



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: -	31-Mar-2021
Date of Submission:-	2021-04-15 12:51:47
NEAPS App. No:-	71536

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ANNEXURE I

Format to be submitted by listed entity on quarterly basis

1. Name of Listed Entity - **Khaitan (India) Limited**
 2. Quarter ending - **31-Mar-2021**

i. Composition Of Board Of Director

T i t l e (M r / M s)	N a m e o f t h e D i r e c t o r	D I N	P A N	C a t e g o r y (C h a i r p e r s o n / E x e c u t i v e / N o n - E x e c u t i v e / I n d e p e n d e n t / N o m i n e e	S u b C a t e g o r y	I n i t i a l D a t e o f A p p o i n t m e n t	D a t e o f A p p o i n t m e n t	D a t e o f c e s s a t i o n	T e n u r e	D a t e o f B i r t h	W h e t h e r t h e d i r e c t o r i s d i s q u a l i f i e d ?	S t a r t D a t e o f d i s q u a l i f i c a t i o n	E n d D a t e o f d i s q u a l i f i c a t i o n	D e t a i l s o f d i s q u a l i f i c a t i o n	C u r r e n t s t a t u s	W h e t h e r s p e c i a l r e s o l u t i o n p a s s e d ? [R e f e r R e g . 17 (1 A) o f L i s t i n g R e g u l a t i o n s]	D a t e o f p a s s i n g s p e c i a l r e s o l u t i o n	N o. o f D i r e c t o r s h i p i n l i s t e d e n t i t i e s i n c l u d i n g t h i s l i s t e d e n t i t y [i n r e f e r e n c e t o R e g u l a t i o n 17 A (1)]	N o o f I n d e p e n d e n t D i r e c t o r s h i p i n l i s t e d e n t i t i e s i n c l u d i n g t h i s l i s t e d e n t i t y [i n r e f e r e n c e t o p r o v i s o t o r e	N o o f m e m b e r s h i p i n A u d i t / S t a k e h o l d e r C o m m i t t e (s) i n c l u d i n g t h i s l i s t e d e n t i t y	N o o f p o s t o f C h a i r p e r s o n i n A u d i t / S t a k e h o l d e r C o m m i t t e e h e l d i n l i s t e d e n t i t i e s	M e m b e r s h i p i n C o m m i t t e e s o f t h e C o m p a n y	R e m a r k s
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Company Remarks	Compliance of regulation 17 is on top 2000 companies. We do not fall under the category of top 2000 companies in India. Mrs Sujata Sarkar resigned on 30.03.2021. Subsequently 3 more directors namely Mr. Manoj Chhawchharia (DIN: 00214867), Mr Gopal Mor (DIN: 00555282) and Mrs. Sangita Jain (DIN: 08363050) were appointed as Independent Director on 07.04.2021.
Whether Regular chairperson appointed	Yes
Whether Chairperson is related to MD or CEO	Yes

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	30-Mar-2021
2	SUNAY KRISHNA KHAITAN	C & ED	Member	13-Feb-2018	
3	SANDIP CHATTERJEE	ID	Chairperson	27-Apr-2018	
4	SUJATA CHATTERJEE	ID	Member	31-Jul-2020	

Company Remarks	Subsequently 3 more directors namely Mr. Manoj Chhawchharia (DIN: 00214867), Mr Gopal Mor (DIN: 00555282) and Mrs. Sangita Jain (DIN: 08363050) were appointed as Independent Director on 07.04.2021. They were all made member of the Committee..Subsequently 3 more directors namely Mr. Manoj Chhawchharia (DIN: 00214867), Mr Gopal Mor (DIN: 00555282) and Mrs. Sangita Jain (DIN: 08363050) were appointed as Independent Director on 07.04.2021. They were all made member of the Committee..Subsequently 3
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	more directors namely Mr. Manoj Chhawchharia (DIN: 00214867), Mr Gopal Mor (DIN: 00555282) and Mrs. Sangita Jain (DIN: 08363050) were appointed as Independent Director on 07.04.2021. They were all made member of the Committee..Subsequently 3 more directors namely Mr. Manoj Chhawchharia (DIN: 00214867), Mr Gopal Mor (DIN: 00555282) and Mrs. Sangita Jain (DIN: 08363050) were appointed as Independent Director on 07.04.2021. They were all made member of the Committee...Subsequently 3 more directors namely Mr. Manoj Chhawchharia (DIN: 00214867), Mr Gopal Mor (DIN: 00555282) and Mrs. Sangita Jain (DIN: 08363050) were appointed as Independent Director on 07.04.2021. They were all made member of the Committee.
Whether Regular chairperson appointed	Yes

b. Stakeholders Relationship Committee

Sr. No.	Name of Committee members	Category	Chairperson/Member	Date of Appointment	Date of Cessation
1	SUJATA SARKAR	ID	Member	07-Jul-2018	30-Mar-2021
2	SANDIP CHATTERJEE	ID	Chairperson	27-Apr-2018	
3	SUNAY KRISHNA KHAITAN	C & ED	Member	13-Feb-2018	
4	SUJATA CHATTERJEE	ID	Member	31-Jul-2020	

Company Remarks	Subsequently 3 more directors namely Mr. Manoj Chhawchharia (DIN: 00214867), Mr Gopal Mor (DIN: 00555282) and Mrs. Sangita Jain (DIN: 08363050) were appointed as Independent Director on 07.04.2021. They were all made member of the Committee..Subsequently 3 more directors namely Mr. Manoj Chhawchharia (DIN: 00214867), Mr Gopal Mor (DIN: 00555282) and Mrs. Sangita Jain (DIN: 08363050) were appointed as Independent Director on 07.04.2021. They were all made member of the Committee..Subsequently 3 more directors namely Mr. Manoj Chhawchharia (DIN: 00214867), Mr Gopal Mor (DIN: 00555282) and Mrs. Sangita Jain (DIN: 08363050) were appointed as Independent Director on 07.04.2021. They were all made member of the Committee..Subsequently 3 more directors namely Mr. Manoj Chhawchharia (DIN: 00214867), Mr Gopal Mor (DIN: 00555282) and Mrs. Sangita Jain (DIN: 08363050) were appointed as Independent Director on 07.04.2021. They were all made member of the Committee..
Whether Regular chairperson appointed	Yes

c. Risk Management Committee

Sr. No.	Name of Committee members	Category	Chairperson/Member	Date of Appointment	Date of Cessation
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Company Remarks	
Whether Regular chairperson appointed	

d. Nomination and Remuneration 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	SUJATA CHATTERJEE	ID	Member	31-Jul-2020	
3	SANDIP CHATTERJEE	ID	Chairperson	27-Apr-2018	

Company Remarks	Subsequently 3 more directors namely Mr. Manoj Chhawchharia (DIN:
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	00214867), Mr Gopal Mor (DIN: 00555282) and Mrs. Sangita Jain (DIN: 08363050) were appointed as Independent Director on 07.04.2021. They were all made member of the Committee..Subsequently 3 more directors namely Mr. Manoj Chhawchharia (DIN: 00214867), Mr Gopal Mor (DIN: 00555282) and Mrs. Sangita Jain (DIN: 08363050) were appointed as Independent Director on 07.04.2021. They were all made member of the Committee..Subsequently 3 more directors namely Mr. Manoj Chhawchharia (DIN: 00214867), Mr Gopal Mor (DIN: 00555282) and Mrs. Sangita Jain (DIN: 08363050) were appointed as Independent Director on 07.04.2021. They were all made member of the Committee..
Whether Regular chairperson appointed	Yes

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
11-Nov-2020	Yes		4	3

Company Remarks	
Maximum gap between any two consecutive (in number of days)	88

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 Committee as on date of the meeting	Number of Directors present (All directors including Independent Director)	Number of Independent directors attending the meeting	Number of Members attending the Meeting (Other than Board of Directors)
Stakeholders Relationship Committee	11-Nov-2020	Yes		4	3	
Audit Committee	11-Nov-2020	Yes		4	3	

Company Remarks	
Maximum gap between any two consecutive (in number of days) [Only for Audit Committee]	88

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	
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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**
4. 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:

Compliance of regulation 17 is on top 2000 companies. We do not fall under the category of top 2000 companies in India. Subsequently 3 more directors namely Mr. Manoj Chhawchharia (DIN: 00214867), Mr Gopal Mor (DIN: 00555282) and Mrs. Sangita Jain (DIN: 08363050) were appointed as Independent Director on 07.04.2021.

Name : Pradip Halder
Designation : Company Secretary

ANNEXURE II

Format 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			
Item	Compliance status	Company Remark	Website
As per regulation 46(2) of the LODR:			
Details of business	Yes		www.khaitansugar.in
Terms and conditions of appointment of	Yes		www.khaitansugar.in
Composition of various committees of	Yes		www.khaitansugar.in
Code of conduct of board of directors and	Yes		www.khaitansugar.in
Details of establishment of vigil mechanism/	Yes		www.khaitansugar.in
Criteria of making payments to non-	Yes		www.khaitansugar.in
Policy on dealing with related party	Yes		www.khaitansugar.in
Policy for determining 'material' subsidiaries	Not		
Details of familiarization programs imparted	Yes		www.khaitansugar.in
Email address for grievance redressal and other relevant details entity who are	Yes		www.khaitansugar.in
Contact information of the designated	Yes		www.khaitansugar.in
Financial results	Yes		www.khaitansugar.in
Shareholding pattern	Yes		www.khaitansugar.in
Details of agreements entered into with the media companies and/or their associates	Not Applicable		
Schedule of analyst or institutional investor meet and presentations made by the listed	Not Applicable		
New name and the old name of the listed	Not		
Advertisements as per regulation 47 (1)	Yes		www.khaitansugar.in
Credit rating or revision in credit rating	Not		
Separate audited financial statements of	Not		
As per other regulations of the LODR:			
Whether company has provided information under separate section on its website as per Regulation 46(2)	Yes		www.khaitansugar.in
Materiality Policy as per Regulation 30	Yes		www.khaitansugar.in
Dividend Distribution policy as per	Not		
It is certified that these contents on the	Yes		www.khaitansugar.in
II Annual Affirmations			
Particulars	Regulation Number	Compliance status	Company Remark
<i>Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'</i>	16(1)(b) & 25(6)	Yes	
<i>Board composition</i>	17(1), 17(1A) & 17(1B)	Yes	
<i>Meeting of Board of directors</i>	17(2)	Yes	
<i>Quorum of Board meeting</i>	17(2A)	Yes	
<i>Review of Compliance Reports</i>	17(3)	Yes	
<i>Plans for orderly succession for appointments</i>	17(4)	Yes	
<i>Code of Conduct</i>	17(5)	Yes	

<i>Fees/compensation</i>	17(6)	Yes	
<i>Minimum Information</i>	17(7)	Yes	
<i>Compliance Certificate</i>	17(8)	Yes	
<i>Risk Assessment & Management</i>	17(9)	Not Applicable	
<i>Performance Evaluation of Independent Directors</i>	17(10)	Yes	
<i>Recommendation of Board</i>	17(11)	Yes	
<i>Maximum number of directorship</i>	17A	Yes	
<i>Composition of Audit Committee</i>	18(1)	Yes	
<i>Meeting of Audit Committee</i>	18(2)	Yes	
<i>Composition of nomination & remuneration committee</i>	19(1) & (2)	Yes	
<i>Quorum of Nomination and Remuneration Committee meeting</i>	19(2A)	Yes	
<i>Meeting of nomination & remuneration committee</i>	19(3A)	Yes	
<i>Composition of Stakeholder Relationship Committee</i>	20(1), 20(2) and 20(2A)	Yes	
<i>Meeting of stakeholder relationship committee</i>	20(3A)	Yes	
<i>Composition and role of risk management committee</i>	21(1),(2),(3),(4)	Not Applicable	
<i>Meeting of Risk Management Committee</i>	21(3A)	Not Applicable	
<i>Vigil Mechanism</i>	22	Yes	
<i>Policy for related party Transaction</i>	23(1),(1A),(5),(6)	Yes	
<i>Prior or Omnibus approval of Audit Committee for all related party</i>	23(2), (3)	Yes	
<i>Approval for material related party transactions</i>	23(4)	Yes	
<i>Disclosure of related party transactions on consolidated basis</i>	23(9)	Yes	
<i>Composition of Board of Directors of unlisted material Subsidiary</i>	24(1)	Not Applicable	
<i>Other Corporate Governance requirements with respect to subsidiary of Annual Secretarial Compliance Report</i>	24(2),(3),(4),(5) & (6)	Not Applicable	
<i>Alternate Director to Independent Director</i>	24(A) 25(1)	Yes Not Applicable	
<i>Maximum Tenure</i>	25(2)	Yes	
<i>Meeting of independent directors</i>	25(3) & (4)	Yes	
<i>Familiarization of independent directors</i>	25(7)	Yes	
<i>Declaration from Independent Director</i>	25(8) & (9)	Yes	
<i>D & O Insurance for Independent</i>	25(10)	Not Applicable	
<i>Memberships in Committees</i>	26(1)	Yes	
<i>Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel</i>	26(3)	Yes	
<i>Disclosure of Shareholding by Non-Executive Directors</i>	26(4)	Yes	

<i>Policy with respect to Obligations of directors and senior management</i>	26(2) & 26(5)	Yes	
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Other Information	nil
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III Affirmations:

The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied. - **Not Applicable**

Other Information	
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Name : **Pradip Halder**
Designation : **Company Secretary**

ANNEXURE IV

%symbol%	%companyName%	%quarterEnded%
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(A) Any loan or any other form of debt advanced by the listed entity directly or indirectly to

Aggregate amount advanced during six months				Balance outstanding at the end of six months			
<i>Promoter or any other entity controlled by them</i>	<i>Promoter Group or any other entity controlled by them</i>	<i>Directors (including relatives) or any other entity controlled by them</i>	<i>KMPs or any other entity controlled by them</i>	<i>Promoter or any other entity controlled by them</i>	<i>Promoter Group or any other entity controlled by them</i>	<i>Directors (including relatives) or any other entity controlled by them</i>	<i>KMPs or any other entity controlled by them</i>

(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)
<i>Promoter or any other entity controlled by them</i>			
<i>Promoter Group or any other entity controlled by them</i>			
<i>Directors (including relatives) or any other entity controlled by them</i>			
<i>KMPs or any other entity controlled by them</i>			

(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
<i>Promoter or any other entity controlled by them</i>			
<i>Promoter Group or any other entity controlled by them</i>			
<i>Directors (including relatives) or any other entity controlled by them</i>			
<i>KMPs or any other entity controlled by them</i>			

(D) If the Listed Entity would like to provide any other information the same may be indicated here

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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

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Name:
Designation: anx4Designation
Place:
Date: