

**ANNEXURE I**

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

1. Name of Listed Entity - **Kewal Kiran Clothing Limited**  
 2. Quarter ending - **March 31, 2020**

**i. Composition Of Board Of Director**

Title (Mr./Ms)	Name of the Director	DIN	PAN	Category (Chairperson /Executive/Non-Executive/Independent/Nominee)	Sub Category	Initial Date of Appointment	Date of Appointment	Date of cessation	Tenure	Date of Birth	Whether special resolution passed?	Date of passing special resolution	No. of Directorships in listed entities including this listed entity	No of Independent Directorships 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	AADPJ1758R	C & ED	MD	30-Jan-1992					NA		1	0	1	0	SC,RC	
Mr.	Hemant P. Jain	00029822	AADPJ1753E	ED		30-Jan-1992					NA		1	0	1	0	SC,RC	
Mr.	Dinesh P. Jain	00327277	AADPJ0367Q	ED		02-Oct-1997					NA		1	0	0	0		
Mr.	Vikas P. Jain	00029901	AADPJ1757A	ED		02-Oct-1997					NA		1	0	0	0		
Mr.	Yogesh Thar	02687466	AAAPT2168G	ID		13-Feb-2013	01-Apr-2019		60	27-Feb-1962	NA		1	1	1	1	AC,NRC	
Mr.	Prakash A. Mody	00001285	AOIPM1290A	ID		14-Nov-2005	01-Apr-2019		60	14-Nov-1952	NA		2	1	1	0	NRC	
Mr.	Nimish G. Pandya	00326966	AACP P4498D	ID		14-Nov-2005	01-Apr-2019		60	14-Sep-1953	NA		1	1	2	1	AC,SC,RC,NRC	
Mrs.	Drushti R. Desai	00294249	AACP M9110F	ID		23-Jul-2014	28-Aug-2019		60	06-Mar-1973	NA		3	2	4	1	AC,NRC	

Company Remarks	
Whether Permanent chairperson appointed	Yes
Whether Chairperson is related to MD or CEO	Yes

**ii. Composition of Committees**

**a. Audit Committee**

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
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**

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

Company Remarks	
Whether Permanent chairperson appointed	Yes

**c. Risk Management Committee**

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

Company Remarks	
Whether Permanent chairperson appointed	Yes

**d. Nomination and Remuneration Committee**

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Prakash A. Mody	ID	Member	14-Nov-2005	
2	Drushti R. Desai	ID	Member	23-Jul-2014	
3	Yogesh Thar	ID	Member	13-Feb-2013	
4	Nimish G. Pandya	ID	Chairperson	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	Whether requirement of Quorum met	Number of Directors present	Number of Independent Directors present
22-Oct-2019	28-Jan-2020	Yes	8	4

Company Remarks	
Maximum gap between any two consecutive (in number of days)	97

**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	Whether requirement of Quorum met (Yes/No)	Number of Directors present	Number of independent directors present
Audit Committee	22-Oct-2019	28-Jan-2020	Yes	3	3
Risk Management Committee	15-Oct-2019		Yes	3	1
Stakeholders Relationship Committee	22-Oct-2019	28-Jan-2020	Yes	3	1

Company Remarks	
Maximum gap between any two consecutive (in number of days) [Only for Audit Committee]	97

**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	
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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 - **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:

%affirmComments%
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**Name** : **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>	<b>Company Remark</b>	<b>Website</b>
<b>As per regulation 46(2) of the LODR:</b>			
Details of business	Yes		www.kewalkiran.com
Terms and conditions of appointment of	Yes		www.kewalkiran.com
Composition of various committees of	Yes		www.kewalkiran.com
Code of conduct of board of directors and	Yes		www.kewalkiran.com
Details of establishment of vigil mechanism/	Yes		www.kewalkiran.com
Criteria of making payments to non-	Yes		www.kewalkiran.com
Policy on dealing with related party	Yes		
Policy for determining 'material' subsidiaries	Not		
Details of familiarization programs imparted	Yes		www.kewalkiran.com
Email address for grievance redressal and other relevant details entity who are	Yes		www.kewalkiran.com
Contact information of the designated	Yes		www.kewalkiran.com
Financial results	Yes		www.kewalkiran.com
Shareholding pattern	Yes		
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	Not Applicable		
New name and the old name of the listed	Not		www.kewalkiran.com
Advertisements as per regulation 47 (1)	Yes		www.kewalkiran.com
Credit rating or revision in credit rating	Yes		
Separate audited financial statements of	Not		www.kewalkiran.com
<b>As per other regulations of the LODR:</b>			
Whether company has provided information under separate section on its website as per Regulation 46(2)	Yes		www.kewalkiran.com
Materiality Policy as per Regulation 30	Yes		
Dividend Distribution policy as per	Yes		
It is certified that these contents on the	Yes		
<b>II Annual Affirmations</b>			
<b>Particulars</b>	<b>Regulation Number</b>	<b>Compliance status</b>	<b>Company Remark</b>
<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)	Yes	
<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 &amp; 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)	Yes	
<i>Meeting of Audit Committee</i>	18(2)	Yes	
<i>Composition of nomination &amp; remuneration committee</i>	19(1) & (2)	Yes	
<i>Quorum of Nomination and Remuneration Committee meeting</i>	19(2A)	Yes	
<i>Meeting of nomination &amp; 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)	Yes	
<i>Meeting of Risk Management Committee</i>	22	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)	Not Applicable	
<i>Other Corporate Governance requirements with respect to subsidiary of Annual Secretarial Compliance Report</i>	24(2),(3),(4),(5) & (6)	Not Applicable	
<i>Alternate Director to Independent Director</i>	24(A)	Yes	
<i>Maximum Tenure</i>	25(1)	Yes	
<i>Meeting of independent directors</i>	25(2)	Yes	
<i>Familiarization of independent directors</i>	25(3) & (4)	Yes	
<i>Declaration from Independent Director</i>	25(7)	Yes	
<i>D &amp; O Insurance for Independent</i>	25(8) & (9)	Yes	
<i>Memberships in Committees</i>	25(10)	Yes	
<i>Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel</i>	26(1)	Yes	
<i>Disclosure of Shareholding by Non-Executive Directors</i>	26(3)	Yes	
	26(4)	Yes	

<i>Policy with respect to Obligations of directors and senior management</i>	26(2) & 26(5)	Yes	
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<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**