

# National Stock Exchange Of India Limited

Date of

04-Jul-2023

# NSE Acknowledgement

Symbol:-	KHAITANLTD
Name of the Company: -	Khaitan (India) Limited
Submission Type:-	Corporate Governance
Quarter/Period Ended: -	30-Sep-2019
Date of Submission:-	2019-10-14 15:46:38
NEAPS App. No:-	57245

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#### **ANNEXURE I**

# Format to be submitted by listed entity on quarterly basis

Name of Listed Entity
 Quarter ending

- Khaitan (India) Limited - 30-Sep-2019

#### **Composition Of Board Of Director** i.

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Company Remarks	Mrs. Sujata Sarkar has been appointed as Non Executive Independent Additional, women Director w.e.f 07.07.2018. She has been inducted as member of Audit Committee, Stakeholder Relationship Committee and Nomination Remuneration Committee w.e.f 07.07.2018.Mrs. Sulekha Dutta resigned from the Board w.e.f 09.07.2018. Subsequent to her resignation she ceases to be member of the Audit Committee, Stakeholders relationship Committee and Nomination Remuneration Committee.
Whether Regular chairperson appointed	No
Whether Chairperson is related to MD or CEO	No

# ii. Composition of Committees

## a. Audit Committee

Sr. No.	Name of Committee members	Category	Chairperson/Member	Date of Appointment	Date of Cessation
1	SUJATA SARKAR	ID	Member	07-Jul-2018	
2	SUNAY KRISHNA KHAITAN	C & ED	Member	13-Feb-2018	
3	SANDIP CHATTERJEE	ID	Chairperson	27-Apr-2018	

Company Remarks	Mrs. Sujata Sarkar has been appointed as Non Executive Independent Additional, women Director w.e.f 07.07.2018. She has been inducted as member of Audit Committee, Stakeholder Relationship Committee and Nomination Remuneration Committee w.e.f 07.07.2018.Mrs. Sulekha Dutta resigned from the Board w.e.f 09.07.2018. Subsequent to her resignation she ceases to be member of the Audit Committee, Stakeholders relationship Committee and Nomination Remuneration Committee.
Whether Regular chairperson appointed	No
b. Stakeholders Relationship	Committee

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Sr.	Name of Committee	Category	Chairperson/Member	Date of	Date of
No.	members			Appointment	Cessation
1	SUJATA SARKAR	ID	Member	27-Apr-2018	
2	SANDIP CHATTERJEE	ID	Chairperson	07-Jul-2018	
3	SUNAY KRISHNA	C & ED	Member	13-Feb-2018	
	KHAITAN				

Company Remarks	Mrs. Sujata Sarkar has been appointed as Non Executive Independent Additional, women Director w.e.f 07.07.2018. She has been inducted as member of Audit Committee, Stakeholder Relationship Committee and Nomination Remuneration Committee w.e.f 07.07.2018.Mrs. Sulekha Dutta resigned from the Board w.e.f 09.07.2018. Subsequent to her resignation she ceases to be member of the Audit Committee, Stakeholders relationship Committee and Nomination Remuneration Committee.
Whether Regular chairperson appointed	No

## c. Risk Management Committee

Sr.	Name of Committee	Category	Chairperson/Member	Date of	Date of Cessation
No.	members			Appointment	

Company Remarks	Not Applicable
Whether Regular	No
chairperson appointed	

### d. Nomination and Remuneration Committee

Sr.	Name of Committee	Category	Chairperson/Member	Date of	Date of
No.	members			Appointment	Cessation
1	SUJATA SARKAR	ID	Member	27-Apr-2018	
2	SANDIP CHATTERJEE	ID	Chairperson	07-Jul-2018	
3	SUNAY KRISHNA	C & ED	Member	13-Feb-2018	
	KHAITAN				

	Additional, women Director w.e.f 07.07.2018. She has been inducted as member of Audit Committee, Stakeholder Relationship Committee and Nomination Remuneration Committee w.e.f 07.07.2018.Mrs. Sulekha Dutta resigned from the Board w.e.f 09.07.2018. Subsequent to her resignation she ceases to be member of the Audit Committee, Stakeholders relationship Committee and Nomination Remuneration Committee.
Whether Regular	No
chairperson appointed	

# iii. Meeting of Board of Directors

Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Whether requirement of Quorum met (Yes/No)	Total Number of Directors as on date of the meeting	Number of Directors present (All directors including Independent Director)	No. of Independent Directors attending the meeting
06-Apr-2019	Yes		3	2
29-May-2019	Yes		3	2

Company Remarks	
Maximum gap between any	75
two consecutive (in number of	
days)	

# iv. Meeting of Committees

Name of the Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Whether requirement of Quorum met (Yes/No)	Total Number of Directors in the Committe e as on date of the meeting	Number of Directors present (All directors including Independent Director)	Number of Independen t directors attending the meeting	Number of Members attending the Meeting (Other than Board of Directors)
Audit	06-Apr-2019	Yes		3	2	
Committee						
Audit	29-May-2019	Yes		3	2	
Committee						
Nomination	06-Apr-2019	Yes		3	2	
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n Committee						
Nomination	29-May-2019	Yes		3	2	
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n Committee						

Company Remarks	In relation to composition of Audit Committee and Nomination Remuneration
	Committee, the company have sufficient number of Non Executive Independent
	Director.

Maximum gap between any	75
two consecutive (in number of	
days) [Only for Audit	
Committee]	

#### v. Related Party Transactions

Subject	Compliance status (Yes/No/NA)	Remark
Whether prior approval of audit committee obtained	Yes	
Whether shareholder approval obtained for material RPT	Not Applicable	
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	

Disclosure of notes on related	
party transactions and	
Disclosure of notes of material	
related party transactions	

### VI. Affirmations

- 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
  - b. Nomination & remuneration committee Yes
  - c. Stakeholders relationship committee Yes
  - d. Risk management committee (applicable to the top 1000 listed entities) Not applicable
- 3. 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
- 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
- 5. a. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. Yes

b. Any comments/observations/advice of Board of Directors may be mentioned here:

# The Board is the process of shortlisting suitable Independent Non Executive Woman director.

Name	:	Sunay Krishna Khaitan
Designation	:	Director

#### **ANNEXURE III**

Confidential

# Affirmations

Broad Heading	Regulation Number	Compliance Status	Company Remark
Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website	46(2)	Yes	
Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes	
Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	Yes	
Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting	20(3)	Yes	
Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes	

Note:

Name : Designation : Pradip Halder Company Secretary

			ANNEXURE	IV			
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(A) Any loan or Aggregate a	any other forr mount advanc			1		<u>or indirectly to</u> ling at the end o	
Promoter or any other entity controlled by them	Promoter Group or any other entity controlled by them	Directors (including relatives) or any other entity controlled by them	KMPs or any other entity controlled by them	Promot er or any other entity controll ed by them	Promoter Group or any other entity controlled by them	Directors (including relatives) or any other entity controlled by them	KMPs or any other entity controlled by them

(B) Any guarantee/ comfort letter (by whatever name called) provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by:

Entity	Type (guarantee, comfort letter etc.)	Aggregate amount of issuance during six months	Balance outstanding at the end of six months (taking into account any invocation)
Promoter or any other entity controlled by them			
Promoter Group or any other entity controlled by them			
Directors (including relatives) or any other entity controlled by them			
KMPs or any other entity controlled by them			

(C) Any security provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by:

Entity	Type of Security (cash, shares etc.)	Aggregate value of security provided during six months	Balance outstanding at the end of six months
Promoter or any other entity			
controlled by them			
Promoter Group or any other entity controlled by them			
Directors (including relatives) or any other entity controlled by them			
KMPs or any other entity controlled by them			

### Affirmations

All loans (or other form of debt), guarantees, comfort letters (by whatever name called) or securities in connection with any loan(s) (or other form of debt) given directly or indirectly by the listed entity to promoter(s), promoter group, director(s) (including their relatives), key managerial personnel (including their relatives) or any entity controlled by them are in the economic interest of the company

Company Remarks in	
case of non-	
compliant status	

Name:
<b>Designation:</b> anx4Designation
Place:
Date: