

ANNEXURE I

1.	Name of Listed Entity	:	KRBL Limited
2.	Quarter ending	:	March 31, 2019

I. Composition of Board of Directors

Title	Name of the Director	PAN & DIN	Category (Chairperson/ Executive/ Non- Executive/ Independent) [§]	Date of Appointment in the current term / cessation	Tenure (In Years)	No. of Directorship in listed entities including this listed entity (Refer Regulation 25(1) of Listing Regulations)	No. of membership 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.	Anil Kumar Mittal	AALPM8403A 00030100	C-MD-E	02.12.2014	--	1	0	0
Mr.	Arun Kumar Gupta	AAHPG0447Q 00030127	MD-E	02.12.2014	--	1	0	0
Mr.	Anoop Kumar Gupta	AAHPG6768N 00030160	MD-E	02.12.2014	--	1	1	0
Ms.	Priyanka Mittal	AALPM1934C 00030479	E	26.09.2017	--	1	0	0
Mr.	Vinod Ahuja	ABFPA2051F 00030390	NE-I	09.09.2014	5*	1	2	0
Mr.	Ashwani Dua	AALPD5824A 01097653	NE-I	09.09.2014	5*	1	2	1
Mr.	Shyam Arora	ADVPA6757A 00742924	NE-I	09.09.2014	5*	1	2	0



Contd...(2)

Mr.	Devendra Kumar Agarwal	AAAPA1883D 06754542	NE-I	09.09.2014	5*	1	1	1
Mr.	Alok Sabharwal	ACBPS5636D 03342276	NE-I	11.08.2016	5 ^	1	0	0
*	Tenure of 5 years starts from their respective date of appointment till the date of AGM to be held in the year 2019.							
^	The members of the company at the 24 th Annual General Meeting held on September 26, 2017 have regularized his appointment as director of the Company to hold office for a period of 5 consecutive years w.e.f. August 11, 2016.							

II. Composition of Committee

Name of Committee	DIN Number	Name of Committee Members	Category (Chairperson/ Executive/ Independent/ Non-Executive/ Nominee) ^{\$}	Date of Appointment	Date of Cessation
1. Audit Committee	06754542	Mr. Devendra Kumar Agarwal	C-NE-I	08.05.2014	-
	01097653	Mr. Ashwani Dua	NE-I	28.06.2008	-
	00030390	Mr. Vinod Ahuja	NE-I	30.01.2006	-
	00742924	Mr. Shyam Arora	NE-I	02.02.2016	-
	00030160	Mr. Anoop Kumar Gupta	MD-E	24.07.2018	-
Whether the Audit Committee has a regular Chairperson			Yes		
2. Nomination & Remuneration Committee	01097653	Mr. Ashwani Dua	C-NE-I	31.07.2009	-
	00030390	Mr. Vinod Ahuja	NE-I	31.07.2009	-
	00742924	Mr. Shyam Arora	NE-I	02.02.2016	-
Whether the Nomination and Remuneration Committee has a regular Chairperson			Yes		
3. Stakeholders Relationship Committee	01097653	Mr. Ashwani Dua	C-NE-I	15.05.2008	-
	00030390	Mr. Vinod Ahuja	NE-I	15.05.2008	-
	00742924	Mr. Shyam Arora	NE-I	02.02.2016	-
Whether the Stakeholders Relationship Committee has a regular Chairperson			Yes		
4. Corporate Social Responsibility Committee	00030100	Mr. Anil Kumar Mittal	C-MD-E	08.05.2014*	-
	01097653	Mr. Ashwani Dua	NE-I	08.05.2014	-
	00030160	Mr. Anoop Kumar Gupta	MD-E	08.05.2014	-
	00030479	Ms. Priyanka Mittal	E	08.05.2014	-
Whether Corporate Social Responsibility Committee has a regular Chairperson			Yes		



^{\$} C: Chairperson; MD: Managing Director; I: Independent; E: Executive; NE: Non Executive;

* Mr. Anil Kumar Mittal was appointed as Chairman of Corporate Social Responsibility Committee effective from 24.11.2015. Prior to that Mr. Ashwani Dua was Chairman of the Committee.



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	Maximum gap between any two consecutive (in number of days)	
29.10.2018		08.02.2019	101	
IV. Meeting of Committees				
Name of Committee	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 Committee	08.02.2019	Yes, 4 out of 5 members present	29.10.2018	101
Nomination and Remuneration Committee	08.02.2019	Yes, 2 out of 3 members present	-	-
Stakeholders Relationship Committee	08.02.2019	Yes, 2 out of 3 members present	29.10.2018	101
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		NA		
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee		Yes		
* Audit Committee of KRBL Limited at its meeting held on January 24, 2018, has considered, approved and recommended to the Board for Omnibus Approval for entering into transactions with related parties for the Financial Year 2018-19. Further, Audit Committee has also considered, approved and recommended to the Board the criteria for omnibus approval for entering into the related party transactions. Further, Board of Directors at its meeting held on January 24, 2018, have considered and granted Omnibus Approval and has approved the criteria for Omnibus Approval as framed by the Audit Committee for entering into the transactions with related parties for the Financial Year 2018-19, subject to the same being reviewed by the Audit Committee on quarterly basis.				



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 and Remuneration Committee - Yes
c.	Stakeholders Relationship Committee – Yes
d.	Risk Management Committee - NA
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 the Board of Directors. - Yes
	b. Any comments/observations/advice of Board of Directors may be mentioned here: The report submitted for the previous quarter was placed before the meeting of Board of Directors. The same was noted by the Board of Directors without any specific comments/observations/advice. The Report submitted for this quarter shall be placed in the upcoming meeting of Board of Directors for consideration/noting /comments /observations /advice.
  <p> Raman Sapra Company Secretary & Compliance Officer M. No.: F9233 Place: Noida, Uttar Pradesh Date: April 12, 2019 </p>	

ANNEXURE II

To be submitted at the end of the financial year (for the whole of financial year)

X. Disclosure on website in terms of Listing Regulations	
<i>Item</i>	Compliance Status (Yes/No/NA) <i>refer note below</i>
Details of business	Yes
Terms and conditions of appointment of independent directors	Yes
Composition of various committees of board of directors	Yes
Code of conduct of board of directors and senior management personnel	Yes
Details of establishment of vigil mechanism/ Whistle Blower policy	Yes
Criteria of making payments to non-executive directors	Yes
Policy on dealing with related party transactions	Yes
Policy for determining 'material' subsidiaries	Yes
Details of familiarization programs imparted to independent directors	Yes
Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes
Email address for grievance redressal and other relevant details	Yes
Financial results	Yes
Shareholding pattern	Yes
Details of agreements entered into with the media companies and/or their associates	NA
New name and the old name of the listed entity	NA



Contd...(2)

XI. Annual Affirmations		
Particulars	Regulation Number	Compliance Status (Yes/No/NA) <small>refer note below</small>
Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b) & 25(6)	Yes
Board composition	17(1)	Yes
Meeting of Board of directors	17(2)	Yes
Review of Compliance Reports	17(3)	Yes
Plans for orderly succession for appointments	17(4)	Yes
Code of Conduct	17(5)	Yes
Fees/compensation	17(6)	Yes
Minimum Information	17(7)	Yes
Compliance Certificate	17(8)	Yes
Risk Assessment & Management	17(9)	Yes
Performance Evaluation of Independent Directors	17(10)	Yes
Composition of Audit Committee	18(1)	Yes
Meeting of Audit Committee	18(2)	Yes
Composition of nomination & remuneration committee	19(1) & (2)	Yes
Composition of Stakeholder Relationship Committee	20(1) & (2)	Yes
Composition and role of risk management committee	21(1),(2),(3),(4)	NA
Vigil Mechanism	22	Yes
Policy for related party Transaction	23(1),(5),(6),(7) & (8)	Yes
Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes



Contd...(3)

Approval for material related party transactions	23(4)	NA
Composition of Board of Directors of unlisted material Subsidiary	24(1)	NA
Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	Yes
Maximum Directorship & Tenure	25(1) & (2)	Yes
Meeting of independent directors	25(3) & (4)	Yes
Familiarization of independent directors	25(7)	Yes
Memberships in Committees	26(1)	Yes
Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes
Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes
Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes

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.
3. If the Listed Entity would like to provide any other information the same may be indicated here.

XII. 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**


Raman Sapra
 Company Secretary & Compliance Officer
 M. No.: F9233

