**ANNEXURE I**

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

1. Name of Listed Entity: - KIOCL Limited

2. Quarter ending: - 31st December 2015

|  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |  |
| --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- | --- |
| 1. **Composition of Board of Directors** | | | | | | | | | | | | | | | |
| Title (Mr. / Ms) | Name of the Director | PAN’$ & DIN | | Category (Chairperson /Executive/N on Executive/  independent/  Nominee) & | | | Date of Appt. in the current term /cessation | | | Tenure\* | | 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) |
| Mr | Malay Chatterjee | AALPC2725M  00380683 | | Executive | | | 01/07/2012 | | | 30/06/2017 | | 1 | | - | - |
| Mr | Laxminarayana | AAOPL5283C  03588092 | | Executive | | | 01/09/2011 | | | 31/05/2016 | | 1 | | 2 | - |
| Mr | M.V. Subba Rao | ACWPM1673M  06495576 | | Executive | | | 01/02/2013 | | | 31/01/2018 | | 1 | | 1 | - |
| Mr | N. Vidyananda | AAVPN7240C  06729244 | | Executive | | | 01/11/2013 | | | 31/10/2018 | | 1 | | 1 | - |
| Ms | Bharathi S. Sihag | AFCPB7150F  02154196 | | Nominee | | | 16/03/2015 | | | Ex-Officio | | 5 | | 1 | 1 |
| Mr | T. Srinivas | ACKPT5437G  07238361 | | Nominee | | | 15/07/2015 | | | Ex-Officio | | 1 | | - | - |
| Mr | S. Manoharan | ACTPM5701H  03521659 | | Independent | | | 05/07/2013 | | | 04/07/2016 | | 1 | | 2 | - |
| Mr | S Raghunath | AASPR0744A  00458251 | | Independent | | | 05/07/2013 | | | 04/07/2016 | | 5 | | 2 | - |
| Mr | P K Bajaj | AAJPB1560H  02216069 | | Independent | | | 05/07/2013 | | | 04/07/2016 | | 1 | | 1 | - |
| Mr | BK Sahoo | ABTPS2595Q  00160494 | | Independent | | | 30/01/2014 | | | 29/01/2017 | | 2 | | 1 | - |
| Mr | Madhav Lal | AAFPL3721J  06547581 | | Independent | | | 27/11/2015 | | | 26/11/2018 | | 1 | | - | - |
| $PAN number of any director would not be displayed on the website of Stock Exchange &Category of directors means executive/non-executive/independent/Nominee. if a director fits into more than one category write all categories separating them with hyphen \* to be filled only for Independent Director. Tenure would mean total period from which Independent director is serving on Board of directors of the listed entity in continuity without any cooling off period. | | | | | | | | | | | | | | | |
| 1. **Composition of Committees** | | | | | | | | | | | | | | | |
| Name of Committee | | | | | Name of Committee members  (S/Sri) | | | | Category (Chairperson/Executive/Nonexecutive/independent/Nominee) $ | | | | | | |
| 1. Audit Committee & Risk Management Committee | | | | | BK. Sahoo  S. Raghunath  PK Bajaj  S. Manoharan  MV Subba Rao | | | | Chairman, Independent Director  Independent Director  Independent Director  Independent Director  Executive, Director (Commercial) | | | | | | |
| 2. Nomination & Remuneration Committee | | | | | S. Manoharan  S. Raghunath  BK. Sahoo | | | | Chairman, Independent Director  Independent Director  Independent Director | | | | | | |
| 3. Stakeholders Relationship Committee’ | | | | | S. Manoharan  S. Raghunath  Laxminarayana  N. Vidyananda | | | | Chairman, Independent Director  Independent Director  Executive, Director (Finance)  Executive, Director (P&P) | | | | | | |
| &Category of directors means executive/non-executive/independent/Nominee. if a director fits into more than one category write all categories separating them with hyphen | | | | | | | | | | | | | | | |
| 1. **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 | | | | | Maximum gap between any two consecutive (in number of days) | | | | |
| 17.07.2015 & 11.08.2015. | | | | | | 05. 11.2015 | | | | | 85 days | | | | |
| 1. **Meeting of Committees** | | | | | | | | | | | | | | | |
| Date(s) of meeting of the committee in the relevant quarter | | | Whether requirement of Quorum met (details) | | | | | Date(s) of meeting of the committee in the previous quarter | | | | | Maximum gap between any two consecutive meetings in number of days\* | | |
| Audit & Risk Mgmt.  04.11.2015 | | | Yes | | | | | 04.08.2015 | | | | | 60 days | | |
| CSR Committee  17.11.2015 | | | Yes | | | | | 04.08.2015 | | | | | 47 days | | |
| Nomination & Remuneration  - | | | Yes | | | | | 07.09.2015 | | | | | NA | | |
| \* This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional | | | | | | | | | | | | | | | |
| 1. **Related Party Transactions** | | | | | | | | | | | | | | | |
| **Subject** | | | | | | | | **Compliance status (Yes/No/NA)refer note below** | | | | | | | |
| Whether prior approval of audit committee obtained | | | | | | | | NOT APPLICABLE | | | | | | | |
| Whether shareholder approval obtained for material RPT | | | | | | | | NOT APPLICABLE | | | | | | | |
| Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee | | | | | | | | NOT APPLICABLE | | | | | | | |
| Note 1 In the column “Compliance Status”, compliance or non-compliance may be indicated by Yes/No/N.A.. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words “N.A.” may be indicated. 2 If status is “No” details of non-compliance may be given here. | | | | | | | | | | | | | | | |
| 1. **Affirmations** | | | | | | | | | | | | | | | |
| 1. **The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015: -** The Board Structure in KIOCL as sanctioned by Govt. of India comprises of CMD who is assisted by Three Functional Directors. In pursuance to Regulation 17 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Six Independent Directors are required on the Board of KIOCL. At the end of 3rd Quarter, five Independent Directors are on the Board and one Independent Directors position is lying vacant. The appointment of one Independent Director is under the consideration of Govt. of India. 2. **The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015: -**    1. **Audit Committee**    2. **Nomination & remuneration committee**    3. **Stakeholders relationship committee** 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. **This report and/or the report submitted in the previous quarter have been placed before Board of Directors and Board noted the same (Any comments/observations/advice of Board of Directors may be mentioned here)** | | | | | | | | | | | | | | | |
| **Name & Designation**  **SK Padhi**  **Company Secretary & Compliance Officer** | | | | | | | | | | | | | | | |

**Note:**

Information at Table I and II above need to be necessarily given in 1st quarter of each financial year. However if there is no change of information in subsequent quarter(s) of that financial year, this information may not be given by Listed entity and instead a statement “same as previous quarter” may be given.