



## **KEI Industries Limited**

Registered and Corporate Office: D-90, Okhla Industrial Area, Phase-1, New Delhi-110020 CIN: L74899DL1992PLC051527 Tel.: +91-11-26818840/8642/0242, Email: <a href="mailto:info@kei-ind.com">info@kei-ind.com</a> Website: <a href="www.kei-ind.com">www.kei-ind.com</a>

KEI/BSE/2024-25 The General Manager, Listing Operation, BSE Limited, 25<sup>th</sup> Floor, Phiroze Jeejeebhoy Towers, Dalal Street, Fort, Mumbai- 400 001. Date: 20.07.2024

## Sub: Compliance Report on Corporate Governance for the Quarter ended on 30.06.2024

Dear Sir / Madam,

Please find enclosed herewith Compliance Report on Corporate Governance for the Quarter ended on 30.06.2024 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)
VP (Corporate Finance) & Company Secretary

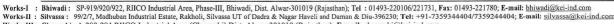
(KISHORE KUNAL)
VP (CORPORATE FINANCE) & COMPANY SECRETARY

FCS. No.: 9429

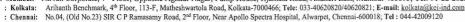
CC:

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-III: Chopanki: A-280-284 RIICO Industrial Area (Chopanki) Dist. Alwar-301019 (Rajasthan); E-mail: <a href="mailto:chopanki@kei-ind.com">chopanki@kei-ind.com</a>
Branch: Mumbai: Nirvan Corporate, 7th Floor, Opposite Aghadi Nagar, Pump House, Jijamata Road, Andheri East, Mumbai: 00093; Tel: 91-22-28239673/28375642; E-mail: <a href="mailto:mumbai@kei-ind.com">mumbai@kei-ind.com</a>





## **REPORT ON CORPORATE GOVERNANCE**

1 Name of Listed Entity:

**KEI Industries Limited** 

Quarter ending:

June 30, 2024

1.	Composition of Be	oard of Director	S										
Title (Mr./ Ms.)	Name of the Director	PAN	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 held in listed entities including this listed entity
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	19-09-2014	19-09-2019	-	117.11	22.10.1958	2	1	3	2
Mr.	Pawan Bholusaria	AADPB9207H	00092492	Independent Director/ Non- Executive	19-09-2014	19-09-2019	-	117.11	27.07.1952	1	1	2	1
Mr.	Vikram Bhartia	AFXPB2730C	00013654	Independent Director/ Non- Executive	19-09-2014	19-09-2019	-	117.11	15.10.1938	1	1	2	0
Mr.	Kishan Gopal Somani	AAOPS3830L	00014648	Independent Director/ Non- Executive	19-09-2014	19-09-2019	-	117.11	11.07.1939	2	2	2	0
Mrs.	Archana Gupta	AAHPG2849Q	00006459	Non-Executive / Non- Independent Director	31-01-2005	-	-	-	23.07.1961	1	0	0	0
		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	24-01-2023		77.06	03.01.1956	5	5	9	3
Mrs.	Shalini Gupta	AAJPG7527R	02361768	Independent Women Director/ Non- Executive	18-02-2019	18-02-2024	-	64.12	09.11.1974	1	1	0	0
Mr.	Rajesh Kumar Yaduvanshi	AAAPY2605H	07206654	Independent Director/ Non- Executive	11-03-2024	11-03-2024	-	3.19	23.06.1961	2	2	1	0
Whet	her Regular Chairper	son appointed: Ye	es										

Whether Chairperson is related to managing director or CEO: Yes

Note:\*1. Mr. Sadhu Ram Bansal has been appointed as an Additional Independent Director in the category of Non-Executive Independent Director in Udaipur Cement Works Limited w.e.f. 01.07.2024.

2. Mr. Sadhu Ram Bansal ceased to be Chairman/Member of Stakeholders Relationship Committee of Hindusthan Urban Infrastructure Limited w.e.f. 16.07.2024.

# 1. Mr. Anil Gupta re-appointed as Chairman-cum-Managing Director w.e.f. 01.07.2024

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

IÍ .	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			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	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

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

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 meetings (in number of days)			
08.01.2024					14			
23.01.2024					47			
11.03.2024	02.05.2024	Yes	11	7	51			

Date(s) of meeting of	Whather requirement of Querum met	Niveshau of Divastaus	NI	5 ( ( ) 6 ( ) 6 ( )		
	Whether requirement of Quorum met	Number of Directors	Number of	Date(s) of meeting of the	Maximum gap between any two	
committee in the relevant	(details)	present	Independent Director	committee in the previous quarter	consecutive meetings in number of	
quarter			present		days	
	<b>-</b>	Audit C	ommittee			
				23.01.2024	47	
02.05.2024	Yes	4	4	11.03.2024	51	
		Stakeholders Rela	tionship Committee	•		
02.05.2024	Yes	3	3	23.01.2024	99	
		Nomination & Rem	uneration Committee			
				08.01.2024	62	
02.05.2024	Yes	3	3	11.03.2024	51	
03.06.2024	Yes	3	3		31	
		Risk Managen	nent Committee			
-	-	-	-	11.03.2024	-	

For KEI INDUSTRIES LIMITED

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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 review	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee					
		Yes				
VI Details of Cyber Security Incidence	Details of Cyber Security Incidence					
Whether as per Regulation 27(2) (ba) of SEBI (LODR) Regulations, 2015 th security incidents or breaches or loss of data or documents during the quart	nerehas been cyber ter	No				
Date of the event		Brief details of the event				
NA		NA				

## **Affirmations**

- The composition of Board of Directors is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- 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)
- The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- 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.
- 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

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(Kishore Kunal)

VP (Corporate Finance) & Company Secretary

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FCS No.: 9429