

**ANNEXURE I**

**Format to be submitted by listed entity on quarterly basis**

1. Name of Listed Entity - **KDDL Limited**  
 2. Quarter ending - **31-Mar-2022**

**i. Composition Of Board Of Director**

T i t l e  ( M r . / M s )	Name of the Dir ect or	D I N	Cat ego ry (Ch airp ers on /Exe cutiv e/No n- Exec utive/ Inde pend ent/ Nomi nee)	S u b C a t e g o r y	Ini tia l D ate of A p p oi nt me nt	Dat e of App oint me nt	Dat e of ces sati on	T e n u r e	D at e of Bi rt h	Wh eth er spe cial res olut ion pas sed ?	D at e of p a ss in g s p e ci al res ol uti on	N o. of Di re ct or s hi p in lis ted e nt iti es in clu ding this lis ted e nt ity	No of Inde pend ent Dire ctor ship in lis ted entit ies in clud ing this lis ted ent ity	No of me mb ers hips in Au dit/ Sta keh old er Com mit tee(s) in clud ing this lis ted ent ity	No of po st of Ch air pers on in Au dit/ St ak eh old er Com mit tee hel d in lis ted ent iti es in clud ing this lis ted ent ity	Me mbe rshi p in Com mit tees of the Com pa ny	Rem arks
M r.	Yas hov ard han Sab oo	0 0 0 1 2 1 5	C,E D	C E O - M D	25- Ma r- 198 1	01- Apr- 2020			2 4- Au g- 1 9	NA		1	0	1	0	SC,NR C	

		8						58								
M r.	Sanjeev Kumar Masohn	03542390	ED	30-May-2016	31-May-2021			30-Sep-1969	NA		1	0	1	0	SC	
M r.	Anil Khanna	00012232	ID	22-Dec-2004	06-Aug-2019		79	20-Mar-1959	NA		1	1	0	2	AC,SC,NRC	
M rs .	Ranjana Agarwal	03340032	ID	09-Sep-2013	06-Aug-2019		92	25-Nov-1956	NA		5	5	5	1	AC,NRC	
M r.	Praveen Gupta	01885287	ID	08-Nov-2014	24-Aug-2020		76	09-Sep-1955	NA		1	1	1	0	AC,NRC	
M r.	Vishal Sati Sood	01780814	NED,ND	02-Sep-2015	23-Sep-2020			23-Feb-1972	NA		2	0	0	0		
M r.	Jai Varsha	000	NED	12-Dec-	11-Sep-2019			07-Jul	NA		1	0	0	0		

	n Sab oo	2 5 4 9 9			201 6				1- 1 9 6 3							
M r.	San jiv Sac har	0 2 0 1 3 8 1 2	ID		07- Ma r- 201 7	07- Mar- 2017		6 1	0 4- O ct - 1 9 5 7	NA		2	2	1	0	NRC

Company Remarks	
Whether Permanent chairperson appointed	Yes
Whether Chairperson is related to MD or CEO	Yes

## ii. Composition of Committees

### a. Audit Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Anil Khanna	ID	Chairperson	02-Nov-2018	
2	Ranjana Agarwal	ID	Member	27-May-2014	
3	Praveen Gupta	ID	Member	02-Nov-2018	

Company Remarks	
Whether Permanent chairperson appointed	Yes

### b. Stakeholders Relationship Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Anil Khanna	ID	Chairperson	27-May-2014	
2	Yashovardhan Saboo	C,ED	Member	27-May-2014	
3	Sanjeev Kumar Masown	ED	Member	27-May-2014	

Company Remarks	
Whether Permanent chairperson appointed	Yes

### c. Risk Management Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
---------	----------------------	----------	------------------------	------------------	----------------

Company Remarks	
Whether Permanent	

chairperson appointed	
-----------------------	--

**d. Nomination and Remuneration Committee**

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Sanjiv Sachar	ID	Chairperson	02-Nov-2018	
2	Ranjana Agarwal	ID	Member	02-Nov-2018	
3	Praveen Gupta	ID	Member	27-May-2014	
4	Anil Khanna	ID	Member	03-Dec-2019	
5	Yashovardhan Saboo	C,ED	Member	29-Jan-2022	

Company Remarks	
Whether Permanent chairperson appointed	Yes

**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 Directors present
12-Nov-2021	29-Jan-2022	Yes	7	4
21-Dec-2021		Yes	7	4
27-Dec-2021		Yes	7	4

Company Remarks	
Maximum gap between any two consecutive (in number of days)	32

**iv. Meeting of Committees**

Name of the Committee	Date(s) of meeting during of the committee in the previous quarter	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (Yes/No)	Number of Directors present	Number of independent directors present
Audit Committee	12-Nov-2021		Yes	3	3
Audit Committee	21-Dec-2021		Yes	3	3
Audit Committee		29-Jan-2022	Yes	3	3
Nomination & Remuneration Committee		29-Jan-2022	Yes	4	4
Stakeholders Relationship Committee		29-Jan-2022	Yes	3	1

Company Remarks	
Maximum gap between any two consecutive (in number of days) [Only for Audit Committee]	38

v. **Related Party Transactions**

<b>Subject</b>	<b>Compliance status (Yes/No/NA)</b>	<b>Remark</b>
Whether prior approval of audit committee obtained	Yes	
Whether shareholder approval obtained for material RPT	Yes	
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	

Disclosure of notes on related party transactions and Disclosure of notes of material related party transactions	
---	--

**VI. Affirmations**

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**
  - b. Nomination & remuneration committee - **Yes**
  - c. Stakeholders relationship committee - **Yes**
  - d. Risk management committee (applicable to the top 100 listed entities) - **Not applicable**
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. - **Yes**
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.- **Yes**
5. a. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. - **Yes**  
b. Any comments/observations/advice of Board of Directors may be mentioned here:

--

**Name** : **Brahm Prakash Kumar**  
**Designation** : **Company Secretary & Compliance Officer**

## ANNEXURE II

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

<b>I. Disclosure on website in terms of Listing Regulations</b>			
<b>Item</b>	<b>Compliance status</b>	<b>Company Remark</b>	<b>Website</b>
<b>As per regulation 46(2) of the LODR:</b>			
Details of business	Yes		<a href="https://www.kddl.com">https://www.kddl.com</a>
Terms and conditions of appointment of	Yes		<a href="https://www.kddl.com">https://www.kddl.com</a>
Composition of various committees of	Yes		<a href="https://www.kddl.com">https://www.kddl.com</a>
Code of conduct of board of directors and	Yes		<a href="https://www.kddl.com">https://www.kddl.com</a>
Details of establishment of vigil mechanism/	Yes		<a href="https://www.kddl.com">https://www.kddl.com</a>
Criteria of making payments to non-	Yes		<a href="https://www.kddl.com">https://www.kddl.com</a>
Policy on dealing with related party	Yes		<a href="https://www.kddl.com">https://www.kddl.com</a>
Policy for determining 'material' subsidiaries	Yes		<a href="https://www.kddl.com">https://www.kddl.com</a>
Details of familiarization programs imparted	Yes		<a href="https://www.kddl.com">https://www.kddl.com</a>
Email address for grievance redressal and other relevant details entity who are	Yes		<a href="https://www.kddl.com">https://www.kddl.com</a>
Contact information of the designated	Yes		<a href="https://www.kddl.com">https://www.kddl.com</a>
Financial results	Yes		<a href="https://www.kddl.com">https://www.kddl.com</a>
Shareholding pattern	Yes		<a href="https://www.kddl.com">https://www.kddl.com</a>
Details of agreements entered into with the media companies and/or their associates	Not Applicable		
Schedule of analyst or institutional investor meet and presentations made by the listed	Yes		<a href="https://www.kddl.com">https://www.kddl.com</a>
New name and the old name of the listed	Not		
Advertisements as per regulation 47 (1)	Yes		<a href="https://www.kddl.com">https://www.kddl.com</a>
Credit rating or revision in credit rating	Yes		<a href="https://www.kddl.com">https://www.kddl.com</a>
Separate audited financial statements of	Yes		<a href="https://www.kddl.com">https://www.kddl.com</a>
<b>As per other regulations of the LODR:</b>			
Whether company has provided information under separate section on its website as per Regulation 46(2)	Yes		<a href="https://www.kddl.com">https://www.kddl.com</a>
Materiality Policy as per Regulation 30	Yes		<a href="https://www.kddl.com">https://www.kddl.com</a>
Dividend Distribution policy as per	Not		
It is certified that these contents on the	Yes		<a href="https://www.kddl.com">https://www.kddl.com</a>
<b>II Annual Affirmations</b>			
<b>Particulars</b>	<b>Regulation Number</b>	<b>Compliance status</b>	<b>Company Remark</b>
<i>Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'</i>	16(1)(b) & 25(6)	Yes	
<i>Board composition</i>	17(1), 17(1A) & 17(1B)	Yes	
<i>Meeting of Board of directors</i>	17(2)	Yes	
<i>Quorum of Board meeting</i>	17(2A)	Yes	
<i>Review of Compliance Reports</i>	17(3)	Yes	
<i>Plans for orderly succession for appointments</i>	17(4)	Yes	
<i>Code of Conduct</i>	17(5)	Yes	

<i>Fees/compensation</i>	17(6)	Yes	
<i>Minimum Information</i>	17(7)	Yes	
<i>Compliance Certificate</i>	17(8)	Yes	
<i>Risk Assessment &amp; Management</i>	17(9)	Yes	
<i>Performance Evaluation of Independent Directors</i>	17(10)	Yes	
<i>Recommendation of Board</i>	17(11)	Yes	
<i>Maximum number of directorship</i>	17A	Yes	
<i>Composition of Audit Committee</i>	18(1)	Yes	
<i>Meeting of Audit Committee</i>	18(2)	Yes	
<i>Composition of nomination &amp; remuneration committee</i>	19(1) & (2)	Yes	
<i>Quorum of Nomination and Remuneration Committee meeting</i>	19(2A)	Yes	
<i>Meeting of nomination &amp; remuneration committee</i>	19(3A)	Yes	
<i>Composition of Stakeholder Relationship Committee</i>	20(1), 20(2) and 20(2A)	Yes	
<i>Meeting of stakeholder relationship committee</i>	20(3A)	Yes	
<i>Composition and role of risk management committee</i>	21(1),(2),(3),(4)	Yes	
<i>Meeting of Risk Management Committee</i>	22	Not Applicable	
<i>Vigil Mechanism</i>	22	Yes	
<i>Policy for related party Transaction</i>	23(1),(1A),(5),(6)	Yes	
<i>Prior or Omnibus approval of Audit Committee for all related party</i>	23(2), (3)	Yes	
<i>Approval for material related party transactions</i>	23(4)	Yes	
<i>Disclosure of related party transactions on consolidated basis</i>	23(9)	Yes	
<i>Composition of Board of Directors of unlisted material Subsidiary</i>	24(1)	Yes	
<i>Other Corporate Governance requirements with respect to subsidiary of</i>	24(2),(3),(4),(5) & (6)	Yes	
<i>Annual Secretarial Compliance Report</i>	24(A)	Yes	
<i>Alternate Director to Independent Director</i>	25(1)	Not Applicable	
<i>Maximum Tenure</i>	25(2)	Yes	
<i>Meeting of independent directors</i>	25(3) & (4)	Yes	
<i>Familiarization of independent directors</i>	25(7)	Yes	
<i>Declaration from Independent Director</i>	25(8) & (9)	Yes	
<i>D &amp; O Insurance for Independent</i>	25(10)	Yes	
<i>Memberships in Committees</i>	26(1)	Yes	
<i>Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel</i>	26(3)	Yes	
<i>Disclosure of Shareholding by Non-Executive Directors</i>	26(4)	Yes	

<i>Policy with respect to Obligations of directors and senior management</i>	26(2) & 26(5)	Yes	
--	---------------	-----	--

<b>Other Information</b>	
--------------------------	--

**III Affirmations:**

The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied. - **Yes**

<b>Other Information</b>	
--------------------------	--

**Name** : **Brahm Prakash Kumar**  
**Designation** : **Company Secretary & Compliance Officer**



**ANNEXURE IV**

%symbol%	%companyName%	%quarterEnded%
----------	---------------	----------------

**(A) Any loan or any other form of debt advanced by the listed entity directly or indirectly to**

Aggregate amount advanced during six months				Balance outstanding at the end of six months			
<i>Promoter or any other entity controlled by them</i>	<i>Promoter Group or any other entity controlled by them</i>	<i>Directors (including relatives) or any other entity controlled by them</i>	<i>KMPs or any other entity controlled by them</i>	<i>Promoter or any other entity controlled by them</i>	<i>Promoter Group or any other entity controlled by them</i>	<i>Directors (including relatives) or any other entity controlled by them</i>	<i>KMPs or any other entity controlled by them</i>
0	0	0	0	0	0	0	0

**(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)
<i>Promoter or any other entity controlled by them</i>	0	0	0
<i>Promoter Group or any other entity controlled by them</i>	0	0	0
<i>Directors (including relatives) or any other entity controlled by them</i>	0	0	0
<i>KMPs or any other entity controlled by them</i>	0	0	0

**(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:**

<b>Entity</b>	<b>Type of Security (cash, shares etc.)</b>	<b>Aggregate value of security provided during six months</b>	<b>Balance outstanding at the end of six months</b>
<i>Promoter or any other entity controlled by them</i>	0	0	0
<i>Promoter Group or any other entity controlled by them</i>	0	0	0
<i>Directors (including relatives) or any other entity controlled by them</i>	0	0	0
<i>KMPs or any other entity controlled by them</i>	0	0	0

**(D) If the Listed Entity would like to provide any other information the same may be indicated here**

--

**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*

**Company Remarks in case of non-compliant status**

--

**Name:** Sanjeev Kumar Masown  
**Designation:** Chief Financial Officer  
**Place:** Chandigarh  
**Date:** 20-Apr-2022