

General information about company

Scrip code	532054
NSE Symbol	KDDL
MSEI Symbol	
ISIN	INE291D01011
Name of the entity	KDDL LIMITED
Date of start of financial year	01-04-2019
Date of end of financial year	31-03-2020
Reporting Quarter	Yearly
Date of Report	31-03-2020
Risk management committee	Not Applicable
Market Capitalisation as per immediate previous Financial Year	Top 1000 listed entities

Annexure I

Annexure I to be submitted by listed entity on quarterly basis

I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory														Add Notes					
Whether the listed entity has a Regular Chairperson														Yes					
Whether Chairperson is related to MD or CEO														Yes					
Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(1) of Listing Regulations)	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)	
Add		Delete																	
1	Mr	Yashovardhan Saboo	ADYPS5461Q	00012158	Executive Director	Chairperson related to Promoter	CEO-MD	24-08-1958	NA		25-03-1981		01-04-2017			1	0	1	0
2	Mr	Sanjeev Kumar Masown	ACEPM4152F	03542390	Executive Director	Not Applicable		30-09-1969	NA		30-05-2016		31-05-2018			1	0	1	0
3	Mr	Anil Khanna	ABAPK1432F	00012232	Non-Executive - Independent Director	Not Applicable		20-03-1959	NA		22-12-2004		06-08-2019	68	1	1	0	2	
4	Mrs	Ranjana Agarwal	AAFPA1896D	03340032	Non-Executive - Independent Director	Not Applicable		25-11-1956	NA		09-09-2013		06-08-2019	68	5	5	3	3	
5	Mr	Praveen Gupta	ADWPG9118L	01885287	Non-Executive - Independent Director	Not Applicable		09-09-1955	NA		08-11-2014		24-08-2015	55	1	1	1	0	
6	Mr	Vishal Satinder Sood	AMSPS9805K	01780814	Non-Executive - Nominee Director	Not Applicable		23-02-1972	NA		02-09-2015		02-09-2015		2	0	0	0	
7	Mr	Jai Vardhan Saboo	EGZPS6224R	00025499	Non-Executive - Non Independent Director	Not Applicable		07-07-1963	NA		12-12-2016		12-12-2016		1	1	0	0	
8	Mr	Sanjiv Sachar	AAAPS9469B	02013812	Non-Executive - Independent Director	Not Applicable		04-10-1957	NA		07-03-2017		07-03-2017	37	2	2	1	0	

Annexure 1

II. Composition of Committees

Disclosure of notes on composition of committees explanatory

Add Notes

For this quarter kindly note t
 1. Date of Appointment and mandatorily filled for every C
 2. Date of Appointment can
 3. Date of Cessation must b
 1.2019 to December 31.201

Note: Please enter DIN. After entering DIN, Name of Committee members and Category 1 of Directors shall be prefilled automatically

Audit Committee Details

Whether the Audit Committee has a Regular Chairperson					Yes	
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation
1	00012232	Anil Khanna	Non-Executive - Independent Director	Chairperson	02-11-2018	
2	03340032	Mrs. Ranjana Agarwal	Non-Executive - Independent Director	Member	27-05-2014	
3	01885287	Mr. Praveen Gupta	Non-Executive - Independent Director	Member	02-11-2018	
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Note: Please enter DIN. After entering DIN, Name of Committee members and Category 1 of Directors shall be prefilled automatically

Nomination and remuneration committee

Whether the Nomination and remuneration committee has a Regular Chairperson					Yes	
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation
1	02013812	Mr. Sanjiv Sachar	Non-Executive - Independent Director	Chairperson	02-11-2018	
2	03340032	Mrs. Ranjana Agarwal	Non-Executive - Independent Director	Member	02-11-2018	
3	01885287	Mr. Praveen Gupta	Non-Executive - Independent Director	Member	27-05-2014	
4	00012232	Anil Khanna	Non-Executive - Independent Director	Member	03-12-2019	
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Note: Please enter DIN. After entering DIN, Name of Committee members and Category 1 of Directors shall be prefilled automatically

Stakeholders Relationship Committee						
Whether the Stakeholders Relationship Committee has a Regular Chairperson					Yes	
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation
1	00012232	Mr. Anil Khanna	Non-Executive - Independent Director	Chairperson	27-05-2014	
2	00012158	Mr. Yashovardhan Saboo	Executive Director	Member	27-05-2014	
3	03542390	Mr. Sanjeev Kumar Masown	Executive Director	Member	27-05-2014	
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Risk Management Committee						
Whether the Risk Management Committee has a Regular Chairperson						
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation
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Note: Please enter DIN. After entering DIN, Name of Committee members and Category 1 of Directors shall be prefilled automatically

Corporate Social Responsibility Committee						
Whether the Corporate Social Responsibility Committee has a Regular Chairperson					Yes	
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation
1	00012194	Mr. R K Saboo	Member	Chairperson	27-05-2014	
2	00012158	Mr. Yashovardhan Saboo	Executive Director	Member	27-05-2014	
3	03340032	Mrs. Ranjana Agarwal	Non-Executive - Independent Director	Member	27-05-2014	
4	01885287	Mr. Praveen Gupta	Non-Executive - Independent Director	Member	03-12-2019	
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Annexure 1

III. Meeting of Board of Directors

Disclosure of notes on meeting of board of directors explanatory

Add Notes

Sr	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Notes for not providing Date	Whether requirement of Quorum met (Yes/No)	Number of Directors present*	No. of Independent Directors attending the meeting*
<p align="center"> Add Delete </p>						
1	06-11-2019			Yes	8	3
2	03-12-2019	26		Yes	7	4
3	14-02-2020	72		Yes	6	4
4	02-03-2020	16		Yes	7	4

Annexure 1

IV. Meeting of Committees

Disclosure of notes on meeting of committees explanatory

Add Notes

Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (Yes/No)	Number of Directors present*	No. of Independent Directors attending the meeting*
<div style="display: flex; justify-content: space-around;"> Add Delete </div>								
1	Nomination and remuneration committee	06-11-2019				Yes	3	2
2	Nomination and remuneration committee	14-02-2020	99			Yes	3	1
3	Nomination and remuneration committee	22-02-2020	7			Yes	4	4
4	Nomination and remuneration committee	16-03-2020	22			Yes	3	3
5	Audit Committee	06-11-2019				Yes	3	2
6	Audit Committee	14-02-2020	99			Yes	3	3
7	Corporate Social Responsibility Committee	06-11-2019				Yes	3	1
8	Corporate Social Responsibility Committee	14-02-2020	99			Yes	3	2
9	Stakeholders Relationship Committee	14-02-2020				Yes	3	1

Annexure 1

V. Related Party Transactions

Sr	Subject	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Whether prior approval of audit committee obtained	Yes	
2	Whether shareholder approval obtained for material RPT	Yes	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	
Disclosure of notes on related party transactions			Add Notes
Disclosure of notes of material transaction with related party			Add Notes

Annexure II

Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)

I. Disclosure on website in terms of Listing Regulations

Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
1	Details of business	Yes		www.kddl.com
2	Terms and conditions of appointment of independent directors	Yes		www.kddl.com
3	Composition of various committees of board of directors	Yes		www.kddl.com
4	Code of conduct of board of directors and senior management personnel	Yes		www.kddl.com
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		www.kddl.com
6	Criteria of making payments to non-executive directors	Yes		www.kddl.com
7	Policy on dealing with related party transactions	Yes		www.kddl.com
8	Policy for determining 'material' subsidiaries	Yes		www.kddl.com
9	Details of familiarization programmes imparted to independent directors	Yes		www.kddl.com
10	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		www.kddl.com
11	email address for grievance redressal and other relevant details	Yes		www.kddl.com
12	Financial results	Yes		www.kddl.com
13	Shareholding pattern	Yes		www.kddl.com
14	Details of agreements entered into with the media companies and/or their associates	NA		
15	Schedule of analyst or institutional investor meet and presentations made by the listed entity to analysts or institutional investors simultaneously with submission to stock exchange	Yes		www.kddl.com
16	New name and the old name of the listed entity	NA		
17	Advertisements as per regulation 47 (1)	Yes		www.kddl.com
18	Credit rating or revision in credit rating obtained	Yes		www.kddl.com
19	Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	Yes		www.kddl.com
20	Whether company has provided information under separate section on its website as per Regulation 46(2)	Yes		www.kddl.com
21	Materiality Policy as per Regulation 30	Yes		www.kddl.com
22	Dividend Distribution policy as per Regulation 43A (as applicable)	NA		
23	It is certified that these contents on the website of the listed entity are correct	Yes		www.kddl.com

Annexure 1

VI. Affirmations

Sr	Subject	Compliance status (Yes/No)
1	The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes
2	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee	Yes
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	Yes
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	Yes
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 500 listed entities)	NA
6	The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes
7	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.	Yes
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes
9	Any comments/observations/advice of Board of Directors may be mentioned here:	Add Notes

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Annexure 1

Sr	Subject	Compliance status
1	Name of signatory	Brahm Prakash Kumar
2	Designation	Company Secretary and Compliance Officer

Annexure II				
II. Annual Affirmations				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b) & 25(6)	Yes	
2	Board composition	17(1), 17(1A) & 17(1B)	Yes	
3	Meeting of Board of directors	17(2)	Yes	
4	Quorum of Board meeting	17(2A)	Yes	
5	Review of Compliance Reports	17(3)	Yes	
6	Plans for orderly succession for appointments	17(4)	Yes	
7	Code of Conduct	17(5)	Yes	
8	Fees/compensation	17(6)	Yes	
9	Minimum Information	17(7)	Yes	
10	Compliance Certificate	17(8)	Yes	
11	Risk Assessment & Management	17(9)	Yes	
12	Performance Evaluation of Independent Directors	17(10)	Yes	
13	Recommendation of Board	17(11)	Yes	
14	Maximum number of Directorships	17A	Yes	
15	Composition of Audit Committee	18(1)	Yes	
16	Meeting of Audit Committee	18(2)	Yes	
17	Composition of nomination & remuneration committee	19(1) & (2)	Yes	
18	Quorum of Nomination and Remuneration Committee meeting	19(2A)	Yes	
19	Meeting of Nomination and Remuneration Committee	19(3A)	Yes	
20	Composition of Stakeholder Relationship Committee	20(1), 20(2) & 20(2A)	Yes	
21	Meeting of Stakeholders Relationship Committee	20(3A)	Yes	
22	Composition and role of risk management committee	21(1),(2),(3),(4)	NA	
23	Meeting of Risk Management Committee	21(3A)	NA	
24	Vigil Mechanism	22	Yes	
25	Policy for related party Transaction	23(1),(1A),(5),(6),(7) & (8)	Yes	
26	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes	
27	Approval for material related party transactions	23(4)	Yes	
28	Disclosure of related party transactions on consolidated basis	23(9)	Yes	
29	Composition of Board of Directors of unlisted material Subsidiary	24(1)	Yes	
30	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	Yes	
31	Annual Secretarial Compliance Report	24(A)	Yes	
32	Alternate Director to Independent Director	25(1)	Yes	
33	Maximum Tenure	25(2)	Yes	
34	Meeting of independent directors	25(3) & (4)	Yes	
35	Familiarization of independent directors	25(7)	Yes	
36	Declaration from Independent Director	25(8) & (9)	Yes	
37	D & O Insurance for Independent Directors	25(10)	NA	
38	Memberships in Committees	26(1)	Yes	
39	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes	
40	Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes	
41	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes	
Any other information to be provided				Add Notes
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Annexure II		
1	Name of signatory	Brahm Prakash Kumar
2	Designation	Company Secretary and Compliance Officer

Annexure II		
III. Affirmations		
Sr	Particulars	Compliance status (Yes/No/NA)
1	The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied	Yes
Any other information to be provided		Add Notes

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Annexure II		
1	Name of signatory	Brahm Prakash Kumar
2	Designation	Company Secretary and Compliance Officer

Signatory Details

Name of signatory	Brahm Prakash Kumar
Designation of person	Company Secretary and Compliance Officer
Place	Chandigarh
Date	15-04-2020