

**ANNEXURE I**

**Format to be submitted by listed entity on quarterly basis**

1. Name of Listed Entity - **Kewal Kiran Clothing Limited**  
 2. Quarter ending - **31-Mar-2019**

**i. Composition Of Board Of Director**

Title (Mr./Ms)	Name of the Director	DIN	PAN	Category (Chairperson /Executive/Non-Executive/ Independent/ Nominee)	Sub Category	Date of Appointment	Date of cessation	Term	No of Directorship in listed entities including this listed entity	No of memberships 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	Membership in Committees of the Company	Remarks
Mr.	Kewalchand P. Jain	00029730	AA DPJ 175 8R	C & ED	MD	30-Jan-1992			1	1	0	SC,RMC	
Mr.	Hemant P. Jain	00029822	AA DPJ 175 3E	ED		30-Jan-1992			1	1	0	SC,RMC	
Mr.	Dinesh P. Jain	00327277	AA DPJ 036 7Q	ED		02-Oct-1997			1	0	0	NA	
Mr.	Vikas P. Jain	00029901	AA DPJ 175 7A	ED		02-Oct-1997			1	0	0	NA	
Mr.	Yogesh Thar	02687466	AA APT 216 8G	ID		01-Apr-2014		60	1	1	1	AC,NRC	
Mr.	Prakash A. Mody	00001285	AOI PM1 290 A	ID		01-Apr-2014		60	2	1	0	NRC	
Mr.	Nimish G. Pandya	00326966	AA CPP 449 8D	ID		01-Apr-2014		60	1	2	1	AC,SC,RM C,NRC	
Ms.	Drushti R. Desai	00294249	AA CP M91 10F	ID		28-Aug-2014		60	3	4	1	AC,NRC	

<b>Company Remarks</b>	
Whether Permanent chairperson appointed	Yes

**ii. Composition of Committees****a. Audit Committee**

<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>	<i>Appointment Date</i>	<i>Cessation Date</i>
1	Yogesh Thar	ID	Chairperson	13-Feb-2013	
2	Drushti R. Desai	ID	Member	23-Jul-2014	
3	Nimish G. Pandya	ID	Member	14-Nov-2005	

Company Remarks	
Whether Permanent chairperson appointed	Yes

**b. Stakeholders Relationship Committee**

<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>	<i>Appointment Date</i>	<i>Cessation Date</i>
1	Nimish G. Pandya	ID	Chairperson	03-Dec-2005	
2	Kewalchand P. Jain	C & ED	Member	03-Dec-2005	
3	Hemant P. Jain	ED	Member	03-Dec-2005	

Company Remarks	
Whether Permanent chairperson appointed	Yes

**c. Risk Management Committee**

<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>	<i>Appointment Date</i>	<i>Cessation Date</i>
1	Bhavin Sheth	Chief Financial Officer	Member	03-Aug-2016	
2	Sanjeev Chouhan	Head- HR	Member	24-Oct-2015	
3	Kewalchand P. Jain	C & ED	Chairperson	17-Oct-2014	
4	Hemant P. Jain	ED	Member	17-Oct-2014	
5	Abhijit Warange	Company Secretary	Member	17-Oct-2014	
6	Nimish G. Pandya	ID	Member	17-Oct-2014	

Company Remarks	
Whether Permanent chairperson appointed	Yes

**d. Nomination and Remuneration Committee**

<i>Sr. No.</i>	<i>Name of the Director</i>	<i>Category</i>	<i>Chairperson/Membership</i>	<i>Appointment Date</i>	<i>Cessation Date</i>
1	Yogesh Thar	ID	Member	13-Feb-2013	
2	Nimish G. Pandya	ID	Chairperson	14-Nov-2005	
3	Drushti R. Desai	ID	Member	23-Jul-2014	
4	Prakash A. Mody	ID	Member	14-Nov-2005	

Company Remarks	
Whether Permanent chairperson appointed	Yes

iii. **Meeting of Board of Directors**

Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter
25-Oct-2018	23-Jan-2019
	07-Mar-2019

Company Remarks	
Maximum gap between any two consecutive (in number of days)	89

iv. **Meeting of Committees**

Name of the Committee	Date(s) of meeting during of the committee in the previous quarter	Date(s) of meeting of the committee in the relevant quarter	Requirement of Quorum met (details)	Whether requirement of Quorum met (Yes/No)
Audit Committee	25-Oct-2018	23-Jan-2019	3	Yes
Risk Management Committee	16-Oct-2018	10-Jan-2019	5	Yes
Stakeholders Relationship Committee		07-Mar-2019	3	Yes

Company Remarks	
Maximum gap between any two consecutive (in number of days) [Only for Audit Committee]	89

v. **Related Party Transactions**

Subject	Compliance status (Yes/No/NA)	Remark
Whether prior approval of audit committee obtained	Not Applicable	
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 100 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 : **Mr. Abhijit Warange**  
 Designation : **Company Secretary & Compliance Officer**

## ANNEXURE II

**Format to be submitted by listed entity at the end of the financial year (for the whole of financial year)**

<b>I. Disclosure on website in terms of Listing Regulations</b>			
<b>Item</b>	<b>Compliance status</b>	Company Remark	Website
Details of business	Yes		www.kewalkiran.com
Terms and conditions of appointment of	Yes		www.kewalkiran.com
Composition of various committees of board of	Yes		www.kewalkiran.com
Code of conduct of board of directors and senior	Yes		www.kewalkiran.com
Details of establishment of vigil mechanism/	Yes		www.kewalkiran.com
Criteria of making payments to non-executive	Yes		www.kewalkiran.com
Policy on dealing with related party transactions	Yes		www.kewalkiran.com
Policy for determining 'material' subsidiaries	Not Applicable		
Details of familiarization programs imparted to	Yes		www.kewalkiran.com
Contact information of the designated officials of the listed entity who are	Yes		www.kewalkiran.com
email address for grievance redressal and other	Yes		www.kewalkiran.com
Financial results	Yes		www.kewalkiran.com
Shareholding pattern	Yes		www.kewalkiran.com
Details of agreements entered into with the media companies and/or their	Not Applicable		
New name and the old name of the listed entity	Not Applicable		
<b>II Annual Affirmations</b>			
<b>Particulars</b>	<b>Regulation Number</b>	<b>Compliance status</b>	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)	Yes	
<i>Meeting of Board of directors</i>	17(2)	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 &amp; Management</i>	17(9)	Yes	
<i>Performance Evaluation of Independent Directors</i>	17(10)	Yes	
<i>Composition of Audit Committee</i>	18(1)	Yes	
<i>Meeting of Audit Committee</i>	18(2)	Yes	
<i>Composition of nomination &amp; remuneration committee</i>	19(1) & (2)	Yes	

<i>Composition of Stakeholder Relationship Committee</i>	20(1) & (2)	Yes	
<i>Composition and role of risk management committee</i>	21(1),(2),(3),(4)	Yes	
<i>Vigil Mechanism</i>	22	Yes	
<i>Policy for related party Transaction</i>	23(1),(5),(6),(7) & (8)	Yes	
<i>Prior or Omnibus approval of Audit Committee for all related party transactions</i>	23(2), (3)	Yes	
<i>Approval for material related party transactions</i>	23(4)	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 listed entity</i>	24(2),(3),(4),(5) & (6)	Not Applicable	
<i>Maximum Directorship &amp; Tenure</i>	25(1) & (2)	Yes	
<i>Meeting of independent directors</i>	25(3) & (4)	Yes	
<i>Familiarization of independent directors</i>	25(7)	Yes	
<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	

<b>Other Information</b>	
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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**

<b>Other Information</b>	
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**Name** : **Mr. Abhijit Warange**  
**Designation** : **Company Secretary & Compliance Officer**