



KEI Industries Limited

Regd. Office: D-90, Okhla Industrial Area, Phase – I New Delhi – 110020. CIN: L74899DL1992PLC051527. Tel.: +91-11-26818840, 26818642, 26815558, 26815559. Fax: +91-11-26811959, 26817225. Email: info@kei-ind.com Website: www.kei-ind.com

**KEI/BSE/2020-21**

**Date: 14.07.2020**

**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 30.06.2020**

Dear Sir / Madam,

Please find enclosed herewith Compliance Report on Corporate Governance for the Quarter ended on 30.06.2020 in Annexure-I, 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)**

**GM (Corporate) & Company Secretary**

**(KISHORE KUNAL)  
GM (CORPORATE) & COMPANY SECRETARY  
FCS. No.: 9429**

**CC:**

<b>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</b>	<b>The Calcutta Stock Exchange Ltd. The Senior Manager, Listing Division, 7, Lyons Range, Kolkata-700001</b>
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Works-II : Bhiwadi : SP-920, RIICO Industrial Area, Phase-III, Bhiwadi, Dist. Alwar-301019 (Rajasthan) Tel : 01493-220106, 221731 Fax : 01493-221732.

Works-III : Silvassa : 99/2/7, Madhuban Industrial Estate, Rakholi, Silvassa UT of D & N.H-396240. Telefax: 0091-260-2644404, 2630944,2645896

Branch : Chennai : 27/F-1, first floor, Chakrapani Street, West Mambalam, Chennai-600 033 Tel : 044-24803363 Fax : 044-24803404.

Offices : Mumbai : 101/102, Vastu Shilp, Vastu Enclave, Andheri Pump House, Andheri(East), Mumbai-400093. Tel: 0091-22-2823963/28375642, Fax: 28258277

: Kolkata: Arihant Benchmark, 4<sup>th</sup> Floor, 113-F, Matheshwartola Road, Kolkata-7000466 Telefax: 033-40620820/4062

**REPORT ON CORPORATE GOVERNANCE**

ANNEXURE - I

1 Name of Listed Entity: **KEI Industries Limited**  
 2 Quarter ending: **June 30, 2020**

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	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 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. 01.07.2018	-	-	24.05.1959	1	0	0	0
Mr.	Akshit Diviaj Gupta	AYVPG2930J	07814690	Executive Director	10.05.2017	-	-	-	15.03.1992	1	0	0	0
Mr.	Vijay Bhushan	AALPB8325J	00002421	Independent Director/ Non-Executive	02.08.1994	19/09/2019	-	5 Years	22.10.1958	3	2	5	2
Mr.	Pawan Bholusaria	AADPB9207H	00092492	Independent Director/ Non-Executive	23.07.1993	19/09/2019	-	5 Years	27.07.1952	1	1	2	1
Mr.	Vikram Bhartia	AFXPB2730C	00013654	Independent Director/ Non-Executive	02.08.1994	19/09/2019	-	5 Years	15.10.1938	1	1	2	0
Mr.	Kishan Gopal Somani	AAOPS3830L	00014648	Independent Director/ Non-Executive	02.08.1994	19/09/2019	-	5 Years	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	-	-	5 Years	03.01.1956	2	2	3	1
Mrs.	Shalini Gupta	AAJPG7527R	02361768	Independent Women Director/ Non-Executive	18.02.2019	-	-	5 Years	09.11.1974	1	1	0	0

**For KEI INDUSTRIES LIMITED**

  
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<b>II. Composition of Committees</b>						
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	
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	

**For KEI INDUSTRIES LIMITED**



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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)
20.01.2020	30.05.2020	Yes	10	6	48
09.03.2020					81

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					
30.05.2020	Yes	3	3	20.01.2020	48
				09.03.2020	81
Stakeholders Relationship Committee					
30.05.2020	Yes	3	3	20.01.2020	130
Nomination and Remuneration Committee					
30.05.2020	Yes	3	3	NIL	
Risk Management Committee					
NIL				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
<b>VI. Affirmations</b>	
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 500 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.

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