



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-Jun-2017
Date of Submission:-	2017-07-14 12:24:11
NEAPS App. No:-	39026

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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-2018**

i. Composition Of Board Of Director

Title (Mr./Ms)	Name of the Director	DIN	PAN	Category (Chair person / Executive / Non-Executive / Independent / Nominee)	Sub Category	Initial Date of Appointment	Date of Appointment	Date of Cessation	Tenure	Date of Birth	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status	Whether special resolution passed? [Refer Reg. 17 (1 A) of Listing Regulations]	Date of passing special resolution	No. of Directorship in listed entities including this listed entity [in reference to Regulation 17 A (1)]	No. of Independent Directorship in listed entities including this listed entity	No. of members in Audit/ Stakeholder Committee(s) including this listed entity	No. of post of Chairperson in Audit/ Stakeholder Committee(s) including this listed entity	Memberships in Committees of the Company	Remarks	

																																						10-11-2017.	
Mr.	ANILKUMARJAIN	07524177	ADBJ3886F	ID,C&NED			06 - Jun-2016																					0	1	2	2					ACC, SNC, NRC			
Mr.	SUNAYKRI SHNAKHAITAN	07585070	BTMPK5794F	ED			12 - Nov - 2016																															ACC, SNC, NRC	Mr. Sunay Krishna Khaitan has been appointed as Executive Director of the Company w.e.f 01st October 20

																				17. Mr. Sra wa n Ku ma r Jaj odi a resi gne d as dir ect or of the co mp any w.e .f 21. 11. 20 17 and the reb y cea ses to be me mb er of the AC , SC , NR C. Mr. Su nay
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ii. Composition of Committees

a. Audit Committee

<i>Sr. No.</i>	<i>Name of Committee members</i>	<i>Category</i>	<i>Chairperson/Member</i>	<i>Date of Appointment</i>	<i>Date of Cessation</i>
1	ANIL KUMAR JAIN	ID,C & NED	Chairperson		
2	SUNAY KRISHNA KHAITAN	ED	Member		
3	SULEKHA DUTTA	ED	Member		

Company Remarks	<p>Mr. Arun Kumar Kedia, Non Executive Independent Director resigned w.e.f 20.09.2017.</p> <p>Mrs. Sulekha Dutta was inducted as member of the committee w.e.f 10-11-2017.</p> <p>Mr. Srawan Kumar Jajodia resigned from the Board w.e.f 21.11.2017 and ceases to be member of the committee.</p> <p>Mr. Sunay Krishna Khaitan, Executive Director of the company was inducted as member of the committee w.e.f 13.02.2018.</p> <p>The Company is the process of shortlisting suitable Independent Non Executive Director.</p>
Whether Regular chairperson appointed	

b. Stakeholders Relationship Committee

<i>Sr. No.</i>	<i>Name of Committee members</i>	<i>Category</i>	<i>Chairperson/Member</i>	<i>Date of Appointment</i>	<i>Date of Cessation</i>
1	ANIL KUMAR JAIN	ID,C & NED	Chairperson		
2	SUNAY KRISHNA KHAITAN	ED	Member		
3	SULEKHA DUTTA	ED	Member		

Company Remarks	<p>Mr. Arun Kumar Kedia, Non Executive Independent Director resigned w.e.f 20.09.2017.</p> <p>Mrs. Sulekha Dutta was inducted as member of the committee w.e.f 10-11-2017.</p> <p>Mr. Srawan Kumar Jajodia resigned from the Board w.e.f 21.11.2017 and ceases to be member of the committee.</p> <p>Mr. Sunay Krishna Khaitan, Executive Director of the company was inducted as member of the committee w.e.f 13.02.2018.</p> <p>The Company is the process of shortlisting suitable Independent Non Executive Director.</p>
Whether Regular chairperson appointed	

c. Risk Management Committee

<i>Sr. No.</i>	<i>Name of Committee members</i>	<i>Category</i>	<i>Chairperson/Member</i>	<i>Date of Appointment</i>	<i>Date of Cessation</i>
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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	SULEKHA DUTTA	ED	Member		
2	ANIL KUMAR JAIN	ID,C & NED	Chairperson		
3	SUNAY KRISHNA KHAITAN	ED	Member		

Company Remarks	<p>Mr. Arun Kumar Kedia, Non Executive Independent Director resigned w.e.f 20.09.2017.</p> <p>Mrs. Sulekha Dutta was inducted as member of the committee w.e.f 10-11-2017.</p> <p>Mr. Srawan Kumar Jajodia resigned from the Board w.e.f 21.11.2017 and ceases to be member of the committee.</p> <p>Mr. Sunay Krishna Khaitan, Executive Director of the company was inducted as member of the committee w.e.f 13.02.2018.</p> <p>The Company is the process of shortlisting suitable Independent Non Executive Director.</p>
Whether Regular 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
10-Nov-2017				

Company Remarks	
Maximum gap between any two consecutive (in number of days)	94

iv. Meeting of Committees

Name of the Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in	Whether requirement of Quorum met (Yes/No)	Total Number of Directors in the Committee as on date of the	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

	chronological order)		meeting			Directors)
Audit Committee	10-Nov-2017	No				
Nomination & Remuneration Committee	10-Nov-2017	No				
Stakeholders Relationship Committee	13-Feb-2018	Yes				
Stakeholders Relationship Committee	27-Mar-2018	Yes				

Company Remarks	In relation to composition of Audit Committee and Nomination Remuneration Committee, the company does not have sufficient number of Non Executive Independent Director. The Company is the process of shortlisting suitable Independent Non Executive Director.
Maximum gap between any two consecutive (in number of days) [Only for Audit Committee]	94

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	<p>Mr. Arun Kumar Kedia, Non Executive Independent Director resigned w.e.f 20.09.2017.</p> <p>Mrs. Sulekha Dutta was inducted as member of the AC, SC, NRC committees w.e.f 10-11-2017.</p> <p>Mr. Srawan Kumar Jajodia resigned from the Board w.e.f 21.11.2017 and ceases to be member of the committee.</p> <p>Mr. Sunay Krishna Khaitan, Executive Director of the company was inducted as member of the committee w.e.f 13.02.2018.</p> <p>The Company is the process of shortlisting suitable Independent Non Executive Director.</p>
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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 - **No**
 - b. Nomination & remuneration committee - **No**
 - 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:

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Name : **Sunau Krishna Khaitan**
Designation : **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 Listing Regulations			
Item	Compliance status	Company Remark	Website
As per regulation 46(2) of the LODR:			
Details of business	Yes		www.khaitansugar.com
Terms and conditions of appointment of	Yes		www.khaitansugar.com
Composition of various committees of	Yes		www.khaitansugar.com
Code of conduct of board of directors and	Yes		www.khaitansugar.com
Details of establishment of vigil mechanism/	Yes		www.khaitansugar.com
Criteria of making payments to non-	Yes		www.khaitansugar.com
Policy on dealing with related party	Yes		www.khaitansugar.com
Policy for determining 'material' subsidiaries	Not		
Details of familiarization programs imparted	Yes		www.khaitansugar.com
Email address for grievance redressal and other relevant details entity who are	Yes		www.khaitansugar.com
Contact information of the designated	Yes		www.khaitansugar.com
Financial results	Yes		www.khaitansugar.com
Shareholding pattern	Yes		www.khaitansugar.com
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			
New name and the old name of the listed	Yes		www.khaitansugar.com
Advertisements as per regulation 47 (1)			
Credit rating or revision in credit rating			
Separate audited financial statements of			
As per other regulations of the LODR:			
Whether company has provided information under separate section on its website as per Regulation 46(2)			
Materiality Policy as per Regulation 30			
Dividend Distribution policy as per			
It is certified that these contents on the			
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)	No	The Company is in the process of
<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)	Yes	
<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)	No	The Company is in
<i>Meeting of Audit Committee</i>	18(2)	Yes	
<i>Composition of nomination & remuneration committee</i>	19(1) & (2)	Not Applicable	
<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)	Yes	
<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)	Yes	
<i>Other Corporate Governance requirements with respect to subsidiary of Annual Secretarial Compliance Report</i>	24(2),(3),(4),(5) & (6)		
<i>Alternate Director to Independent Director</i>	24(A) 25(1)		
<i>Maximum Tenure</i>	25(2)		
<i>Meeting of independent directors</i>	25(3) & (4)		
<i>Familiarization of independent directors</i>	25(7)		
<i>Declaration from Independent Director</i>	25(8) & (9)		
<i>D & O Insurance for Independent</i>	25(10)		
<i>Memberships in Committees</i>	26(1)		
<i>Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel</i>	26(3)		
<i>Disclosure of Shareholding by Non-Executive Directors</i>	26(4)		

<i>Policy with respect to Obligations of directors and senior management</i>	26(2) & 26(5)		
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Other Information	<p>Mr. Arun Kumar Kedia, Non Executive Independent Director resigned w.e.f 20.09.2017.</p> <p>Mrs. Sulekha Dutta was inducted as member of the AC, SC, NRC committees w.e.f 10-11-2017.</p> <p>Mr. Srawan Kumar Jajodia resigned from the Board w.e.f 21.11.2017 and ceases to be member of the committee.</p> <p>Mr. Sunay Krishna Khaitan, Executive Director of the company was inducted as member of the committee w.e.f 13.02.2018.</p> <p>The Company is the process of shortlisting suitable Independent Non Executive Director.</p>
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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	<p>Mr. Arun Kumar Kedia, Non Executive Independent Director resigned w.e.f 20.09.2017.</p> <p>Mrs. Sulekha Dutta was inducted as member of the AC, SC, NRC committees w.e.f 10-11-2017.</p> <p>Mr. Srawan Kumar Jajodia resigned from the Board w.e.f 21.11.2017 and ceases to be member of the committee.</p> <p>Mr. Sunay Krishna Khaitan, Executive Director of the company was inducted as member of the committee w.e.f 13.02.2018.</p> <p>The Company is the process of shortlisting suitable Independent Non Executive Director.</p>
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Name : **Sunay Khaitan**
Designation : **Director**

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</i>			

<i>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**Name:****Designation:** anx4Designation**Place:****Date:**