web address
1	Details of business	Yes		<a href="http://www.conpetco.com/about-us.html">http://www.conpetco.com/about-us.html</a>
2	Terms and conditions of appointment of independent directors	Yes		<a href="http://www.conpetco.com/">http://www.conpetco.com/</a>
3	Composition of various committees of board of directors	Yes		<a href="http://www.conpetco.com/">http://www.conpetco.com/</a>
4	Code of conduct of board of directors and senior management personnel	Yes		<a href="http://www.conpetco.com/">http://www.conpetco.com/</a>
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		<a href="http://www.conpetco.com/">http://www.conpetco.com/</a>
6	Criteria of making payments to non-executive directors	Yes		<a href="http://www.conpetco.com/">http://www.conpetco.com/</a>
7	Policy on dealing with related party transactions	Yes		<a href="http://www.conpetco.com/">http://www.conpetco.com/</a>
8	Policy for determining 'material' subsidiaries	NA		
9	Details of familiarization programmes imparted to independent directors	NA		
10	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		<a href="http://www.conpetco.com/">http://www.conpetco.com/</a>
11	email address for grievance redressal and other relevant details	Yes		<a href="http://www.conpetco.com/">http://www.conpetco.com/</a>
12	Financial results	Yes		<a href="http://www.conpetco.com/investor-relation.html#">http://www.conpetco.com/investor-relation.html#</a>
13	Shareholding pattern	Yes		<a href="http://www.conpetco.com/investor-relation.html#">http://www.conpetco.com/investor-relation.html#</a>
14	Details of agreements entered into with the media companies and/or their associates	Yes		<a href="http://www.conpetco.com/">http://www.conpetco.com/</a>
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)

DISCLOSURE OF NOTES ON WEBSITE IN TERMS OF LISTING REGULATIONS  
EXPLANATORY IS ELABORATED ON THE WEB ADDRESS "<http://www.conpetco.com>"

## 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.
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	
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)	NA	
20	Approval for material related party transactions	23(4)	Yes	
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)	NA	
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			

**Annexure II**

**III. Affirmations**

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	Textual Information(1)

**Text Block**

Textual Information(1)

NO

<b>Signatory Details</b>	
Name of signatory	MADAN LAL KHANDELWAL
Designation of person	Managing Director
Place	JAIPUR
Date	05-04-2016

