



KEI Industries Limited

Registered and Corporate Office: D-90, Okhla Industrial Area, Phase-I, New Delhi- 110020 CIN: L74899DL1992PLC051527
Tel.: +91-11-26818840/8642/0242, Email: info@kei-ind.com Website: www.kei-ind.com

Date: 22.04.2026

KEI/BSE/2026-27

The Manager,
Listing Operation,
BSE Limited,
25th Floor, Phiroze Jeejeebhoy Towers,
Dalal Street, Fort, Mumbai- 400 001.

The Manager,
Listing Division,
The National Stock Exchange of India Ltd.,
Exchange Plaza, Plot No. C/1, G Block,
Bandra Kurla Complex, Bandra (E), Mumbai –
400 051

Sub: Integrated Filing (Governance) Report for the Quarter ended on 31.03.2026.

Dear Sir / Madam,

Please find enclosed herewith Integrated Filing (Governance) Report for the Quarter ended on 31.03.2026, 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

For KEI INDUSTRIES LIMITED


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

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





COMPLIANCE REPORT ON CORPORATE GOVERNANCE

1 Name of Listed Entity: **KEI Industries Limited**
 2 Quarter ending: **March 31,2026**

I. Composition of Board of Directors													
Title (Mr./ Ms.)	Name of the Director	PAN & DIN		Category (Chairperson/ Executive/ Non- Executive/ & 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
Mrs.	Archana Gupta	AAHPG2849Q	00006459	Non-Executive / Non- Independent Director	31-01-2005	-	-	-	23.07.1961	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.	Rajeev Gupta	AEHPG4730Q	00128865	Executive Director	21-04-2006	Re-appointed as Executive Director (Finance) & CFO w.e.f. 01/06/2025	-	-	31.01.1964	1	0	0	0
Mr.	Sadhu Ram Bansal	ACOPB3041J	06471984	Independent Director/ Non- Executive	24-01-2018	24-01-2023	-	98.8	03.01.1956	4	4	5	2
Mrs.	Shalini Gupta	AAJPG7527R	02361768	Independent Women Director/ Non-Executive	18-02-2019	18-02-2024	-	85.14	09.11.1974	1	1	2	1
Mr.	Rajesh Kumar Yaduvanshi	AAAPY2605H	07206654	Independent Director/ Non- Executive	11-03-2024	11-03-2024	-	24.21	23-06-1961	2	2	2	0
Mr.	Vinay Mittal	AAMP9454C	05107333	Independent Director/ Non- Executive	29-07-2024	29-07-2024	-	20.3	21-04-1962	1	1	2	0
Whether Regular Chairperson appointed: Yes													
Whether Chairperson is related to managing director or CEO: Yes													

For KEI INDUSTRIES LIMITED

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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. Sadhu Ram Bansal	Chairperson (Independent / Non-Executive)	31.10.2018	
			2. Mr. Anil Gupta	Member (Non-Independent / Executive)	31.10.2018	
			3. Mr. Rajeev Gupta	Member (Non-Independent / Executive)	31.10.2018	
			4. Mr. Rajesh Kumar Yaduvanshi	Member (Independent / Non-Executive)	22-01-2026	
			5. Mr. Vinay Mittal	Member (Independent / Non-Executive)	22-01-2026	
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)
21-01-2026	Yes	8	4	15-10-2025	97
24-03-2026	Yes	8	4		61

For KEI INDUSTRIES LIMITED

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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	21-01-2026	Yes	3	3	15-10-2025	97
	Nomination and remuneration		Yes	3	3	15-10-2025	
	Stakeholders Relationship Committee	21-01-2026	Yes	3	3	15-10-2025	97
	Risk Management Committee	21-01-2026	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 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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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	0
No. of Investor complaints disposed off during the Quarter	0
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	Collector of Stamp, Govt. of N.C.T. Delhi	A penalty of Rs. 5,00,000 /- has been levied under Article 19 of Schedule 1A of The Indian Stamp Act, 1899, for short payment of Stamp Duty on issue/allotment of equity shares which has been duly paid by the Company on 22-01-2026.	19-01-2026	Short payment of Stamp Duty on issue/allotment of equity shares under Article 19 of Schedule 1A of The Indian Stamp Act, 1899	No material Impact
2	Rajasthan State Industrial Development & Investment Corporation Limited (RIICO)	RIICO issued SCN for dumping waste on the Right of Way (ROW) of Corporation roads at RIICO Industrial Area, Chopanki, in violation of the RIICO Disposal of Land Rules, 1979 (as amended); imposing penalty of Rs. 5,000 + GST. Company has taken up the matter with the concerned Authority.	10-02-2026	Contravention of the provisions of the RIICO Disposal of Land Rules, 1979 (as amended), including non-compliance with Office Order No. 11/2019 dated 06.09.2019.	No Material Impact

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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.
3	Income Tax	The Income Tax Department has imposed a penalty of Rs. 24,680/- on the Company under Section 270A of the Income Tax Act 1961 for Assessment Year 2017-18, which has been duly paid on 04.04.2026.	26-02-2026	Penalty imposed under Section 270A of Income Tax Act	No material Impact
4	Income Tax	The Income Tax Department has imposed a penalty of Rs. 80,739/- on the Company under Section 271(1)(c) of the Income Tax Act 1961, for Assessment Year 2016-17, which has been duly paid on 04.04.2026.	26-02-2026	Penalty imposed under Section 271(1)(c) of Income Tax Act	No material Impact
5	GST Authority	Voluntary Payment of Rs.22,352/- towards penalty arising from the audit conducted for FY 2020-21 to 2023-24 under Section 74(5) of the CGST Act, 2017.	03-03-2026	Contravention of the provision of Section 16,16(2), 17(5) & 50 of CGST Act, 2017	No Material Impact

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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 on dated 09-10-2024 for appearance on dated 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.59,03,79,778.00 along with applicable interest u/s 50 of CGST Act, 2017 and penalty u/s 74(1) of CGST Act, 2017	The company had filed writ petition challenging order passed by additional commissioner, Delhi East on dated 07 April 2025, Hon'ble High Court via Order Dated 22-05-2025 remanded the matter back to Adjudicating Authority for affording a hearing once again and passing fresh order in light of circular No. 199/11/2023-GST dated 17.07.2023 and in light of Judgement passed in Metal One Corporation India Pvt. Ltd. Adjudicating Authority afforded fresh hearing and Final order is pending.

*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.

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FCS No.: 9429



ANNEXURE - III

F. Disclosure of Loans / guarantees / comfort letters / securities etc for half year ending on 31.03.2026

(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

For KEI INDUSTRIES LIMITED

RAJEEV GUPTA
EXECUTIVE DIRECTOR (FINANCE) & CFO

RAJEEV GUPTA
Executive Director (Finance) & CFO



H. Website Affirmations			
I. Disclosure on website in terms of Listing Regulations			
	Item	Compliance Status (Yes/No/NA)	If Yes Provide Link to Website. If No/NA provide reason
As per Regulation 46 (2) of the LODR			
a)	Details of business	Yes	https://www.kei-ind.com/our-company/
aa)	Memorandum of Association and Articles of Association	Yes	https://www.kei-ind.com/wp-content/uploads/2025/03/moa-aoa.pdf
ab)	Brief profile of board of directors including directorship and full-time positions in body corporates	Yes	https://www.kei-ind.com/our-company/kei-power-gallery/
b)	Terms and conditions of appointment of Independent Directors	Yes	https://www.kei-ind.com/wp-content/themes/keiind/pdf/policies/Letter of Appointment for Independent Directors.pdf
c)	Composition of various committees of Board of Directors	Yes	https://www.kei-ind.com/our-company/kei-power-gallery/
d)	Code of conduct of board of directors and Senior Management Personnel	Yes	https://www.kei-ind.com/wp-content/themes/keiind/pdf/policies/Code-Directors-SeniorManagementPersonnel.pdf
e)	Details of establishment of Vigil Mechanism/ Whistle Blower Policy	Yes	https://www.kei-ind.com/wp-content/uploads/2021/03/VIGIL-MECHANISM-WHISTLE-BLOWER-POLICY.pdf
f)	Criteria of making payments to non-executive Directors	N.A.	
g)	Policy on dealing with related party transactions	Yes	https://www.kei-ind.com/wp-content/uploads/2021/03/RELATED-PARTY-TRANSACTIONS-POLICY.pdf
h)	Policy for determining 'material' subsidiaries	Yes	https://www.kei-ind.com/wp-content/uploads/2021/03/POLICY-FOR-DETERMINING-MATERIAL-SUBSIDIARIES.pdf
i)	Details of familiarization programmes imparted to Independent Directors	Yes	https://www.kei-ind.com/investor-relations/investors/familiarization-programmes-imparted-to-independent-directors/
j)	Email address for grievance redressal and other relevant details	Yes	https://www.kei-ind.com/investor-relations/investors/investor-grievances/
k)	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investors grievances	Yes	https://www.kei-ind.com/investor-relations/investors/investor-grievances/
l)	Financial Results	Yes	https://www.kei-ind.com/investor-relations/financial-performance/quarterly-results/
m)	Shareholding Pattern	Yes	https://www.kei-ind.com/investor-relations/corporate-governance/shareholding-pattern/
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	https://www.kei-ind.com/investor-relations/investors/corporate-announcements/
	(ii) Presentations prepared by the listed entity for analysts or institutional investors meet, post earnings or quarterly calls prior to beginning of such events		https://www.kei-ind.com/investor-relations/investors/corporate-presentation/
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	https://www.kei-ind.com/investor-relations/disclosure-under-regulation-46-of-sebi-lodr-regulations/
p)	New name and the old name of the listed entity	N.A.	

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q)	Advertisements as per regulation 47 (1)	Yes	https://www.kei-ind.com/investor-relations/investors/corporate-announcements/
r)	Credit rating or revision in credit rating obtained by the entity for all its outstanding instruments	Yes	https://www.kei-ind.com/investor-relations/corporate-governance/external-ratings/
s)	Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	Yes	https://www.kei-ind.com/investor-relations/financial-performance/balance-sheet-of-subsiary/
t)	Secretarial Compliance Report	Yes	https://www.kei-ind.com/investor-relations/investors/corporate-announcements/
u)	Materiality Policy as per Regulation 30(4)	Yes	https://www.kei-ind.com/wp-content/uploads/2021/03/POLICY-FOR-DETERMINING-MATERIAL-EVENT.pdf
v)	Disclosure of contact details of KMP who are authorised for the purpose of determining materiality as required under regulation 30(5)	yes	https://www.kei-ind.com/wp-content/uploads/2022/12/authorised-kmp.pdf
w)	Disclosure under regulation 30(8)	Yes	https://www.kei-ind.com/investor-relations/investors/corporate-announcements/
x)	Statements of deviation(s) or variation(s) as specified in regulation 32	yes	https://www.kei-ind.com/investor-relations/investors/corporate-announcements/
y)	Dividend Distribution policy as per Regulation 43A (as applicable)	Yes	https://www.kei-ind.com/wp-content/themes/keiind/pdf/policies/dividend-distribution-policy-may2018.pdf
z)	Annual Return as provided under Section 92 of the Companies Act, 2013	Yes	https://www.kei-ind.com/investor-relations/annual-return/
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	https://www.kei-ind.com/wp-content/uploads/2025/03/kei-disclosures-with-respect-to-employees-stock-option-scheme.pdf
	Confirmation that the above disclosures are in a separate section as specified in regulation 46(2)	Yes	https://www.kei-ind.com/investor-relations/disclosure-under-regulation-46-of-sebi-lodr-regulations/
	Compliance with regulation 46(3) with respect to accuracy of disclosures on the website and timely updating	Yes	https://www.kei-ind.com/investor-relations/disclosure-under-regulation-46-of-sebi-lodr-regulations/

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

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

II Annual Affirmations		
Particulars	Regulation Number	Compliance Status
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

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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)	Yes
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

Note:

* The Compliance Certificate for the FY 2025-26 shall be furnished by the CEO and CFO in the forthcoming Board Meeting in which Financial Statements pertaining to FY 2025-26 shall be approved by the Board of Director and shall form part of Annual Report of the Company for the FY 2025-26.

III Affirmations:

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).

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