

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	01-04-2018
Date of end of financial year	31-03-2019
Reporting Quarter	Yearly
Date of Report	31-03-2019
Risk management committee	Not Applicable

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

Wether the listed entity has a Regular Chairperson

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 appointment in the current term	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 25(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)
1	Mr	Yashovardhan Saboo	ADYPS5461Q	00012158	Executive Director	Chairperson related to Promoter	CEO-MD	01-04-2017			2	3	1
2	Mr	Sanjeev Kumar Masown	ACPEM4152F	03542390	Executive Director	Not Applicable		31-05-2018			1	1	0
3	Mr	Jagesh Kumar Khaitan	AGCPK0119N	00026264	Non-Executive - Non Independent Director	Not Applicable		03-11-2018			2	3	0
4	Mr	Anil Khanna	ABAPK1432F	00012232	Non-Executive - Independent Director	Not Applicable		06-08-2014		56	1	2	2
5	Mrs	Ranjana Agarwal	AAFPA1896D	03340032	Non-Executive - Independent Director	Not Applicable		06-08-2014		56	4	3	3
6	Mr	Praveen Gupta	ADWPG9118L	01885287	Non-Executive - Independent Director	Not Applicable		24-08-2015		43	1	2	0
7	Mr	Vishal Satinder Sood	AMSPS9805K	01780814	Non-Executive - Nominee Director	Not Applicable		02-09-2015			3	0	0
8	Mr	Jai Vardhan Saboo	EGZPS6224R	00025499	Non-Executive - Non Independent Director	Not Applicable		12-12-2016			1	0	0
9	Mr	Sanjiv Sachar	AAAPS9469B	02013812	Non-Executive - Independent Director	Not Applicable		07-03-2017		25	2	1	0
10	Mr	Torsten Buchwald	ZZZZZ9999Z	08269386	Non-Executive - Independent Director	Not Applicable		03-11-2018		5	1	0	0

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Annexure 1

II. Composition of Committees

Disclosure of notes on composition of committees explanatory

Add Notes

For this quarter kindly note
 1. Date of Appointment and mandatorily filled for every C
 2. Date of Appointment can
 3. Date of Cessation must b
 1 2019 to March 31 2019

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	Mr. Anil Khanna	Non-Executive - Independent Director	Chairperson	02-11-2018	
2	00026264	Mr. Jagesh Kumar Khaitan	Non-Executive - Non Independent Director	Member	02-11-2018	
3	03340032	Mrs. Ranjana Agarwal	Non-Executive - Independent Director	Member	27-05-2014	
4	01885287	Mr. Praveen Gupta	Non-Executive - Independent Director	Member	02-11-2018	
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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	10-03-2017	
3	01885287	Mr. Praveen Gupta	Non-Executive - Independent Director	Member	10-03-2017	
4	00026264	Mr. Jagesh Kumar Khaitan	Non-Executive - Non Independent Director	Member	02-11-2018	
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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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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	00026264	Mr. Jagesh Kumar Khaitan	Non-Executive - Non Independent Director	Member	27-05-2014	
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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
Add Delete			
1	08-10-2018		
2	03-11-2018	25	
3	10-12-2018	36	
4	13-02-2019	64	

Annexure 1

IV. Meeting of Committees

Disclosure of notes on meeting of committees explanatory

Add Notes

Sr	Name of Committee	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (Yes/No)	Requirement of Quorum met	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings (in number of days)	Name of other committee	Reason for not providing date
<p align="center"> <input type="button" value="Add"/> <input type="button" value="Delete"/> </p>								
1	Audit Committee	13-02-2019	Yes	3	03-11-2018	101		

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	

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	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	New name and the old name of the listed entity	NA		
16	Disclosure of notes on website in terms of Listing Regulations explanatory [Text Block]			

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 100 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)	Yes	
3	Meeting of Board of directors	17(2)	Yes	
4	Review of Compliance Reports	17(3)	Yes	
5	Plans for orderly succession for appointments	17(4)	Yes	
6	Code of Conduct	17(5)	Yes	
7	Fees/compensation	17(6)	Yes	
8	Minimum Information	17(7)	Yes	
9	Compliance Certificate	17(8)	Yes	
10	Risk Assessment & Management	17(9)	Yes	
11	Performance Evaluation of Independent Directors	17(10)	Yes	
12	Composition of Audit Committee	18(1)	Yes	
13	Meeting of Audit Committee	18(2)	Yes	
14	Composition of nomination & remuneration committee	19(1) & (2)	Yes	
15	Composition of Stakeholder Relationship Committee	20(1) & (2)	Yes	
16	Composition and role of risk management committee	21(1),(2),(3),(4)	NA	
17	Vigil Mechanism	22	Yes	
18	Policy for related party Transaction	23(1),(5),(6),(7) & (8)	Yes	
19	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes	
20	Approval for material related party transactions	23(4)	Yes	
21	Composition of Board of Directors of unlisted material Subsidiary	24(1)	Yes	
22	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	Yes	
23	Maximum Directorship & Tenure	25(1) & (2)	Yes	
24	Meeting of independent directors	25(3) & (4)	Yes	
25	Familiarization of independent directors	25(7)	Yes	
26	Memberships in Committees	26(1)	Yes	
27	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes	
28	Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes	
29	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes	
Any other information to be provided				



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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

Annexure II		
1	Name of signatory	BRAHM PRAKASH KUMAR
2	Designation	Company Secretary and C

Signatory Details	
Name of signatory	BRAHM PRAKASH KUMAR
Designation of person	Company Secretary and Compliance Officer
Place	Chandigarh
Date	15-04-2019