

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/2022-23 The Manager, **BSE Limited** Listing Division, Phiroze Jeejeebhoy Towers, **Dalal Street.** Mumbai- 400 001.

Date: 12.07.2022

Sub: Compliance Report on Corporate Governance for the Quarter ended on 30.06.2022.

Dear Sir / Madam,

CC:

Please find enclosed herewith Compliance Report on Corporate Governance for the Quarter ended on 30.06.2022 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

RM

The National Stock Exchange of India Ltd.	The Calcutta Stock Exchange Ltd.
Listing Division, Exchange Plaza, Plot No. C/1, G	The Senior Manager, Listing Division,
Block, Bandra Kurla Complex, Bandra (E),	7, Lyons Range, Kolkata-700001
Mumbai – 400 051	

 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 &M.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 : 01493-221732.

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

 : Kolkata: Arihanth Benchmark, 4th Floor, 113-F, Matheshwartola Road, Kolkata-7000466 Telefax: 033-40620820/4062

ANNEXURE - I

REPORT ON CORPORATE GOVERNANCE

1 Name of Listed Entity: KEI Industries Limited

2 Quarter ending:

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June 30,2022

	oard of Directors	1										
Name of the Director		PAN & DIN	(Chairperson/ Executive/ Non-	Initial Date of Appointment		Date of Cessation	Tenure (in months)	Date of Birth	in listed entities including this listed	Directorship in listed entities including this	memberships in Audit/ Stakeholders	No of post of Chairperson in Audit/ Stakeholders held in listed
	PAN	DIN	independent/ Nominee)						Chucy	noted entity	including this listed entity	entities including this listed entity
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
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
Vijay Bhushan	AALPB8325J	00002421	Independent Director/ Non- Executive	02.08.1994	19/09/2019		93	22.10.1958	3	2	5	2
'awan Bholusaria	AADPB9207H	00092492	Independent Director/ Non- Executive	23.07.1993	19/09/2019	-	93	27.07.1952	1	1	2	1
Vikram Bhartia	AFXPB2730C	00013654	Director/ Non- Executive	02.08.1994	19/09/2019	-	93	15.10.1938	1	1	2	0
Kishan Gopal Somani	AAOPS3830L	00014648	Independent Director/ Non- Executive	02.08.1994	19/09/2019	-	93	11.07.1939	1	1	1	0
Archana Gupta	AAHPG2849Q	00006459	Non-Executive / Non- Independent Director		-	-	-	23.07.1961	1	0	0	0
Rajeev Gupta	AEHPG4730Q	00128865		21.04.2006	Re-appointed as Executive Director (Finance) & CFO w.e.f. 01/06/2020	-	-	31.01.1964	1	0	0	0
Sadhu Ram Bansal	ACOPB3041J	06471984	Director/ Non- Executive	24.01.2018	~	-	53	03.01.1956	3	3	7	2
Shalini Gupta	AAJPG7527R	02361768	Independent Women Director/ Non- Executive	18.02.2019	-	-	40	09.11.1974	1	1	0	0
	Name of the Director Anil Gupta Anil Gupta Gupta Vijay Bhushan Pawan Bholusaria Vikram Bhartia Vikram Bhartia Kishan Gopal Somani Archana Gupta Rajeev Gupta Sadhu Ram Bansal	Name of the Director PAN Anil Gupta AAJPG9055C Anil Gupta AAJPG9055C Akshit Diviaj Gupta AYVPG2930J Vijay Bhushan AALPB8325J Pawan Bholusaria AADPB9207H Vikram Bhartia AFXPB2730C Kishan Gopal Somani AAOPS3830L Archana Gupta AAHPG2849Q Rajeev Gupta AEHPG4730Q Sadhu Ram Bansal ACOPB3041J	Name of the DirectorPAN & DINPANPANDINPANDINAnil GuptaAAJPG9055C00006422Akshit Diviaj GuptaAYVPG2930J07814690Vijay BhushanAALPB8325J00002421Pawan BholusariaAADPB9207H00092492Vikram BhartiaAFXPB2730C00013654Kishan Gopal SomaniAAOPS3830L00014648Archana GuptaAAHPG2849Q00006459Rajeev GuptaAEHPG4730Q00128865Sadhu Ram BansalACOPB3041J06471984	Name of the DirectorPAN & DINCategory (Chairperson/ Executive/ Non- Executive/ independent/ Nominee)Anil GuptaAAJPG9055C00006422Chairperson/ Managing Director/ ExecutiveAnil GuptaAAJPG9055C00006422Chairperson/ Managing Director/ ExecutiveAkshit Diviaj GuptaAYVPG2930J07814690Executive DirectorVijay BhushanAALPB8325J00002421Independent Director/ Non- ExecutivePawan Bholusaria Kishan Gopal SomaniAADPB9207H00092492Independent Director/ Non- ExecutiveVikram Bhartia SomaniAFXPB2730C00013654Independent Director/ Non- ExecutiveKishan Gopal SomaniAAOPS3830L00014648Independent Director Non- ExecutiveArchana GuptaAAHPG2849Q00006459Non-Executive / Non- Executive / Non- Independent Director DirectorSadhu Ram BansalACOPB3041J06471984Independent Director Executive / Non- ExecutiveShalini GuptaAAJPG7527R02361768Independent Women	Name of the DirectorPAN & DINCategory (Chairperson/ Executive/ independent/ Nominee)Initial Date of AppointmentAnil GuptaAAJPG9055C00006422Chairperson/ 	Name of the Director PAN & DIN Category (Chairperson/ Executive/Non- Executive/Non- Executive/Non- Executive/Non- Executive/Non- Executive/Non- Executive Initial Date of Appointment Date of Re- 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For KEI INDUSTRIES LIMITED

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

11.	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	
		el.	2. Mr. Kishan Gopal Somani	Member (Independent / Non- Executive)	01.10.2001	
			3. Mr. Vikram Bhartia		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	- 1
			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	Executive)	31.10.2018	
			3. Mr. Rajeev Gupta	Executive)	31.10.2018	
4	Stakeholders Relationship Committee	Yes	1. Mr. Vijay Bhushan	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 Direct	ors				
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)
27.01.2022	2 2 2				55
24.03.2022	09.05.2022	Yes	8	6	45

For KEI INDUSTRIES LIMITED

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

IV. Meeting of Committe	es				
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 C	ommittee		
07.05.2022	Yes	4	4	27.01.2022	99
		Stakeholders Rela	ationship Committee		
09.05.2022	Yes	3	3	27.01.2022	101
		Nomination and Rer	I muneration Committee		
30.04.2022	Yes	3	3	27.01.2022	92
02.06.2022	Yes	3	3		32

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.

FOREKEIUNIQUSTRIES LIMITED

(Kishore Kunal) AVP (Corporate Finance) & Company Secretary (KISHORE KUNAL) AVP (CORPORATE FINANCE) & COMPANY SECRETARY FCS No.: 9429