

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-2023			
Date of Submission:-	2023-04-20 18:42:05			
NEAPS App. No:-	89177			

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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 - 31-Mar-2023

i.

Composition Of Board Of Director

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i A a u n a at b i t e n e n d i n e n e n e n e n e n e n e n e n e n e n e n e n e n e n e n e n e n	ma
i N	embership in Committees of the Compan
a N N N t b i t e at be i m n a a at b i t e n n n b i i e n	o fo post of Chairperson in Audit/StakeholderCommitteeheldin listedentitie
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	Title (Mr./Ms)

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ii. Composition of Committees

a. Audit Committee

Sr.	Name of Committee	Category	Chairperson/Member	Date of	Date of
No.	members			Appointment	Cessation
1	SUNAY KRISHNA	C & ED	Member	12-Nov-2016	
	KHAITAN				
2	SANDIP CHATTERJEE	ID	Member	27-Apr-2018	
3	SUJATA CHATTERJEE	ID	Member	31-Jul-2020	
4	Manoj Chhawchharia	ID	Chairperson	07-Apr-2021	
5	Gopal Mor	ID	Member	07-Apr-2021	

Comp	any Remarks					
Wheth	ner Regular	Yes				
chairp	erson appointed					
b. 3	Stakeholders Relationshi	p Cor	nmittee			
Sr.	Name of Committee		Category	Chairperson/Member	Date of	Date of
No.	members				Appointment	Cessation
1	SUNAY KRISHNA		C & ED	Member	12-Nov-2016	
	KHAITAN					
2	SANDIP CHATTERJEE		ID	Member	27-Apr-2018	

31-Jul-2020

07-Apr-2021

07-Apr-2021

ID

ID

ID

Company Remarks	
Whether Regular	Yes
chairperson appointed	

Member

Member

Chairperson

c. Risk Management Committee

SUJATA CHATTERJEE

Manoj Chhawchharia

Gopal Mor

3

4

5

Sr. No.	Name of Committee members	Category	Chairperson/Member	Date of Appointment	Date of Cessation
Compa	any Remarks				
Wheth	er Regular	No			
chairp	erson appointed				

d. Nomination and Remuneration Committee

Sr.	Name of Committee	Category	Chairperson/Member	Date of	Date of Cessation
No.	members			Appointment	
1	SANDIP CHATTERJEE	ID	Member	27-Apr-2018	
2	SUJATA CHATTERJEE	ID	Member	31-Jul-2020	
3	Manoj Chhawchharia	ID	Chairperson	07-Apr-2021	
4	Gopal Mor	ID	Member	07-Apr-2021	

Company Remarks	
Whether Regular	Yes
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
21-Oct-2022	Yes	5	5	4
14-Nov-2022	Yes	6	5	4
06-Jan-2023	Yes	6	6	4
14-Feb-2023	Yes	6	6	4
11-Mar-2023	Yes	6	6	4

Company Remarks	
Maximum gap between any two consecutive (in number of	52
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)
Nomination	21-Oct-2022	Yes	4	4	4	2
& Remuneratio n Committee						
Nomination & Remuneratio n Committee	06-Jan-2023	Yes	4	4	4	2
Audit Committee	21-Oct-2022	Yes	5	5	4	2
Audit Committee	14-Nov-2022	Yes	5	5	4	2
Audit Committee	14-Feb-2023	Yes	5	5	4	2
Audit Committee	11-Mar-2023	Yes	5	5	4	2
Stakeholders Relationship Committee	14-Nov-2022	Yes	4	4	4	2
Stakeholders Relationship Committee	11-Mar-2023	Yes	4	4	4	2

Company Remarks	
Maximum gap between any	91
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:

Compliance of regulation 17 is on top 2000 companies. We do not fall under the category of top 2000 companies in India. However, Mr. Ajay Ahlawat (DIN: 01227343) was appointed as Additional Non Executive Director with effect from 21st October , 2022.

Name	:	PRADIP HALDER
Designation	:	Company Secretary & Compliance Officer

Confidential

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 Item	Compliar		any Remark	Web	osite
As per regulation 46(2) of the LODR:	e status				
Details of business	Yes				khaitansugar.in
Terms and conditions of appointment of	Yes			1	khaitansugar.in
Composition of various committees of	Yes				khaitansugar.in
Code of conduct of board of directors and	Yes				khaitansugar.in
Details of establishment of vigil mechanism/					khaitansugar.in
Criteria of making payments to non-	Yes			1	
Policy on dealing with related party	Yes				<u>khaitansugar.in</u>
Policy for determining 'material' subsidiaries					<u>khaitansugar.in</u>
Details of familiarization programs imparted					<u>khaitansugar.in</u>
	Yes				<u>khaitansugar.in</u>
other relevant details entity who are	Tes			www.	khaitansugar.in
Contact information of the designated	Yes			www.	khaitansugar.in
Financial results	Yes				khaitansugar.in
Shareholding pattern	Yes				khaitansugar.in
•	Not				
media companies and/or their associates	Applicable				
Schedule of analyst or institutional investor	Not				
meet and presentations madeby the listed	Applicable				
New name and the old name of the listed	Not				
Advertisements as per regulation 47 (1)	Not				
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				M/M/M/	khaitansugar.in
under separate section on its website as	Yes				kinartarisagar.irr
per Regulation 46(2)					
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	Regu Numb		Compl iance		ompany emark
Independent director(s) have been	16(1)	b) & 25(6)	status		
appointed in terms of specified criteria of	10(1)(~, ~ _0(0)	Yes		
'independence' and/or 'eligibility'					
Board composition	17(1), 17(1B	17(1A) &	Yes		
Meeting of Board of directors	17(2)		Yes		
Quorum of Board meeting	17(2A)	Yes		
Review of Compliance Reports	17(3)				
Plans for orderly succession for	17(4)		Yes 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)	Not Applicable	
Performance Evaluation of Independent	17(10)	Yes	
Directors	11(10)	res	
Recommendation of Board	17(11)	Yes	
Maximum number of directorship	17A	Yes	
Composition of Audit Committee	18(1)		
Meeting of Audit Committee	18(2)	Yes	
Composition of nomination & remuneration	19(1) & (2)	Yes	
committee	19(1) & (2)	Yes	
Quorum of Nomination and Remuneration		Yes	
Committee meeting	19(2A)	res	
Meeting of nomination & remuneration	19(ZA)	Voc	
committee	19(3A)	Yes	
Composition of Stakeholder Relationship	20(1), 20(2) and	Mac	
Committee	20(1), 20(2) and 20(2A)	Yes	
Meeting of stakeholder relationship		Yes	
committee	20(3A)	res	
Composition and role of risk management	21(1),(2),(3),(4)	Not Applicable	
committee	21(1),(2),(3),(4)		
Meeting of Risk Management Committee	21(3A)	Not Applicable	
	21(0,1)		
Vigil Mechanism	22	Yes	
Policy for related party Transaction	23(1),(1A),(5),(6	Yes	
Prior or Omnibus approval of Audit	23(2), (3)	Yes	
Committee for all related party			
Approval for material related party	23(4)	Yes	
transactions			
Disclosure of related party transactions on	23(9)	Not Applicable	
consolidated basis			
Composition of Board of Directors of	24(1)	Not Applicable	
unlisted material Subsidiary			
Other Corporate Governance	24(2),(3),(4),(5)	Not Applicable	
requirements with respect to subsidiary of	& (6)		
Annual Secretarial Compliance Report		Yes	
	24(A)		
Alternate Director to Independent Director	25(1)	Not Applicable	
Maximum Tenure		Yes	
	25(2)		
Meeting of independent directors	25(3) & (4)	Yes	
Familiarization of independent directors	25(7)	Yes	
Declaration from Independent Director	25(8) & (9)	Yes	
D & O Insurance for Independent	25(10)	Not Applicable	
Memberships in Committees	26(1)	Yes	
Affirmation with compliance to code of	26(3)		
conduct from members of Board of			
Directors and Senior management		Yes	
personnel			
Disclosure of Shareholding by Non-	26(4)	Yes	
Executive Directors			

Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes	
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. **- Yes**

Other Information	
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Name	:	Pradip Halder
Designation	:	Company Secretary & Compliance Officer

	ANNEXURE IV						
%symbol%		%comp	oanyName%			%quarterEnd	ed%
<u>``</u>				1	v	ly or indirectly (
Aggregate an	mount advand	ed during si	x months	Balan	ce 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	The Company has given no loans (or other form of debt), guarantees, comfort letters		
case of non-	(by whatever name called) or securities in connection with any loan(s) (or other form of		
compliant status	debt) to promoter(s), promoter group, director(s) (including their relatives), key		
	managerial personnel (including their relatives) or any entity controlled by them		

Name: Sunay Krishna Khaitan Designation: Chief Executive Officer Place: Kolkata Date: 20-Apr-2023