

**Quarterly Compliance Report on Corporate Governance**

Name of the Company: **Kewal Kiran Clothing Limited**

Quarter ending on: **December 31, 2015**

**I. Composition of Board of Directors**

Title (Mr./Ms.)	Name of the Director	PANs & DIN	Category (Chairperson/Executive/Non-Executive/Independent/Nominee)	Date of Appointment in the current term/cessation	Tenure *	No. of Directorship in listed entities including this listed entity	Number of Membership in Audit/Stakeholder Committee (s) including this listed entity	No. of Post of Chairperson in Audit/Stakeholder Committee held in listed entities including this listed entity
Mr.	Kewalchand P. Jain	AADPJ1758R & 00029730	Chairperson-Executive	30/1/1992	-	1	1	0
Mr.	Hemant P. Jain	AADPJ1753E & 00029822	Executive	30/1/1992	-	1	1	0
Mr.	Dinesh P. Jain	AADPJ0367Q & 00327277	Executive	2/10/1997	-	1	0	0
Mr.	Vikas P. Jain	AADPJ1757A & 00029901	Executive	2/10/1997	-	1	0	0
Mr.	Yogesh A. Thar	AAAPT2168G & 02687466	Non-Executive - Independent Director	1/4/2014	5 years	1	1	1
Mr.	Prakash A. Mody	AOIPM1290A & 00001285	Non-Executive - Independent Director	1/4/2014	5 years	2	1	0
Mr.	Nimish G. Pandya	AACPP4498D & 00326966	Non-Executive - Independent Director	1/4/2014	5 years	1	2	1
Ms.	Drushti R. Desai	AACPM9110F & 00294249	Non-Executive - Independent Director	28/08/2014	5 years	4	6	1

**To be filled only for independent Director.**



<b>II. Composition of Committees</b>		
<b>Name of Committee</b>	<b>Name of Committee members</b>	<b>Category Chairperson /Executive/Non-Executive/ Independent/ Nominee</b>
1. Audit Committee	Mr. Yogesh A. Thar, Mr. Nimish G. Pandya, Ms. Drushti R. Desai	Chairperson-Independent - Non-Executive Independent -Non-Executive Independent -Non-Executive
2. Nomination & Remuneration Committee	Mr. Nimish G. Pandya, Mr. Yogesh A. Thar, Dr. Prakash A. Mody, Ms. Drushti R. Desai	Chairperson -Independent - Non-Executive Independent -Non-Executive Independent -Non-Executive Independent -Non-Executive
3. Risk Management Committee (if applicable)	Mr. Kewalchand P. Jain, Mr. Hemant P. Jain, Mr. Nimish G. Pandya Mr. Abhijit Warange Dr. Sanjeev Chouhan	Chairperson- Executive Executive Independent -Non-Executive Vice President-Legal & Company Secretary Head- Human Resource
4. Stakeholder Relationship Committee	Mr. Nimish G. Pandya Mr. Kewalchand P. Jain Mr. Hemant P. Jain	Chairperson -Independent - Non-Executive Executive Executive

### III. Meeting of Board of Directors

Date (s) of meeting of (if any ) in the previous quarter	Date (s) of meeting (if any) in the relevant quarter	Maximum gap between any two consecutive (in number of days)
July 23,2015	October 24, 2015 November 6, 2015	93 days

### IV. Meeting of Committees

Date (s) of meeting of committee in the relevant quarter	Whether requirement of Quorum met (details)	Date (s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meeting in number of days
<b>Audit Committee-</b> October 24, 2015,	Yes. Total Member of Committee-3 No. of Members Present-3	<b>Audit Committee-</b> July 23,2015	93 days
<b>Stakeholder Relationship Committee-</b> October 12, 2015	Yes. Total Member of Committee-3 No. of Members Present-3	Nil	-



## V. Related Party Transactions

Subject	Compliance status (Yes/No/NA)
Whether prior approval of audit committee obtained	NA
Whether shareholder approval obtained for material RPT	NA
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes

## VI. Affirmations

1. The Composition of Board of Director is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015
2. The Composition of the following committee is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015
  - a. Audit Committee
  - b. Nomination & Remuneration committee
  - c. Stakeholder Relationship Committee
  - d. Risk Management Committee
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.
4. The meeting of the board of director and the above committees has been conducted in the manner as specified in SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
5. This report and or the report submitted in the previous quarter have been placed before Board of Directors. Any comments/ observation/ advice of Board of Director may be mentioned here.- NA

Name & Designation :

  
Abhijit Warange  
Vice President-Legal & Company Secretary