

National Stock Exchange Of India Limited

Date of

05-Jul-2023

NSE Acknowledgement

Symbol:-	KHAITANLTD
Name of the Company: -	Khaitan (India) Limited
Submission Type:-	Corporate Governance
Quarter/Period Ended: -	31-Mar-2019
Date of Submission:-	2019-04-10 18:07:39
NEAPS App. No:-	52261

Disclaimer :We acknowledge the receipt of your submission through NEAPS. The information provided by you has been disseminated on the website on as is basis.

ANNEXURE I

Format to be submitted by listed entity on quarterly basis

1. Name of Listed Entity - Khaitan (India) Limited - 31-Mar-2019

2. Quarter ending

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	Yes
Whether Chairperson is related to MD or CEO	

ii. Composition of Committees

a. Audit Committee

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

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	No
chairperson appointed	

chairperson appointed b. Stakeholders Relationship Committee

Sr. No.	Name of Committee members	Category	Chairperson/Member	Date of Appointment	Date of Cessation
1	SUJATA SARKAR	ID	Member	27-Apr-2018	
2	SANDIP	ID	Chairperson	07-Jul-2018	

	CHATTOPADHYAY				
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	
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	27-Apr-2018	
2	SANDIP CHATTOPADHYAY	ID	Chairperson	07-Jul-2018	
3	SUNAY KRISHNA KHAITAN	C,ED	Member	13-Feb-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

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
14-Nov-2018				

Company Remarks	Three Board Meetings were held during the quarter October to December, 2018.
Maximum gap between any	102
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 Committee	14-Nov-2018	Yes				
Stakeholders Relationship Committee	14-Nov-2018	Yes				

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 two consecutive (in number of days) [Only for Audit Committee]	102

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 motorial	
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related party transactions	
Telated 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

- 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:

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

Name:Sunay Krishna KhaitanDesignation:Director

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 Listin	ng R	egulation	IS			
Item				Company Remark		/ebsite
As per regulation 46(2) of the LODR:						
Details of business	Yes				ww	ww.khaitansugar.in
Terms and conditions of appointment of	Yes	;				ww.khaitansugar.in
Composition of various committees of	Yes	;				ww.khaitansugar.in
Code of conduct of board of directors and	Yes	;				ww.khaitansugar.in
Details of establishment of vigil mechanism/	Yes	;				ww.khaitansugar.in
Criteria of making payments to non-	Yes					ww.khaitansugar.in
Policy on dealing with related party	Not					
Policy for determining 'material' subsidiaries					ww	ww.khaitansugar.in
Details of familiarization programs imparted						w.khaitansugar.in
Email address for grievance redressal and other relevant details entity who are	Yes					vw.khaitansugar.in
Contact information of the designated	Yes				ww	vw.khaitansugar.in
Financial results	Yes					vw.khaitansugar.in
Shareholding pattern	Not					
Details of agreements entered into with the	Yes				ww	vw.khaitansugar.in
media companies and/or their associates						
		nn2c15%	%ann2rem15%		%ann2web15%	
New name and the old name of the listed	%aı	nn2c16%	%ann2rem16%		%ann2web16%	
Advertisements as per regulation 47 (1)	%ar	nn2c17%	%ann2rem17%		%a	nn2web17%
Credit rating or revision in credit rating	%ar	nn2c18%	%ann2rem18%		%a	nn2web18%
		nn2c19%	%ann2rem	າ19%	%a	nn2web19%
As per other regulations of the LODR:						
Whether company has provided information under separate section on its website as		nn2c21%	%ann2rem	121%	%a	nn2web21%
per Regulation 46(2) Materiality Policy as per Regulation 30	0/ 24	%ann2c22% %ann2rem22%		0/ つ	nn2web22%	
Dividend Distribution policy as per		nn2c23%			%ann2web23%	
It is certified that these contents on the		nn2c24%	%ann2rem23% %ann2rem24%		%ann2web24%	
II Annual Affirmations	70d1	111202470	70d11121E11	12470	70d	IIIIZWEDZ4%
Particulars		Regulat Number		Compl iance status		Company Remark
Independent director(s) have been		16(1)(b)	& 25(6)			
appointed in terms of specified criteria of			. /	Yes		
'independence' and/or 'eligibility'						
Board composition		17(1), 17 17(1B)	7(1A) &	Yes		
Meeting of Board of directors		17(2)		Yes		
Quorum of Board meeting		17(2A)		Yes		
Review of Compliance Reports		17(3)		Yes		
Plans for orderly succession for		17(4)		Yes		
appointments		. /				
Code of Conduct		17(5)		Yes		

Fees/compensation	17(6)	Yes	
Minimum Information	17(7)	Yes	
Compliance Certificate	17(8)	Yes	
Risk Assessment & Management	17(9)	Yes	
Performance Evaluation of Independent	17(10)		
Directors	17(10)	Yes	
Recommendation of Board	17(11)	Yes	
Maximum number of directorship	17A	Yes	
Composition of Audit Committee	18(1)	Yes	
Meeting of Audit Committee	18(2)	Yes	
Composition of nomination & remuneration committee	19(1) & (2)	Not Applicable	
Quorum of Nomination and Remuneration Committee meeting	19(2A)	Yes	
Meeting of nomination & remuneration committee	19(3A)	Yes	
Composition of Stakeholder Relationship Committee	20(1), 20(2) and 20(2A)	Yes	
Meeting of stakeholder relationship committee	20(3A)	Yes	
Composition and role of risk management committee	21(1),(2),(3),(4)	Not Applicable	
Meeting of Risk Management Committee	21(3A)	Not Applicable	
Vigil Mechanism	22	Yes	
Policy for related party Transaction	23(1),(1A),(5),(6	Yes	
Prior or Omnibus approval of Audit Committee for all related party	23(2), (3)	Yes	
Approval for material related party transactions	23(4)	Yes	
Disclosure of related party transactions on consolidated basis	23(9)	Yes	
Composition of Board of Directors of unlisted material Subsidiary	24(1)	Yes	
Other Corporate Governance	24(2),(3),(4),(5)	%ann2c54%	%ann2rem54%
requirements with respect to subsidiary of	& (6)		
Annual Secretarial Compliance Report	24(A)	%ann2c55%	%ann2rem55%
Alternate Director to Independent Director	25(1)	%ann2c56%	%ann2rem56%
Maximum Tenure	25(2)	%ann2c57%	%ann2rem57%
Meeting of independent directors	25(3) & (4)	%ann2c58%	%ann2rem58%
Familiarization of independent directors	25(7)	%ann2c59%	%ann2rem59%
Declaration from Independent Director	25(8) & (9)	%ann2c60%	%ann2rem60%
D & O Insurance for Independent	25(10)	%ann2c61%	%ann2rem61%
Memberships in Committees	26(1)	%ann2c62%	%ann2rem62%
Affirmation with compliance to code of	26(3)		
conduct from members of Board of			
Directors and Senior management personnel		%ann2c63%	%ann2rem63%
Disclosure of Shareholding by Non- Executive Directors	26(4)	%ann2c64%	%ann2rem64%

Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	%ann2c65%	%ann2rem65%
Other Information			

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

Name	:	Sunay Khaitan
Designation	:	Director

	ANNEXURE IV						
%symbol%		%comp	banyName%			%quarterEnd	ed%
	(A) Any loan or any other form of debt advanced by the listed entity directly or indirectly to						
Aggregate a	mount advanc	ed during si	x months	Balan	ice outstand	ling at the end o	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	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	ntity would like to provide any ot		

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

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: Designation: anx4Designation Place: Date: