



# KEI Industries Limited

**BRUGG CABLES**  
Well connected.

KEI is under Technical Collaboration Agreement with BRUGG to manufacture EHV cables up to 400kV

Registered and Corporate Office: D-90, Okhla Industrial Area, Phase-I, New Delhi- 110020 CIN: L74899DL1992PLC051527  
Tel.: +91-11-26818840/8642/0242, Email: [info@kei-ind.com](mailto:info@kei-ind.com) Website: [www.kei-ind.com](http://www.kei-ind.com)

KEI/BSE/2022-23

Date: 13.10.2022

The Manager,  
BSE Limited  
Listing Division,  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai- 400 001.

**Sub: Compliance Report on Corporate Governance for the Quarter ended on 30.09.2022.**

Dear Sir / Madam,

Please find enclosed herewith Compliance Report on Corporate Governance for the Quarter ended on 30.09.2022 in Annexure-I, Annexure-III and Annexure-IV, pursuant to the provisions of Regulation 27(2) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements), Regulations 2015.

This is for your information and record.

Thanking You,  
Yours faithfully,  
For KEI INDUSTRIES LIMITED

**For KEI INDUSTRIES LIMITED**

  
(Kishore Kunal)  
AVP (Corporate Finance) & Company Secretary

(KISHORE KUNAL)  
AVP (CORPORATE FINANCE) & COMPANY SECRETARY  
FCS No.: 9429

CC:

The National Stock Exchange of India Ltd. Listing Division, Exchange Plaza, Plot No. C/1, G Block, Bandra Kurla Complex, Bandra (E), Mumbai – 400 051	The Calcutta Stock Exchange Ltd. The Senior Manager, Listing Division, 7, Lyons Range, Kolkata-700001
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Works-I : Bhiwadi : SP-919/920/922, RIICO Industrial Area, Phase-III, Bhiwadi, Dist. Alwar-301019 (Rajasthan); Tel : 01493-220106/221731, Fax: 01493-221780; E-mail: [bhiwadi@kei-ind.com](mailto:bhiwadi@kei-ind.com)  
Works-II : Silvassa : 99/2/7, Madhuban Industrial Estate, Rakholi, Silvassa UT of Dadra & Nagar Haveli and Daman & Diu-396230; Tel: +91-7359344404/7359244404; E-mail: [silvassa@kei-ind.com](mailto:silvassa@kei-ind.com)  
Works-III : Chopanki : A-280-284 RIICO Industrial Area (Chopanki) Dist. Alwar-301019 (Rajasthan); E-mail: [chopanki@kei-ind.com](mailto:chopanki@kei-ind.com)  
Branch : Mumbai : Nirvan Corporate, 7<sup>th</sup> Floor, Opposite Aghadi Nagar, Pump House, Jijamata Road, Andheri East, Mumbai-400093; Tel: 91-22-28239673/28375642; E-mail: [mumbai@kei-ind.com](mailto:mumbai@kei-ind.com)  
Branch : Kolkata : Arihant Benchmark, 4<sup>th</sup> Floor, 113-F, Matheshwartola Road, Kolkata-700046; Tel: 033-40620820/40620821; E-mail: [kolkata@kei-ind.com](mailto:kolkata@kei-ind.com)  
Offices : Chennai : No.04, (Old No.23) SIR C P Ramasamy Road, 2<sup>nd</sup> Floor, Near Apollo Spectra Hospital, Alwarpet, Chennai-600018; Tel : 044-42009120



# REPORT ON CORPORATE GOVERNANCE

ANNEXURE - I

1 Name of Listed Entity: **KEI Industries Limited**  
2 Quarter ending: **September 30, 2022**

I. Composition of Board of Directors													
Title (Mr./ Ms.)	Name of the Director	PAN & DIN		Category (Chairperson/ Executive/ Non- Executive/ Independent/ Nominee)	Initial Date of Appointment	Date of Re- appointment	Date of Cessation	Tenure (in months)	Date of Birth	No. of Directorship in listed entities including this listed entity	No. of Independent Directorship in listed entities including this listed entity	Number of memberships in Audit/ Stakeholders Committee(s) including this listed entity	No of post of Chairperson in Audit/ Stakeholders Committee held in listed entities including this listed entity
		PAN	DIN										
Mr.	Anil Gupta	AAJPG9055C	00006422	Chairperson/ Managing Director/ Executive	31.12.1992	Re-appointed as Chairman-cum- Managing Director w.e.f. 01.07.2021	-	-	24.05.1959	1	0	0	0
Mr.	Akshit Diviaj Gupta	AYVPG2930J	07814690	Executive Director	10.05.2017	Re-appointed as Whole Time Director w.e.f. 10.05.2022	-	-	15.03.1992	1	0	0	0
Mr.	Vijay Bhushan	AALPB8325J	00002421	Independent Director/ Non- Executive	02.08.1994	19/09/2019	-	96	22.10.1958	3	2	5	2
Mr.	Pawan Bholusaria	AADPB9207H	00092492	Independent Director/ Non- Executive	23.07.1993	19/09/2019	-	96	27.07.1952	1	1	2	1
Mr.	Vikram Bharti	AFXPB2730C	00013654	Independent Director/ Non- Executive	02.08.1994	19/09/2019	-	96	15.10.1938	1	1	2	0
Mr.	Kishan Gopal Soman	AAOPS3830L	00014648	Independent Director/ Non- Executive	02.08.1994	19/09/2019	-	96	11.07.1939	1	1	1	0
Mrs.	Archana Gupta	AAHPG2849Q	00006459	Non-Executive / Non- Independent Director	31.01.2005	-	-	-	23.07.1961	1	0	0	0
Mr.	Rajeev Gupta	AEHPG4730Q	00128865	Executive Director	21.04.2006	Re-appointed as Executive Director (Finance) & CFO w.e.f. 01/06/2020	-	-	31.01.1964	1	0	0	0
Mr.	Sadhu Ram Bansal	ACOPB3041J	06471984	Independent Director/ Non- Executive	24.01.2018	-	-	56	03.01.1956	4	4	8	2
Mrs.	Shalini Gupta	AAJPG7527R	02361768	Independent Women Director/ Non- Executive	18.02.2019	-	-	43	09.11.1974	1	1	0	0
Whether Regular Chairperson appointed: Yes													
Whether Chairperson is related to managing director or CEO: Yes													

For KEI INDUSTRIES LIMITED



(Kishore Kunal)

AVP (Corporate Finance) & Company Secretary

II. Composition of Committees						
Sr. No.	Name of Committee	Whether Regular Chairperson appointed	Name of Committee members	Category (Chairperson/Executive/Non-Executive/ independent/Nominee)	Date of Appointment	Date of Cessation
1	Audit Committee	Yes	1. Mr. Pawan Bholusaria	Chairperson (Independent / Non-Executive)	01.10.2001	
			2. Mr. Kishan Gopal Somani	Member (Independent / Non-Executive)	01.10.2001	
			3. Mr. Vikram Bhartia	Member (Independent / Non-Executive)	01.10.2001	
			4. Mr. Sadhu Ram Bansal	Member (Independent / Non-Executive)	28.01.2021	
2	Nomination & Remuneration Committee	Yes	1. Mr. Vikram Bhartia	Chairperson (Independent / Non-Executive)	31.10.2002	
			2. Mr. Vijay Bhushan	Member (Independent / Non-Executive)	31.10.2002	
			3. Mr. Pawan Bholusaria	Member (Independent / Non-Executive)	31.10.2002	
3	Risk Management Committee	Yes	1. Mr. Anil Gupta	Chairperson (Non-Independent / Executive)	31.10.2018	
			2. Mr. Sadhu Ram Bansal	Member (Independent / Non-Executive)	31.10.2018	
			3. Mr. Rajeev Gupta	Member (Non-Independent / Executive)	31.10.2018	
4	Stakeholders Relationship Committee	Yes	1. Mr. Vijay Bhushan	Chairperson (Independent / Non-Executive)	31.10.2002	
			2. Mr. Vikram Bhartia	Member (Independent / Non-Executive)	31.10.2002	
			3. Mr. Pawan Bholusaria	Member (Independent / Non-Executive)	15.05.2014	

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 Director present	Maximum gap between any two consecutive (in number of days)
09.05.2022	26.07.2022	Yes	8	5	77

For KEI INDUSTRIES LIMITED

  
(Kishore Kunal)  
AVP (Corporate Finance) & Company Secretary



IV. Meeting of Committees					
Date(s) of meeting of committee in the relevant quarter	Whether requirement of Quorum met	Number of Directors present	Number of Independent Director present	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days
Audit Committee					
26.07.2022	Yes	3	3	07.05.2022	79
Stakeholders Relationship Committee					
26.07.2022	Yes	3	3	09.05.2022	77
Nomination and Remuneration Committee					
22.09.2022	Yes	3	3	30.04.2022	32
				02.06.2022	111
Risk Management Committee					
07.09.2022	Yes	3	3	Nil	

V. Related Party Transactions	
Subject	Compliance Status (Yes/No/NA)
Whether prior approval of audit committee obtained	Yes
Whether shareholder approval obtained for material RPT	N.A
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 Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
2	The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee b. Nomination & Remuneration Committee c. Stakeholders Relationship Committee d. Risk Management Committee (applicable to the top 1000 listed entities)
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 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.
5	The compliance report on corporate governance submitted in the previous quarter has been placed before Board of Directors and this report will be placed in the ensuing Board Meeting. Further, there was no adverse comments/observations of Board of Directors on the report.

For KEI Industries Limited

**For KEI INDUSTRIES LIMITED**

  
(Kishore Kunal)  
AVP (Corporate Finance) & Company Secretary

(KISHORE KUNAL)  
AVP (CORPORATE FINANCE) & COMPANY SECRETARY  
FCS No.: 9429

**ANNEXURE - III****REPORT ON CORPORATE GOVERNANCE**

Name of Listed Entity:

KEI Industries Limited

Quarter ending:

30-Sep-22

Affirmations		
Broad heading	Regulation Number	Compliance status (Yes/No/NA)
Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website	46(2)	Yes
Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes
Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	Yes
Presence of Chairperson of the stakeholder relationship committee at the annual general meeting	20(3)	Yes
Whether " Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of schedule V	Yes

For KEI Industries Limited

For KEI INDUSTRIES LIMITED



(Kishore Kunal)

AVP (Corporate Finance) &amp; Company Secretary

(KISHORE KUNAL)

AVP (CORPORATE FINANCE) &amp; COMPANY SECRETARY

FCS: 9429

**ANNEXURE - IV**

**REPORT ON CORPORATE GOVERNANCE**

**Name of Listed Entity:** KEI Industries Limited

**Half year ending:** 30 September 2022

**I. Disclosure of Loans / guarantees / comfort letters / securities etc**

(A) Any loan or any other form of debt advanced by the listed entity directly or indirectly to:

Entity	Aggregate amount advanced during six months	Balance outstanding at the end of six months
Promoter or any other entity controlled by them	NA	
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		NA	
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			

**For KEI INDUSTRIES LIMITED**  
  
**RAJEEV GUPTA**  
**EXECUTIVE DIRECTOR (FINANCE) & CFO**

(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		NA	
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			

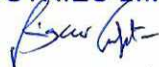
## II. Affirmations:

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:

**Not Applicable, as the company has not provided any 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) directly or indirectly to promoter(s), promoter group, director(s) (including their relatives), key managerial personnel (including their relatives) or any entity controlled by them.**

For KEI Industries Limited

For KEI INDUSTRIES LIMITED



RAJEEV GUPTA  
EXECUTIVE DIRECTOR (FINANCE) & CFO

RAJEEV GUPTA

Executive Director (Finance) & CFO