

General information about company

Scrip code	540680
NSE Symbol	KIOCL
MSEI Symbol	KIOCL
ISIN	INE880L01014
Name of the entity	KIOCL LIMITED
Date of start of financial year	01-04-2020
Date of end of financial year	31-03-2021
Reporting Quarter	Yearly
Date of Report	31-03-2021
Risk management committee	Applicable
Market Capitalisation as per immediate previous Financial Year	Top 500 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													Textual Information(1)							
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)	Notes for not providing PAN	Notes for not providing DIN
1	Mr	MV SUBBA RAO	ACWPM1673M	06495576	Executive Director	Chairperson	CEO-MD	06-06-1961	NA		30-01-2018				1	0	0	0		
2	Mr	SK GORAI	AFAPG2288P	07223221	Executive Director	Not Applicable		13-01-1963	NA		11-11-2016				1	0	0	0		
3	Mr	T SAMINATHAN	ABHPS5092G	08291153	Executive Director	Not Applicable		10-05-1964	NA		09-01-2019				1	0	2	0		
4	Mr	K V BHASKARA REDDY	AANPR9216Q	08672764	Executive Director	Not Applicable		12-01-1963	NA		01-03-2020				1	0	1	0		

I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory

Wether the listed entity has a Regular Chairperson

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)	Notes for not providing PAN	Notes for not providing DIN
5	Mr	SHASHANK PRIYA	ACWPP6819Q	08538400	Non-Executive - Nominee Director	Not Applicable		29-11-1965	NA		17-12-2020			7	0	4	1			
6	Mr	T SRINIVAS	ACKPT5437G	07238361	Non-Executive - Nominee Director	Not Applicable		01-03-1962	NA		15-07-2015			2	0	0	0			
7	Mr	JAGDISH P JOSHI	ACGPI2662R	03385677	Non-Executive - Independent Director	Not Applicable		20-06-1971	NA		14-12-2018			36	1	1	1			
8	Mr	NIRMALENDU MOHAPATRA	AJJPM9167C	07352648	Non-Executive - Independent Director	Not Applicable		25-06-1957	NA		21-10-2019			36	1	1	0	0		

I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory

Wether the listed entity has a Regular Chairperson

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)	Notes for not providing PAN	Notes for not providing DIN
9	Mr	G RAMASAMY	ATRPR1864P	08632590	Non-Executive - Independent Director	Not Applicable		01-06-1972	NA		07-12-2019			36	1	1	1	1		
10	Mr	RANJIT SREENIVAS	APEPS4791K	08539909	Non-Executive - Independent Director	Not Applicable		07-03-1976	NA		21-10-2019			36	1	1	2	0		

Text Block

Textual Information(1)

Two Independent Directors posts including one woman independent director remained vacant. Thus the same is not in conformity with the Regulation 17(1)(b) of the SEBI (LODR) Regulations, 2015. However being a Government Company the power to appoint directors vests with the Ministry of Steel, Government of India. The Company has been writing to Ministry of Steel regularly to this effect.

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	Remarks
1	03385677	JAGDISH P JOSHI	Non-Executive - Independent Director	Chairperson	13-11-2019		
2	08632590	G RAMASAMY	Non-Executive - Independent Director	Member	30-01-2020		
3	08291153	T SAMINATHAN	Executive Director	Member	13-11-2019		
4	08539909	RANJIT SREENIVAS	Non-Executive - Independent Director	Member	13-11-2019		

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	Remarks
1	07352648	NIRMALENDU MOHAPATRA	Non-Executive - Independent Director	Chairperson	18-05-2020		
2	03385677	JAGDISH P JOSHI	Non-Executive - Independent Director	Member	18-05-2020		
3	08632590	G RAMASAMY	Non-Executive - Independent Director	Member	18-05-2020		
4	06495576	MV SUBBA RAO	Executive Director	Member	18-05-2020		Textual Information(1)

Sr Text Block

Textual Information(1)

Pursuant to Regulation 19 of SEBI (LODR), Regulations, 2015 the Chairperson of the Company Shri MV Subba Rao being an executive, is also a member of Nomination and Remuneratio Committee and is not chairing the Committee.

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	Remarks
1	08632590	G RAMASAMY	Non-Executive - Independent Director	Chairperson	18-05-2020		
2	03385677	JAGDISH P JOSHI	Non-Executive - Independent Director	Member	18-05-2020		
3	08291153	T SAMINATHAN	Executive Director	Member	18-05-2020		
4	08672764	K V BHASKARA REDDY	Executive Director	Member	18-05-2020		
5	08539909	RANJIT SREENIVAS	Non-Executive - Independent Director	Member	18-05-2020		

Risk Management Committee							
Whether the Risk Management 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	Remarks
1	08539909	RANJIT SREENIVAS	Non-Executive - Independent Director	Chairperson	13-11-2019		
2	08291153	T SAMINATHAN	Executive Director	Member	13-11-2019		
3	08672764	K V BHASKARA REDDY	Executive Director	Member	01-03-2020		
4	07223221	SK GORAI	Executive Director	Member	13-11-2019		

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	Remarks
1	07352648	NIRMALENDU MOHAPATRA	Non-Executive - Independent Director	Chairperson	30-01-2020		
2	07223221	SK GORAI	Executive Director	Member	13-11-2019		
3	08672764	K V BHASKARA REDDY	Executive Director	Member	01-03-2020		

Other Committee						
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks

Annexure 1**Annexure 1****III. Meeting of Board of Directors**

Disclosure of notes on meeting of board of directors explanatory							
Sr	Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting (if any) in the current quarter	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*
1	19-10-2020				Yes	10	4
2	11-11-2020		22		Yes	9	4
3	16-12-2020		34		Yes	9	4
4		09-02-2021	54		Yes	10	4

Annexure 1

IV. Meeting of Committees

Disclosure of notes on meeting of committees explanatory							Textual Information(1)	No. of Independent Directors attending the meeting*
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*	
1	Audit Committee	11-11-2020				Yes	4	3
2	Audit Committee	09-02-2021	89			Yes	4	3
3	Audit Committee	26-03-2021	44			Yes	4	3
4	Nomination and remuneration committee	10-11-2020				Yes	4	3
5	Nomination and remuneration committee	08-02-2021	89			Yes	4	3
6	Stakeholders Relationship Committee	08-02-2021				Yes	5	3

Annexure 1**IV. Meeting of Committees**

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*
7	Corporate Social Responsibility Committee	08-02-2021				Yes	4	1
8	Risk Management Committee	10-11-2020				Yes	4	1

Text Block

Textual Information(1)

During the current Quarter ended 31st March 2021, there was no meeting of Risk Management Committee

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	NA	
2	Whether shareholder approval obtained for material RPT	NA	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	NA	

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	No
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)	Yes
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:	Textual Information(1)

Annexure 1

Sr	Subject	Compliance status
1	Name of signatory	PUSHP KANT MISHRA
2	Designation	Company Secretary and Compliance Officer

Text Block

Textual Information(1)

Two Independent Directors posts including one woman independent director remained vacant. Thus the same is not in conformity with the Regulation 17(1)(b) of the SEBI (LODR) Regulations, 2015. However being a Government Company the power to appoint directors vests with the Ministry of Steel, Government of India. The Company has been writing to Ministry of Steel regularly to this effect.

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		https://www.kioclltd.in/user/cms/116
2	Terms and conditions of appointment of independent directors	Yes		https://www.kioclltd.in/user/cms/344
3	Composition of various committees of board of directors	Yes		https://www.kioclltd.in/user/cms/295
4	Code of conduct of board of directors and senior management personnel	Yes		https://www.kioclltd.in/user/cms/87
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		https://www.kioclltd.in/user/cms/99
6	Criteria of making payments to non-executive directors	Yes		https://www.kioclltd.in/user/cms/344
7	Policy on dealing with related party transactions	Yes		https://www.kioclltd.in/user/cms/90
8	Policy for determining 'material' subsidiaries	NA		
9	Details of familiarization programmes imparted to independent directors	Yes		https://www.kioclltd.in/user/cms/360

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
10	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		https://www.kiocltd.in/user/cms/109
11	email address for grievance redressal and other relevant details	Yes		https://www.kiocltd.in/user/cms/109
12	Financial results	Yes		https://www.kiocltd.in/user/cms/105
13	Shareholding pattern	Yes		https://www.kiocltd.in/user/cms/282
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	NA		
16	New name and the old name of the listed entity	NA		
17	Advertisements as per regulation 47 (1)	Yes		https://www.kiocltd.in/user/cms/364
18	Credit rating or revision in credit rating obtained	Yes		https://www.kiocltd.in/user/cms/365
19	Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	NA		
20	Whether company has provided information under separate section on its website as per Regulation 46(2)	Yes		https://www.kiocltd.in/
21	Materiality Policy as per Regulation 30	Yes		https://www.kiocltd.in/user/cms/344
22	Dividend Distribution policy as per Regulation 43A (as applicable)	Yes		https://www.kiocltd.in/user/cms/344
23	It is certified that these contents on the website of the listed entity are correct	Yes		https://www.kiocltd.in/user/cms/272

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)	No	Two Independent Directors posts including one woman independent director remained vacant. Thus the same is not in conformity with the Regulation 17(1) (b) of the SEBI (LODR) Regulations, 2015. However being a Government Company the power to appoint directors vests with the Ministry of Steel, Government of India. The Company has been writing to Ministry of Steel regularly to this effect.
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	

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.
11	Risk Assessment & Management	17(9)	Yes	
12	Performance Evaluation of Independent Directors	17(10)	NA	
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	

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.
21	Meeting of Stakeholders Relationship Committee	20(3A)	Yes	
22	Composition and role of risk management committee	21(1),(2),(3),(4)	Yes	
23	Meeting of Risk Management Committee	21(3A)	Yes	
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)	NA	
27	Approval for material related party transactions	23(4)	NA	
28	Disclosure of related party transactions on consolidated basis	23(9)	NA	
29	Composition of Board of Directors of unlisted material Subsidiary	24(1)	NA	
30	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	NA	

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.
31	Annual Secretarial Compliance Report	24(A)	Yes	
32	Alternate Director to Independent Director	25(1)	NA	
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)	Yes	
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			

Annexure II

1	Name of signatory	PUSHP KANT MISHRA
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	NA
	Any other information to be provided	

Annexure II

1	Name of signatory	PUSHP KANT MISHRA
2	Designation	Company Secretary and Compliance Officer

Signatory Details	
Name of signatory	PUSHP KANT MISHRA
Designation of person	Company Secretary and Compliance Officer
Place	BANGALORE
Date	07-04-2021

