



KEI Industries Limited

Regd. Office: D-90, Okhla Industrial Area, Phase – 1 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/2021-22

Date: 11.01.2022

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 31.12.2021.

Dear Sir / Madam,

Please find enclosed herewith Compliance Report on Corporate Governance for the Quarter ended on 31.12.2021 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)

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

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, 4th 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: **December 31,2021**

| 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. 01.07.2021 | - | - | 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 | 3 | 3 | 6 | 1 |
| Mrs. | Shalini Gupta | AAJPG7527R | 02361768 | Independent Women Director/ Non- Executive | 18.02.2019 | - | - | 5 Years | 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) |
|---|---|-----------------------------------|-----------------------------|--|---|
| 31.07.2021 | 27.10.2021 | Yes | 10 | 6 | 87 |

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 | | | | | |
| 27.10.2021 | Yes | 4 | 4 | 31.07.2021 | 87 |
| | | | | | |
| | | | | | |
| Stakeholders Relationship Committee | | | | | |
| 26.10.2021 | Yes | 3 | 3 | 31.07.2021 | 86 |
| | | | | | |

| 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.

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