



# 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: [info@kei-ind.com](mailto:info@kei-ind.com) Website: [www.kei-ind.com](http://www.kei-ind.com)

**KEI/BSE/2025-26**

**Date: 29.04.2025**

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

**Sub: Integrated Filing (Governance) Report for the Quarter ended on 31.03.2025.**

Dear Sir / Madam,

Please find enclosed herewith Integrated Filing (Governance) Report for the Quarter ended on 31.03.2025, pursuant to the provisions of Regulation 13(3) and 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**

**(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**



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 [ with reference to Regulation 17A]	No. of Independent Directorship in listed entities including this listed entity [ With reference to proviso to regulation 17A(1) & 17A(2)]	No. of memberships in Audit/ Stakeholders Committee(s) including this listed entity (Refer Regulation 26(1) of the LODR Regulations)	No of post of Chairperson in Audit/ Stakeholders held in listed entities including this listed entity (Refer Regulation 26(1) of the LODR Regulations)
		PAN	DIN										
Mr.	Anil Gupta	AAJPG9055C	00006422	Chairperson/ Managing Director/ Executive	31-12-1992	Re-appointed as Chairman-cum- Managing Director w.e.f. 01.07.2024	-	-	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
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	24-01-2023	-	86.08	03.01.1956	5	5	7	3
Mrs.	Shalini Gupta	AAJPG7527R	02361768	Independent Women Director/ Non- Executive	18-02-2019	18-02-2024	-	73.14	09.11.1974	1	1	2	1
Mr.	Rajesh Kumar Yaduvanshi	AAAPY2605H	07206654	Independent Director/ Non- Executive	11-03-2024	11-03-2024	-	12.21	23-06-1961	2	2	2	0
Mr.	Vinay Mittal	AAMPMP9454C	05107333	Independent Director/ Non- Executive	29-07-2024	29-07-2024	-	8.03	21-04-1962	1	1	2	0
Whether Regular Chairperson appointed: Yes													
Whether Chairperson is related to managing director or CEO: Yes													

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. Sadhu Ram Bansal	Chairperson (Independent / Non-Executive)	28.01.2021	
			2. Mr. Vinay Mittal	Member (Independent / Non-Executive)	30-07-2024	
			3. Mrs. Shalini Gupta	Member (Independent / Non-Executive)	30-07-2024	
2	Nomination & Remuneration Committee	Yes	1. Mrs. Shalini Gupta	Chairperson (Independent / Non-Executive)	30-07-2024	
			2. Mr. Sadhu Ram Bansal	Member (Independent / Non-Executive)	30-07-2024	
			3. Mr. Rajesh Kumar Yaduvanshi	Member (Independent / Non-Executive)	30-07-2024	
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. Mrs. Shalini Gupta	Chairperson (Independent / Non-Executive)	30-07-2024	
			2. Mr. Vinay Mittal	Member (Independent / Non-Executive)	30-07-2024	
			3. Mr. Rajesh Kumar Yaduvanshi	Member (Independent / Non-Executive)	30-07-2024	

III. Meeting of Board of Directors					
Date(s) of Meeting (if any) in the relevant quarter	Whether requirement of Quorum met	Number of Directors present	Number of Independent Directors present	Date(s) of meeting in the previous quarter	Maximum gap between any two consecutive (in number of days)
21-01-2025	Yes	8	4	15-10-2024	97

IV.	Meeting of Committees						
Name of the Committee		Date(s) of meeting of committee in the relevant quarter	Whether requirement of Quorum met	Number of Director 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		21-01-2025	Yes	3	3	15-10-2024	97
Stakeholders Relationship Committee		21-01-2025	Yes	3	3	15-10-2024	97
Nomination and remuneration committee		21-01-2025	Yes	3	3	16-12-2024	35
Risk Management Committee		21-01-2025	Yes	3	1		

V. 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 <div>           a. Audit Committee           <div>             b. Nomination &amp; Remuneration Committee             <div>               c. Stakeholders Relationship Committee               <div>                 d. Risk Management Committee (applicable to the top 1000 listed entities)               </div> </div> </div> </div>
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

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

**ANNEXURE - II**

**B. INVESTOR GRIEVANCE REDRESSAL REPORT**

INVESTOR GRIEVANCE REDRESSAL REPORT	
No. of Investor complaints pending at the beginning of the Quarter	0
No. of Investor complaints received during the Quarter	2
No. of Investor complaints disposed off during the Quarter	2
No. of Investor complaints those remaining unresolved at the end of the Quarter	0

**C. DISCLOSURE OF ACQUISITION OF SHARES OR VOTING RIGHTS IN UNLISTED COMPANIES**

S. No.	Name of the unlisted Company in which shares or voting rights have been acquired	Date of Acquisition	Aggregate holding (% shares or voting rights) as at the end of previous quarter)	% shares or voting rights acquired during the quarter	Aggregate holding (% shares or voting rights) as at the end of the quarter
NA					

**D. DISCLOSURE OF IMPOSITION OF FINE OR PENALTY**

S. No.	Name of the Authority	Nature and details of the action(s) taken or order(s) passed	Date of receipt of direction or order, including any ad-interim or interim orders, or any other communication from the authority	Details of the violation(s)/contravention(s) committed or alleged to be committed	Impact on financial, operation or other activities of the listed entity, quantifiable in monetary terms to the extent possible.
1	GST Authority (Surat) (Enforcement)	Vehicle intercepted at Surat for the reason defective documents found and GST Authority levied a penalty of Rs. 8,41,872/- and vehicle released on payment of penalty of Rs. 8,41,872/- paid through Electronic Cash Ledger. Appeal has been filed before Deputy Commissioner (Appeal) for refund of above penalty.	24-01-2025	Covered under point Nature and details of the action(s) taken or order(s) passed.	The penalty levied is covered under point Nature and details of the action(s) taken or order(s) passed. The same does not have any significant impact on the Company.
2	GST Authority (West Bengal, CGST Audit)	Company has paid Total amount of Rs. 9,264/- (including penalty of Rs. 912) for wrong availment of Input tax credit in contravention of section 17(5) of CGST Act, 2017 for GST Audit conducted for the FY 2022-23 from Office of Commissioner of Central Tax (Audit), Kolkata. The matter is closed after deposit of Rs. 9,264/-.	27-01-2025	Covered under point Nature and details of the action(s) taken or order(s) passed.	The matter is closed after deposit of Rs. 9,264/-.
3	GST Authority (Joint Commissioner, Noida (UP) for financial year 2017-18.	GST Authority has levied Penalty of Rs. 3,16,63,100/- u/s 74(9) of CGST Act, 2017 in connection with matter related to Show Cause Notice received for non payment of GST under reverse charge mechanism (RCM) for Road Restoration Charges, Excess availment of Input tax credit in GSTR-3B in comparison to Input Tax Credit appearing in GSTR-2A. The Company will file appeal before First Appellate Authority/Commissioner (Appeal).	30-01-2025	Covered under point Nature and details of the action(s) taken or order(s) passed.	The penalty levied is covered under point Nature and details of the action(s) taken or order(s) passed. The same does not have any significant impact on the Company.
4	GST Authority (Uttar Pradesh, CGST Audit)	Company has paid total amount of Rs. 1,26,636/- (including penalty of Rs. 7,182/- & late fees of Rs. 32,250/-) for wrong availment of Input tax credit in contravention of section 17(5) of CGST Act, 2017 and late fees for late filing of GSTR-1 and GSTR-9 under section 47 of CGST Act, 2017 for GST Audit conducted for the FY 2019-20 to 2022-23 from Assistant Commissioner, CGST, Audit Commissionerate, Noida. The matter is closed after deposit of Rs. 1,26,636/-.	30-01-2025	Covered under point Nature and details of the action(s) taken or order(s) passed.	The matter is closed after deposit of Rs. 1,26,636/-.
5	GST Authority (Additional Commissioner, Delhi East) for financial year 2017-18 to 2020-21	The GST Authority imposed a penalty of Rs. 59,03,79,778 under Section 74(1) of the CGST Act, 2017, related to a show cause notice for not cross-charging head office expenses. The company has filed a Writ Petition before Hon'ble Delhi High Court, challenging the order passed by the Additional Commissioner, CGST (Delhi East).	31-01-2025	Covered under point Nature and details of the action(s) taken or order(s) passed.	The penalty levied is covered under point Nature and details of the action(s) taken or order(s) passed. The same does not have any significant impact on the Company.

6	GST Authority (Karnataka-Audit)	Company has paid total amount of Rs. 44,836/- (including penalty of Rs. 10,000) for invoice not appearing in GSTR-2A for Order received against Show Cause Notice for the FY 2017-18 from Deputy Commissioner of Commercial Taxes (Audit), Bengaluru. The matter is closed after deposit of Rs. 44,836/-.	05-02-2025	Covered under point Nature and details of the action(s) taken or order(s) passed.	The matter is closed after deposit of Rs. 44,836/-.
7	GST Authority (Uttarakhand-Enforcement)	Vehicle intercepted at Rurkee for expiry of E-way bill and authority levied a penalty of Rs. 2,83,400/- and vehicle released on payment of penalty through Electronic Cash Ledger, all the amount have been paid after payment of penalty to company by transporter, So there is no financial implication on Company.	19-03-2025	Covered under point Nature and details of the action(s) taken or order(s) passed.	The penalty levied is covered under point Nature and details of the action(s) taken or order(s) passed. The same does not have any significant impact on the Company.
8	Customs (BOE)	The authority has levied a Fine of Rs. 1000/- due to amendment Charges (Shipment came twice) against Bill of Entry (BOE) # 7840770/17-01-2025	17-01-2025	fine / amendment Charges	No Material Impact
9	Customs (BOE)	The authority has levied a Fine of Rs. 2,25,000/- due to late BOE filing against BOE # 7932794/22-01-2025	22-01-2025	late BOE filing	No Material Impact
10	Customs (BOE)	The authority has levied a Fine of Rs. 1,65,000/- due to late BOE filing and Interest against BOE # 7932796/22-01-2025	22-01-2025	late BOE filing	No Material Impact
11	Customs (BOE)	The authority has levied a Fine of Rs. 5,000/- due to late BOE filing against BOE # 7996551/25-01-2025	25-01-2025	late BOE filing	No Material Impact
12	Customs (BOE)	The authority has levied a fine/amendment charges of Rs. 1000/- due to partial shipment under EPCG hence quantity has revised against BOE # 8750834/07-03-2025	07-03-2025	fine/amendment charges	No Material Impact
13	Customs (BOE)	The authority has levied a fine/amendment charges of Rs. 1000/- due to partial shipment under EPCG hence quantity has revised against BOE # 8750991/07-03-2025	07-03-2025	fine/amendment charges	No Material Impact
14	Customs (BOE)	The authority has levied a Fine of Rs. 45000/- due to late BOE filing against BOE # 9074304/24-03-2025	24-03-2025	late BOE filing	No Material Impact
15	Customs (BOE)	The authority has levied a fine/amendment charges of Rs. 1000/- due to address change from Bhiwadi to Pathredi against BOE # 9112361/26-03-2025	26-03-2025	fine/amendment charges	No Material Impact

#### E. DISCLOSURE OF UPDATES TO ONGOING TAX LITIGATIONS OR DISPUTES

S. No	Name of the opposing Party	Date of initiation of the litigation/dispute	Status of the litigation/dispute as per last disclosure	Current status of litigation/dispute
1	GST Authority(Additional Commissioner, Delhi East ) for financial year 2017-18 to 2020-21	30-12-2022	Company received Show Cause Notice for not cross charging Head office expenses for the F.Y. 2017-18 to 2020-21 dated 30-12-2022, against the above show cause notice company submitted their reply dated 03.07.2023 and received personal hearing notice dated 09.10.2024 for appearance on 16.10.2024. The Authorized representative of company appeared for hearing and submitted their submission and additional submission. Later on company received order confirming demand of Rs.59,03,79,778/- along with applicable interest u/s 50 of CGST Act, 2017 and penalty u/s 74(1) of CGST Act, 2017.	The Company has filed a Writ Petition before Hon'ble Delhi High Court, challenging the order passed by the Additional Commissioner, CGST (Delhi East).

\*Notes:- All other Tax Litigations or disputes are below materiality threshold in terms of sub-para 8 of para B of Part A of Schedule III read with corresponding provisions of Annexure 18 of the SEBI Master Circular dated 11 November 2024.

**ANNEXURE - III**

**F. Disclosure of Loans / guarantees / comfort letters / securities etc for half year ending on 31.03.2025**

(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			

(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.

**For KEI Industries Limited**

**RAJEEV GUPTA**  
**Executive Director (Finance) & CFO**

	<b>H. Website Affirmations</b>		
	<b>I. Disclosure on website in terms of Listing Regulations</b>		
	<b>Item</b>	<b>Compliance Status (Yes/No/NA)</b>	<b>If Yes Provide Link to Website. If No/NA provide reason</b>
	<b>As per Regulation 46 (2) of the LODR</b>		
a)	Details of business	Yes	<a href="https://www.kei-ind.com/our-company/">https://www.kei-ind.com/our-company/</a>
aa)	Memorandum of Association and Articles of Association	Yes	<a href="https://www.kei-ind.com/wp-content/uploads/2025/03/moa-aoa.pdf">https://www.kei-ind.com/wp-content/uploads/2025/03/moa-aoa.pdf</a>
ab)	Brief profile of board of directors including directorship and full-time positions in body corporates	Yes	<a href="https://www.kei-ind.com/our-company/kei-power-gallery/">https://www.kei-ind.com/our-company/kei-power-gallery/</a>
b)	Terms and conditions of appointment of Independent Directors	Yes	<a href="https://www.kei-ind.com/wp-content/themes/keiind/pdf/policies/Letter_of_Appointment_for_Independent_Directors.pdf">https://www.kei-ind.com/wp-content/themes/keiind/pdf/policies/Letter of Appointment for Independent Directors.pdf</a>
c)	Composition of various committees of Board of Directors	Yes	<a href="https://www.kei-ind.com/our-company/kei-power-gallery/">https://www.kei-ind.com/our-company/kei-power-gallery/</a>
d)	Code of conduct of board of directors and Senior Management Personnel	Yes	<a href="https://www.kei-ind.com/code-for-directors-senior-management-personnel/">https://www.kei-ind.com/code-for-directors-senior-management-personnel/</a>
e)	Details of establishment of Vigil Mechanism/ Whistle Blower Policy	Yes	<a href="https://www.kei-ind.com/vigil-mechanism-whistle-blower-policy/">https://www.kei-ind.com/vigil-mechanism-whistle-blower-policy/</a>
f)	Criteria of making payments to non-executive Directors	N.A.	
g)	Policy on dealing with related party transactions	Yes	<a href="https://www.kei-ind.com/related-party-transactions-policy/">https://www.kei-ind.com/related-party-transactions-policy/</a>
h)	Policy for determining 'material' subsidiaries	Yes	<a href="https://www.kei-ind.com/policy-for-determining-material-subsidiaries-iframe/">https://www.kei-ind.com/policy-for-determining-material-subsidiaries-iframe/</a>
i)	Details of familiarization programmes imparted to Independent Directors	Yes	<a href="https://www.kei-ind.com/investor-relations/investors/familiarization-programmes-imparted-to-independent-directors/">https://www.kei-ind.com/investor-relations/investors/familiarization-programmes-imparted-to-independent-directors/</a>
j)	Email address for grievance redressal and other relevant details	Yes	<a href="https://www.kei-ind.com/investor-relations/investors/investor-grievances/">https://www.kei-ind.com/investor-relations/investors/investor-grievances/</a>
k)	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investors grievances	Yes	<a href="https://www.kei-ind.com/investor-relations/investors/investor-grievances/">https://www.kei-ind.com/investor-relations/investors/investor-grievances/</a>
l)	Financial Results	Yes	<a href="https://www.kei-ind.com/investor-relations/financial-performance/quarterly-results/">https://www.kei-ind.com/investor-relations/financial-performance/quarterly-results/</a>
m)	Shareholding Pattern	Yes	<a href="https://www.kei-ind.com/investor-relations/corporate-governance/shareholding-pattern/">https://www.kei-ind.com/investor-relations/corporate-governance/shareholding-pattern/</a>
n)	Details of agreements entered into with the media companies and/or their associates	N.A.	
o)	(i) Schedule of analysts or institutional investors meet [at least two working days in advance (excluding the date of intimation and the date of the meeting) ] Explanation: For the purpose of this clause 'meet' shall mean group meetings or group conference calls conducted physically or through digital means	Yes	<a href="https://www.kei-ind.com/investor-relations/investors/corporate-announcements/">https://www.kei-ind.com/investor-relations/investors/corporate-announcements/</a>
	(ii) Presentations prepared by the listed entity for analysts or institutional investors meet, post earnings or quarterly calls prior to beginning of such events		<a href="https://www.kei-ind.com/investor-relations/investors/corporate-presentation/">https://www.kei-ind.com/investor-relations/investors/corporate-presentation/</a>
oa)	Audio recordings, Video recordings, if any, and transcripts of post earnings or quarterly calls, by whatever name called, conducted physically or through digital means	Yes	<a href="https://www.kei-ind.com/investor-relations/disclosure-under-regulation-46-of-sebi-lodr-regulations/">https://www.kei-ind.com/investor-relations/disclosure-under-regulation-46-of-sebi-lodr-regulations/</a> <a href="https://www.kei-ind.com/investor-relations/corporate-governance/conference-call-transcripts/">https://www.kei-ind.com/investor-relations/corporate-governance/conference-call-transcripts/</a>
p)	New name and the old name of the listed entity	N.A.	
q)	Advertisements as per regulation 47 (1)	Yes	<a href="https://www.kei-ind.com/investor-relations/investors/corporate-announcements/">https://www.kei-ind.com/investor-relations/investors/corporate-announcements/</a>

r)	Credit rating or revision in credit rating obtained by the entity for all its outstanding instruments	Yes	<a href="https://www.kei-ind.com/investor-relations/corporate-governance/external-ratings/">https://www.kei-ind.com/investor-relations/corporate-governance/external-ratings/</a>
s)	Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	Yes	<a href="https://www.kei-ind.com/investor-relations/financial-performance/balance-sheet-of-subsiary/">https://www.kei-ind.com/investor-relations/financial-performance/balance-sheet-of-subsiary/</a>
t)	Secretarial Compliance Report	Yes	<a href="https://www.kei-ind.com/investor-relations/investors/corporate-announcements/">https://www.kei-ind.com/investor-relations/investors/corporate-announcements/</a>
u)	Materiality Policy as per Regulation 30(4)	Yes	<a href="https://www.kei-ind.com/policy-for-determining-materiality-of-events-iframe/">https://www.kei-ind.com/policy-for-determining-materiality-of-events-iframe/</a>
v)	Disclosure of contact details of KMP who are authorised for the purpose of determining materiality as required under regulation 30(5)	yes	<a href="https://www.kei-ind.com/wp-content/uploads/2022/12/authorised-kmp.pdf">https://www.kei-ind.com/wp-content/uploads/2022/12/authorised-kmp.pdf</a>
w)	Disclosure under regulation 30(8)	Yes	<a href="https://www.kei-ind.com/investor-relations/investors/corporate-announcements/">https://www.kei-ind.com/investor-relations/investors/corporate-announcements/</a>
x)	Statements of deviation(s) or variation(s) as specified in regulation 32	yes	<a href="https://www.kei-ind.com/investor-relations/investors/corporate-announcements/">https://www.kei-ind.com/investor-relations/investors/corporate-announcements/</a>
y)	Dividend Distribution policy as per Regulation 43A (as applicable)	Yes	<a href="https://www.kei-ind.com/dividend-distribution-policy-iframe/">https://www.kei-ind.com/dividend-distribution-policy-iframe/</a>
z)	Annual Return as provided under Section 92 of the Companies Act,2013	Yes	<a href="https://www.kei-ind.com/investor-relations/annual-return/">https://www.kei-ind.com/investor-relations/annual-return/</a>
za)	Employee Benefit Scheme Documents, excluding commercial secrets and such other information that would affect competitive position of the listed entity, framed in terms of the provisions of Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021	yes	<a href="https://www.kei-ind.com/wp-content/uploads/2025/03/kei-disclosures-with-respect-to-employees-stock-option-scheme.pdf">https://www.kei-ind.com/wp-content/uploads/2025/03/kei-disclosures-with-respect-to-employees-stock-option-scheme.pdf</a>
	Confirmation that the above disclosures are in a separate section as specified in regulation 46(2)	Yes	<a href="https://www.kei-ind.com/investor-relations/disclosure-under-regulation-46-of-sebi-lodr-regulations/">https://www.kei-ind.com/investor-relations/disclosure-under-regulation-46-of-sebi-lodr-regulations/</a>
	Compliance with regulation 46(3) with respect to accuracy of disclosures on the website and timely updating	Yes	<a href="https://www.kei-ind.com/investor-relations/disclosure-under-regulation-46-of-sebi-lodr-regulations/">https://www.kei-ind.com/investor-relations/disclosure-under-regulation-46-of-sebi-lodr-regulations/</a>

It is certified that these contents on the websites of the listed entity are correct.

#### I. Annual Affirmations W.R.T Compliance with Corporate Governance Provisions

Particulars	Regulation Number	Compliance Status (Yes/No/NA)
Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b)	Yes
Board Composition	17(1),17(1A),17(1C),17(1D)& 17(1E)	Yes
Meeting of Board of Directors	17(2)	Yes
Quorum of board meeting	17(2A)	Yes
Review of Compliance Reports	17(3)	Yes
Plans for orderly succession for appointments	17(4)	Yes
Code of Conduct	17(5)	Yes
Fees/compensation	17(6)	Yes
Minimum Information	17(7)	Yes
Compliance Certificate	17(8)	Yes*
Risk Assessment & Management	17(9)	Yes
Performance Evaluation of Independent Directors	17(10)	Yes
Recommendation of board	17(11)	Yes
Maximum number of directorship	17 A	Yes
Composition of Audit Committee	18(1)	Yes
Meeting of Audit Committee	18(2)	Yes
Role of Audit Committee and information to be reviewed by the Audit Committee	18(3)	Yes
Composition of Nomination and Remuneration Committee	19(1) & (2)	Yes
Quorum of Nomination and Remuneration Committee meeting	19 (2A)	Yes

Meeting of Nomination & Remuneration Committee	19 (3A)	Yes
Role of Nomination and Remuneration Committee	19(4)	Yes
Composition of Stakeholders Relationship Committee	20(1), 20(2) and 20(2A)	Yes
Meeting of Stakeholder Relationship Committee	20 (3A)	Yes
Role of Stakeholder Relationship Committee	20(4)	Yes
Composition and role of Risk Management Committee	21(1),(2),(3),(4)	Yes
Meeting of Risk Management Committee	21(3A)	Yes
Quorum of Risk Management Committee Meeting	21(3B)	Yes
Gap between the meetings of the Risk Management Committee	21(3C)	Yes
Vigil Mechanism	22	Yes
Policy for Related Party Transaction	23(1),(1A),(5),(6)& (8)	Yes
Prior or Omnibus approval of Audit Committee for all related party transactions	23(2),(3)	Yes
Approval for material Related Party Transactions	23(4)	yes
Disclosure of related party transactions on consolidated basis	23(9)	Yes
Composition of Board of Directors of unlisted material Subsidiary	24 (1)	N.A
Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	N.A
Alternate Director to Independent Director	25(1)	N.A
Maximum Tenure	25(2)	Yes
Appointment, Re-appointment or removal of an Independent Director through special resolution or alternate mechanism	25(2A)	Yes
Meeting of Independent Directors	25(3) & (4)	Yes
Familiarization of Independent Directors	25(7)	Yes
Declaration from Independent Director	25(8) & (9)	Yes
Directors and Officers insurance	25(10)	Yes
Confirmation with respect to appointment of Independent Directors who resigned from the listed entity	25(11)	N.A.
Memberships in Committees	26(1)	Yes
Affirmation with compliance to code of conduct from members of Board of Directors and Senior Management Personnel	26(3)	Yes
Policy with respect to obligations of Directors and Senior Management	26(2) & 26(5)	Yes
Approval of the Board and Shareholders for compensation or profit sharing in connection with dealings in the securities of the listed entity.	26(6)	NA
Vacancies in respect of Key Managerial Personnel	26A(1) & 26A(2), 26A(3)	Yes
<b>Note:</b>		
* The Compliance Certificate for the FY 2024-25 shall be furnished by the CEO and CFO in the forthcoming Board Meeting in which Financial Statements pertaining to FY 2024-25 shall be approved by the Board of Director and shall form part of Annual Report of the Company for the FY 2024-25.		
<b>III Affirmations:</b>		
The Company does not have any material subsidiary, hence the provisions relating to material subsidiary are not applicable. However, the Company has approved the Policy for determining Material Subsidiary and complied the Corporate Governance requirements in respect of its subsidiary(ies).		

For KEI Industries Limited

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