

Report on Corporate Governance for the quarter ended September 30, 2022

1) Name of the Entity: **Khadim India Limited**

2) Quarter Ending: **September 30, 2022**

I. Composition of Board of Directors												
Title (Mr. / Mrs.)	Name of the Director	PAN & DIN	Category (Chairperson / Executive / Non - Executive / Independent / Nominee)	Initial Date of Appointment	Date of Re-appointment	Date of Cessation	Tenure	Date of Birth	No. of Directorship in listed entities including Khadim India Limited [in reference to Regulation 17A(1) of Listing Regulations]	No. of Independent Directorship in listed entities including Khadim India Limited [in reference to proviso to regulation 17A(1) of Listing Regulations]	No. of memberships in Audit / Stakeholder Committee(s) including Khadim India Limited (Refer Regulation 26(1) of Listing Regulations)	No. of post of Chairperson in Audit / Stakeholder Committee held in listed entities including Khadim India Limited (Refer Regulation 26(1) of Listing Regulations)
Mr.	Siddhartha Roy Burman	ACWPR9614D 00043715	Executive – Chairman & Managing Director, Promoter	April 01, 2005	April 1, 2019	N.A.	N.A.	November 19, 1961	1	-	1	-
Mr.	Rittick Roy Burman*	AYEPB3055A 08537366	Executive-Whole-time Director, Member of Promoter Group	November 08, 2019	N.A.	N.A.	N.A.	June 04, 1992	1	-	-	-

Mr.	Ritoban Roy Burman	AYEPB3056D	Non Executive – Non Independent	December 14, 2017	N.A.	N.A.	N.A.	June 04, 1992	1	-	1	-
		08020765										
Dr.	Indra Nath Chatterjee**	ABWPC5159K	Non Executive - Independent	September 29, 2014	September 29, 2019	N.A.	96 Months	June 16, 1944	1	1	1	1
		00122677										
Prof. (Dr.)	Surabhi Banerjee***	ADZPB9380Q	Non Executive - Independent	May 25, 2017	May 25, 2022	N.A.	65 Months	October 29, 1951	1	1	2	1
		07829304										
Mr.	Alok Chauthmal Churiwala****	AAAPC7107J	Non Executive - Independent	May 11, 2018	N.A.	N.A.	53 Months	July 18, 1969	1	1	1	-
		02043221										
Whether regular Chairperson appointed - Yes												
Whether Chairperson is related to Promoter - Yes												

* Mr. Rittick Roy Burman had been re-appointed as a Whole-time Director (“Key Managerial Personnel”) via AGM dated 23.09.2022 for a further period of 3 years commencing from 08.11.2022.

**Approval for continuation of office of Dr. Indra Nath Chatterjee as an Independent Director of the Company post attainment of 75 years of age on 15.06.2019 and re-appointment had been obtained via Postal Ballot on 03.06.2019.

***Prof. (Dr.) Surabhi Banerjee was re-appointed via AGM dated 28.09.2021.

****Mr. Alok Chauthmal Churiwala had been re-appointed via AGM dated 23.09.2022 for a second term of 5 consecutive years commencing from 11.05.2023.

II. Composition of Committees					
Name of Committee	Whether Regular chairperson appointed	Name of Committee Members	Category (Chairperson / Executive/Non-Executive / Independent / Nominee)	Date of Appointment as member of the Committee	Date of Cessation
Audit Committee	Yes	Dr. Indra Nath Chatterjee [^]	Non Executive - Independent - Chairman	September 29, 2014	N.A.
		Prof. (Dr.) Surabhi Banerjee	Non Executive - Independent	May 25, 2017	N.A.
		Mr. Alok Chauthmal Churiwala	Non Executive - Independent	August 14, 2018	N.A.
^Dr. Indra Nath Chatterjee was appointed as the Chairman of the Audit Committee effective March 06, 2017.					
Name of Committee	Whether Regular chairperson appointed	Name of Committee Members	Category (Chairperson / Executive / Non-Executive / Independent / Nominee)	Date of Appointment as member of the Committee	Date of Cessation of
Nomination & Remuneration Committee	Yes	Dr. Indra Nath Chatterjee [@]	Non Executive - Independent - Chairman	September 29, 2014	N.A.
		Prof. (Dr.) Surabhi Banerjee	Non Executive - Independent	November 21, 2017	N.A.
		Mr. Alok Chauthmal Churiwala	Non Executive - Independent	September 11, 2019	N.A.
@Dr. Indra Nath Chatterjee was appointed as the Chairman of the Nomination and Remuneration Committee effective April 24, 2018.					
Name of Committee	Whether Regular chairperson appointed	Name of Committee Members	Category (Chairperson / Executive / Non-Executive / Independent / Nominee)	Date of Appointment as member of the Committee	Date of Cessation
Stakeholders' Relationship Committee	Yes	Prof. (Dr.) Surabhi Banerjee [#]	Non Executive - Independent - Chairperson	June 01, 2017	N.A.
		Mr. Siddhartha Roy Burman	Executive	June 01, 2017	N.A.
		Mr. Ritoban Roy Burman	Non Executive - Non Independent	December 14, 2017	N.A.
# Prof. (Dr.) Surabhi Banerjee was appointed as the Chairperson of the Stakeholders' Relationship Committee effective April 24, 2018.					

III. Meetings 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 (details)	Number of Directors present (All Directors including Independent Director)	Number of Independent Directors present	Maximum gap between any two consecutive meetings (in number of days)
25.05.2022	-	Yes	6	3	-
-	06.08.2022	Yes	6	3	72 (25.05.2022 to 06.08.2022)
IV. Meetings of Committees					
Audit Committee					
Date(s) of meeting of the committee in the relevant quarter	Date(s) of meeting of the committee in the previous quarter	Whether requirement of Quorum met (details)	Number of Directors present (All Directors including Independent Director)	Number of Independent Directors present	Maximum gap between any two consecutive meetings (in number of days)
-	25.05.2022	Yes	3	3	-
06.08.2022	-	Yes	3	3	72 (25.05.2022 to 06.08.2022)
Nomination and Remuneration Committee					
Date(s) of meeting of the committee in the relevant quarter	Date(s) of meeting of the committee in the previous quarter	Whether requirement of Quorum met (details)	Number of Directors present (All Directors including Independent Director)	Number of Independent Directors present	Maximum gap between any two consecutive meetings (in number of days)
-	25.05.2022	Yes	3	3	-
Stakeholder's Relationship Committee					
Date(s) of meeting of the committee in the relevant quarter	Date(s) of meeting of the committee in the previous quarter	Whether requirement of Quorum met (details)	Number of Directors present (All Directors including Independent Director)	Number of Independent Directors present	Maximum gap between any two consecutive meetings (in number of days)
No meeting was held in the previous and relevant quarters					

V. Related Party Transactions	
Subject	Compliance Status(Yes/No/NA)
Whether prior approval of Audit Committee obtained	Yes
Whether shareholder approval obtained for material RPT	N.A.
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	N.A.

VI. Affirmations

1. The composition of Board of Directors is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015
2. The composition of the following Committees is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015
 - a. Audit Committee
 - b. Nomination and Remuneration Committee
 - c. Stakeholders' Relationship Committee
 - d. Risk management Committee (applicable to the top 1000 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.
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 has been placed before Board of Directors.

For Khadim India Limited

Company Secretary and Compliance Officer
 ICSI Membership No. A21358

Compliance Report on Corporate Governance
 (Relating to the half year ended September 30, 2022)
 [As per Annexure III to SEBI Circular No. **SEBI/HO/CFD/CMD-2/CIR/2021/567** dated May 31, 2021]

I. Affirmations		
Broad Heading	Regulation Number	Compliance Status (Yes / No / NA)
Copy of the Annual Report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website	46(2)	Yes
Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes
Presence of Chairperson of the Nomination and Remuneration Committee at the Annual General Meeting	19(3)	Yes
Presence of Chairperson of the Stakeholders Relationship Committee at the Annual General Meeting	20(3)	Yes
Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes
<p>For Khadim India Limited</p> <p>Company Secretary and Compliance Officer ICSI Membership No. A21358</p>		

Additional Disclosure on Corporate Governance
(Relating to the half year ended September 30, 2022)

[As per Annexure IV to SEBI Circular No. **SEBI/HO/CFD/CMD-2/CIR/2021/567** dated May 31, 2021]

I. Disclosure of Loans / guarantees / comfort letters / securities etc.: Not Applicable

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

Entity	Aggregate amount advanced during six months	Balance outstanding at the end of six months
Promoter or any other entity controlled by them	NIL	NIL
Promoter Group or any other entity controlled by them		
Directors (including relatives) or any other entity controlled by them		
KMPs or any other entity controlled by them		

(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)
Promoter or any other entity controlled by them	NIL	NIL	NIL
Promoter Group or any other entity controlled by them			
Directors (including relatives) or any other entity controlled by them			
KMPs or any other entity controlled by them			

(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:

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

Reason for non-applicability of Disclosure:

There are no loans / guarantees / comfort letters / securities etc. provided by the Company, directly or indirectly, to its Promoters / Promoter Group / Directors (including relatives) / KMPs or any other entity controlled by them.

II. 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 - N.A.

For **Khadim India Limited**

Chief Financial Officer