

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	01-04-2019
Date of end of financial year	31-03-2020
Reporting Quarter	Half Yearly
Date of Report	30-09-2019
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	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	30-01-2018				1	0	0	0		
2	Mr	N VIDYANANDA	AAVPN7240C	06729244	Executive Director	Not Applicable		28-02-1960	01-11-2013				1	0	1	0		
3	Mr	SK GORAI	AFAPG2288P	07223221	Executive Director	Not Applicable		13-01-1963	11-11-2016				1	0	1	0		
4	Mr	SARASWATI PRASAD	ACYPP2298R	07729788	Non-Executive - Nominee Director	Not Applicable		24-12-1960	08-02-2017				3	0	0	0		

I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory

Whether 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	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	T SRINIVAS	ACKPT5437G	07238361	Non-Executive - Nominee Director	Not Applicable		01-03-1962	15-07-2015				2	0	0	0		
6	Mr	MADHAV LAL	AAFPL3721J	06547581	Non-Executive - Independent Director	Not Applicable		04-06-1955	27-11-2015	27-11-2018		12	1	1	2	0		
7	Ms	DEEPIKA SHARMA	AKAPS6185L	07734495	Non-Executive - Independent Director	Not Applicable		23-10-1970	10-02-2017			36	1	1	1	1		
8	Mr	T SAMINATHAN	ABHPS5092G	08291153	Executive Director	Not Applicable		10-05-1964	09-01-2019				1	0	2	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	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	JAGDISH P. JOSHI	ACGPI2662R	03385677	Non-Executive - Independent Director	Not Applicable		20-06-1971	14-12-2018			36	1	1	1	1		

Text Block

Textual Information(1)

Three Independent Directors posts remained vacant which is not in conformity with Regulation 17(1)(b) of the SEBI (LODR) Regulations, 2015. However, being a Government Company, the appointment of Directors on the Board is made by Ministry of Steel, Govt. of India. Further, the Company had been writing to Ministry of Steel, time to time to this effect.

Annexure 1	
II. Composition of Committees	
Disclosure of notes on composition of committees explanatory	Textual Information(1)

Annexure 1 Text Block

Textual Information(1)

The Board at its meeting held on 6th August, 2019 re-constituted Audit Committee with 3 Independent Directors and One Executive Director.

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	06-08-2019		
2	06547581	MADHAV LAL	Non-Executive - Independent Director	Member	06-08-2019		
3	07734495	DEEPIKA SHARMA	Non-Executive - Independent Director	Member	06-08-2019		
4	08291153	T SAMINATHAN	Executive Director	Member	06-08-2019		

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	03385677	JAGDISH P. JOSHI	Non-Executive - Independent Director	Chairperson	21-05-2019		
2	06547581	MADHAV LAL	Non-Executive - Independent Director	Member	21-05-2019		
3	07734495	DEEPIKA SHARMA	Non-Executive - Independent Director	Member	21-05-2019		
4	06495576	MV SUBBA RAO	Executive Director	Member	21-05-2019		Textual Information(1)

Sr Text Block

Textual Information(1)

As per Regulation 19 of SEBI LODR Regulations 2015 the chairperson of the Company, Mr. MV Subba Rao being an executive, is also a member of the Nomination and Remuneration Committee and is not chairing this 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	07734495	DEEPIKA SHARMA	Non-Executive - Independent Director	Chairperson	21-05-2019		
2	06547581	MADHAV LAL	Non-Executive - Independent Director	Member	21-05-2019		
3	03385677	JAGDISH P. JOSHI	Non-Executive - Independent Director	Member	21-05-2019		
4	06729244	N VIDYANANDA	Executive Director	Member	21-05-2019		
5	08291153	T SAMINATHAN	Executive Director	Member	21-05-2019		
6	07223221	SK GORAI	Executive Director	Member	21-05-2019		

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	06547581	MADHAV LAL	Non-Executive - Independent Director	Chairperson	26-03-2019		
2	06729244	N VIDYANANDA	Executive Director	Member	26-03-2019		
3	07223221	SK GORAI	Executive Director	Member	26-03-2019		
4	08291153	T SAMINATHAN	Executive Director	Member	26-03-2019		

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	07734495	DEEPIKA SHARMA	Non-Executive - Independent Director	Chairperson	21-05-2019		
2	06547581	MADHAV LAL	Non-Executive - Independent Director	Member	21-05-2019		
3	03385677	JAGDISH P. JOSHI	Non-Executive - Independent Director	Member	21-05-2019		
4	06729244	N VIDYANANDA	Executive Director	Member	21-05-2019		
5	07223221	SK GORAI	Executive Director	Member	21-05-2019		

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				Notes for not providing Date	Whether requirement of Quorum met (Yes/No)	Number of Directors present*	No. of Independent Directors attending the meeting*
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)				
1	21-05-2019				Yes	9	3
2		02-07-2019	41		Yes	9	3
3		06-08-2019	34		Yes	9	3

Annexure 1

IV. Meeting of Committees

Disclosure of notes on meeting of committees explanatory								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	21-05-2019				Yes	5	3
2	Audit Committee	01-07-2019	40			Yes	5	3
3	Audit Committee	06-08-2019	35			Yes	5	3
4	Audit Committee	03-09-2019	27			Yes	4	3
5	Nomination and remuneration committee	01-07-2019				Yes	4	3
6	Nomination and remuneration committee	06-08-2019	35			Yes	4	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	01-07-2019				Yes	5	3
8	Corporate Social Responsibility Committee	03-09-2019	63			Yes	5	3

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)

Three Independent Directors posts remained vacant which is not in conformity with Regulation 17(1)(b) of the SEBI (LODR) Regulations, 2015. However, being a Government Company, the appointment of Directors on the Board is made by Ministry of Steel, Govt. of India. Further, the Company had been writing to Ministry of Steel, time to time to this effect.

Annexure III

III. Affirmations

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	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	
2	Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes	
3	Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	Yes	
4	Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting	20(3)	Yes	
5	Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes	
Any other information to be provided				

Annexure III

Annexure III		
1	Name of signatory	Pushp Kant Mishra
2	Designation	Company Secretary and Compliance Officer

Signatory Details

Name of signatory	Pushpkant Mishra
Designation of person	Company Secretary and Compliance Officer
Place	Bangalore
Date	14-10-2019