

ANNEXURE I**Format of report on Corporate Governance to be submitted by a listed entity on quarterly basis**

1.	Name of Listed Entity	:	KRBL Limited
2.	Quarter ending	:	31 March 2022

I. Composition of Board of Directors								
Title (Mr./ Ms.)	Name of the Director	- PAN - DIN	Category (Chairperson/ Executive/ Non-Executive/ Independent) §	- Date of Birth - Initial Date of appointment - Date of Re-Appointment - Date of cessation	Tenure (In Months) Whether Special Resolution passed? [Refer Reg. 17(1A) of LODR	- No. of Directorship (Regulation 17A) - No. of Independent Directorship [Regulation 17A(1)] in listed entities including this listed entity	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	03.03.1951 30.03.1993 02.12.2019 --	-- NA	1 0	0	0
Mr.	Arun Kumar Gupta	AAHPG0447Q 00030127	MD-E	12.05.1957 30.03.1993 02.12.2019 --	-- NA	1 0	0	0
Mr.	Anoop Kumar Gupta	AAHPG6768N 00030160	MD-E	13.02.1959 30.03.1993 02.12.2019 --	-- NA	1 0	1	0
Ms.	Priyanka Mittal	AALPM1934C 00030479	E	06.04.1977 28.11.2000 26.09.2017 --	-- NA	1 0	0	0



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Mr.	Vinod Ahuja	ABFPA2051F 00030390	NE-I	27.11.1947 05.08.2002 14.09.2019 --	236* Yes 13.09.2019	1 1	2	0
Mr.	Ashwani Dua	AALPD5824A 01097653	NE-I	21.11.1971 09.06.2007 14.09.2019 --	178* NA	1 1	2	1
Mr.	Shyam Arora	ADVPA6757A 00742924	NE-I	20.09.1947 09.06.2007 14.09.2019 --	178* Yes 13.09.2019	1 1	2	0
Mr.	Devendra Kumar Agarwal	AAAPA1883D 06754542	NE-I	02.12.1954 16.01.2014 14.09.2019 --	98.5* NA	1 1	1	1
Ms.	Priyanka Sardana	AOSPS8318B 00049811	NE-I	15.02.1967 25.09.2019 25.09.2019 --	30* NA	1 1	0	0
Whether the listed entity has a Regular Chairperson				Yes				
Whether Chairperson is related to MD or CEO				Yes				
*	Tenure of Independent Directors starts from their initial date of appointment.							



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II. Composition of Committee					
Name of Committee	DIN Number	Name of Committee Members	Category (Chairperson/ Executive/ Non-Executive/Independent/Nominee) §	Date of Appointment	Date of Cessation
1. Audit Committee	06754542	Mr. Devendra Kumar Agarwal	C-NE-I	08.05.2014	-
	00030160	Mr. Anoop Kumar Gupta	MD-E	24.07.2018	-
	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	-
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	-
	00049811	Ms. Priyanka Sardana	NE-I	08.11.2021	-
Whether the Nomination & 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*	-
	00030160	Mr. Anoop Kumar Gupta	MD-E	08.05.2014	-
	01097653	Mr. Ashwani Dua	NE-I	08.05.2014	-
	00030479	Ms. Priyanka Mittal	E	08.05.2014	-
	00030390	Mr. Vinod Ahuja	NE-I	07.11.2019	-
Whether Corporate Social Responsibility Committee has a regular Chairperson			Yes		
5. Risk Management Committee	00030127	Mr. Arun Kumar Gupta	C-MD-E	18.02.2015	-
	00030160	Mr. Anoop Kumar Gupta	MD-E	18.02.2015	-
	01097653	Mr. Ashwani Dua	NE-I	04.08.2021	-
	99999999	Mr. Ashish Jain #	CFO	08.11.2021	-
Whether Risk Management Committee has a regular Chairperson			Yes		
5. Borrowing and Investment Committee	00030100	Mr. Anil Kumar Mittal	C-MD-E	08-09-2016	-
	00030127	Mr. Arun Kumar Gupta	MD-E	08-09-2016	-
	00030160	Mr. Anoop Kumar Gupta	MD-E	08-09-2016	-
	99999999	Mr. Ashish Jain #	CFO	08.11.2021	-
Whether Borrowing and Investment Committee has a regular Chairperson			Yes		
<p>§ C: Chairperson; MD: Managing Director; I: Independent; E: Executive; NE: Non-Executive;</p> <p>* Mr. Anil Kumar Mittal was appointed as Chairman of CSR Committee w.e.f. 24 November 2015. Prior to that Mr. Ashwani Dua was Chairman of the Committee.</p> <p># Mr. Ashish Jain, Chief Financial Officer of the Company is also member of Risk Management & Borrowing and Investment Committee.</p>					

III. Meeting of Board of Directors					
Date (s) of Meeting in the previous quarter	Date (s) of Meeting in the relevant quarter	Maximum gap between any two consecutive meeting (in No. of days)	Whether requirement of Quorum met (Yes/No)	No. of Directors present (All Directors including Independent Directors)	No. of Independent Directors attending the meeting
08.11.2021	12.02.2022	95	Yes	9	5

IV. Meeting of Committees					
Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive meetings (in number of days)	Whether requirement of Quorum met (Yes/No)	No. of Directors present (All Directors including Independent Directors)	No. of Independent Directors attending the meeting
Audit Committee	08.11.2021	--	Yes	4	3
	12.02.2022	95	Yes	5	4
Nomination and Remuneration Committee	08.11.2021	--	Yes	2	2
	12.02.2022	95	Yes	4	4
Stakeholders Relationship Committee	08.11.2021	--	Yes	2	2
	12.02.2022	95	Yes	3	3
Corporate Social Responsibility Committee	03.11.2021	--	Yes	4	2
	24.02.2022	112	Yes	4	2
Risk Management Committee	03.11.2021	--	Yes	3	1
	24.02.2022	112	Yes	3	1
Borrowing and Investment Committee	03.11.2021	--	Yes	3	--
	24.02.2022	112	Yes	3	--

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 09 February 2021 and 13 August 2021 has considered, approved and recommended to the Board for Omnibus Approval for entering into transactions with Related Parties for the Financial Year 2021-22. 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 09 February 2021 and 13 August 2021, 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 2021-22, subject to the same being reviewed by the Audit Committee on quarterly basis.

There was no material transaction with any Related Party during the quarter and year ended 31 March 2022.

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 (applicable to the top 500 listed entities) – Yes
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 have been placed before the Board of Directors. – Yes
	b. Any comments/observations/advice of Board of Directors may be mentioned here. NA




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

Place: Noida, Uttar Pradesh
Date: 21 April 2022

ANNEXURE II

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

I. Disclosure on website in terms of Listing Regulations		
<i>Item</i>	<i>Compliance Status (Yes/No/NA)</i> <i>refer note below</i>	If Yes provide link to website. If No / NA provide reasons
Details of business	Yes	https://krblrice.com/krbl-corporate-profile/
Terms and conditions of appointment of Independent Directors	Yes	http://www.krblrice.com/Terms-&-Conditions-of-Appointment-of-Independent-Directors.pdf
Composition of various committees of Board of Directors	Yes	https://krblrice.com/committees-of-board-of-directors/
Code of conduct of Board of Directors and Senior Management Personnel	Yes	http://www.krblrice.com/codes/Code-of-Business-Conduct-and-Ethics.pdf
Details of establishment of Vigil Mechanism/ Whistle Blower policy	Yes	http://www.krblrice.com/policy-guidelines/Vigil-Mechanism-(Whistle-Blower%20Policy).pdf
Criteria of making payments to Non-Executive Directors	Yes	http://www.krblrice.com/policy-guidelines/Criteria-for-making-payment-to-Independent-Directors.pdf
Policy on dealing with Related Party Transactions	Yes	https://krblrice.com/wp-content/uploads/2022/03/1.-Policy-on-Related-Party-Transactions..pdf
Policy for determining 'Material' Subsidiaries	Yes	http://www.krblrice.com/policy-guidelines/Policy-For-Determining-Material-Subsidiaries.pdf
Details of familiarization programs imparted to Independent Directors	Yes	http://krblrice.com/Familiarization-Programs-for-Independent-Directors.pdf
Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes	http://krblrice.com/krbl-investors-information.pdf
Email address for grievance redressal and other relevant details	Yes	http://krblrice.com/krbl-investors-information.pdf
Financial results	Yes	https://krblrice.com/results/
Shareholding pattern	Yes	https://krblrice.com/shareholding-patterns
Details of agreements entered into with the media companies and/or their associates	NA	NA
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.	Yes	https://krblrice.com/schedule-of-investor-meet
New name and the old name of the listed entity	NA	NA



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Advertisements as per regulation 47 (1)	Yes	https://krblrice.com/newspaper-publications
Credit rating or revision in credit rating obtained by the entity for all of its outstanding instruments	Yes	https://krblrice.com/credit-rating-2/
Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	Yes	https://krblrice.com/subsidiary-companies/
Whether company has provided information under separate section on its website as per Regulation 46(2)	Yes	https://krblrice.com/investor-relation/
Materiality Policy as per Regulation 30	Yes	http://www.krblrice.com/policy-guidelines/Policy%20for%20Determination%20of%20Materiality.pdf
Dividend Distribution policy as per Regulation 43A (as applicable)	Yes	http://www.krblrice.com/policy-guidelines/REVISED_DIVIDEND_DISTRIBUTION_POLICY.pdf

It is certified that these contents on the website of the listed entity are correct.

II. Annual Affirmations		
Particulars	Regulation Number	Compliance Status (Yes/No/NA) <i>refer note below</i>
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), 17(1A) & 17(1B)	Yes
Meeting of Board of Directors	17(2)	Yes
Quorum of Board meeting	17(2A)	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
Recommendation of Board	17(11)	Yes
Maximum number of Directorships	17A	Yes
Composition of Audit Committee	18(1)	Yes



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Meeting of Audit Committee	18(2)	Yes
Composition of Nomination and Remuneration Committee	19(1) & (2)	Yes
Quorum of Nomination and Remuneration Committee meeting	19(2A)	Yes
Meeting of Nomination and Remuneration Committee	19(3A)	Yes
Composition of Stakeholder Relationship Committee	20(1), 20(2) & 20(2A)	Yes
Meeting of Stakeholders Relationship Committee	20(3A)	Yes
Composition and role of Risk Management Committee	21(1),(2),(3),(4)	Yes
Meeting of Risk Management Committee	21(3A)	Yes
Vigil Mechanism	22	Yes
Policy for Related Party Transaction	23(1),(1A),(5),(6),(7)&(8)	Yes
Prior or Omnibus approval of Audit Committee for all Related Party Transactions	23(2), (3)	Yes
Approval for material Related Party Transactions	23(4)	NA
Disclosure of Related Party Transactions on consolidated basis	23(9)	Yes*
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
Annual Secretarial Compliance Report	24(A)	Yes**
Alternate Director to Independent Director	25(1)	NA
Maximum Tenure	25 (2)	Yes
Meeting of Independent Directors	25(3) & (4)	Yes
Familiarization of Independent Directors	25(7)	Yes
Declaration from Independent Director	25(8) & (9)	Yes
Directors and Officers Insurance	25(10)	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 is indicated as Yes/No/N.A.
2. *The disclosure of Related Party Transactions on consolidated basis for half-year ended 30 September 2021 was filed within the stipulated time and the same for the year ended 31 March 2022 shall be filed within the stipulated time.
3. **The Annual Secretarial Compliance Report for year ended 31 March 2021 was filed within the stipulated time and the same for the year ended 31 March 2022 shall be filed within the stipulated time.



I. 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**


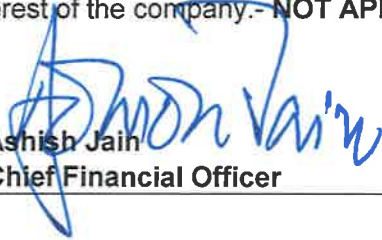




Raman Sapra
Company Secretary & Compliance Officer
M. No.: F9233
Place: Noida, Uttar Pradesh
Date: 21 April 2022

ANNEXURE IV

Format to be submitted twice a year, on a half yearly basis by the listed entity at the end of every 6 months of the financial year

Half year ending: 31 March 2022

I. Disclosure of Loans / guarantees / comfort letters / securities etc.			
(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		
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		
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		
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			
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. - NOT APPLICABLE			
Name: Vipul Goel			
Designation: Vice President-Accounts	Ashish Jain Chief Financial Officer		

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Note

1. *These disclosures shall exclude any loan (or other form of debt), guarantee / comfort letter (by whatever name called) or security provided in connection with any loan or any other form of debt;*
 - A) *by a government company to/ for the Government or government company*
 - b) *by the listed entity to/for its subsidiary [and joint-venture company] whose accounts are consolidated with the listed entity.*
 - c) *by a banking company or an insurance company ; and*
 - d) *by the listed entity to its employees or directors as a part of the service conditions*
2. *If the Listed Entity would like to provide any other information, the same may be indicated as Para D in the above table.*

Note: During the half year ended 31 March 2022:

- a) *No loan or any other form of debt has been advanced by the Company to the specified categories of entities in respect of whom disclosure is required;*
- b) *No guarantee/ comfort letter (by whatever name called) has been provided by the Company in connection with any loan(s) or any other form of debt availed by the specified categories of entities in respect of whom disclosure is required;*
- c) *No security has been provided by the Company in connection with any loan(s) or any other form of debt availed by the specified categories of entities in respect of whom disclosure is required. Hence, applicability of the disclosure is 'Not Applicable'.*

