

General information about company

Scrip code	532732
NSE Symbol	KKCL
MSEI Symbol	
ISIN	INE401H01017
Name of the entity	Kewal Kiran Clothing Limited
Date of start of financial year	01-04-2022
Date of end of financial year	31-03-2023
Reporting Quarter	Yearly
Date of Report	31-03-2023
Risk management committee	Applicable
Market Capitalisation as per immediate previous Financial Year	Top 1000 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																									
Whether the listed entity has a Regular Chairperson								Yes																	
Whether Chairperson is related to MD or CEO								Yes																	
								Disqualification of Directors under section 164 of the Companies Act, 2013																	
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	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	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	KEWALCHAND PUKHRAJ JAIN	AADPJ1758R	00029730	Executive Director	Chairperson	MD	20-01-1962	No				Active	NA		30-01-1992				1	0	1	0		
2	Mr	HEMANT PUKHRAJ JAIN	AADPJ1753E	00029822	Executive Director	Not Applicable		05-05-1964	No				Active	NA		30-01-1992				1	0	1	0		
3	Mr	DINESH PUKHRAJ JAIN	AADPJ0367Q	00327277	Executive Director	Not Applicable		05-07-1969	No				Active	NA		02-10-1997				1	0	0	0		
4	Mr	VIKAS PUKHRAJ JAIN	AADPJ1757A	00029901	Executive Director	Not Applicable		12-12-1970	No				Active	NA		02-10-1997				1	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	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	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	Mrs	DRUSHTI RAHUL DESAI	AACPM9110F	00294249	Non-Executive - Independent Director	Not Applicable		06-03-1973	No				Active	NA		23-07-2014	28-08-2019		43.04	3	2	4	2		
6	Mr	NIMISH GULABRAI PANDYA	AACPP4498D	00326966	Non-Executive - Independent Director	Not Applicable		14-09-1953	No				Active	NA		14-11-2005	01-04-2019		48	1	1	2	1		
7	Mr	MODY PRAKASH AMRUT	AOIPM1290A	00001285	Non-Executive - Independent Director	Not Applicable		14-11-1952	No				Active	NA		14-11-2005	01-04-2019		48	2	1	1	0		
8	Mr	YOGESHA THAR	AAAPT2168G	02687466	Non-Executive - Independent Director	Not Applicable		27-02-1962	No				Active	NA		13-02-2013	01-04-2019		48	1	1	1	1		

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	02687466	Yogesh A. Thar	Non-Executive - Independent Director	Chairperson	13-02-2013		
2	00294249	Drushti R. Desai	Non-Executive - Independent Director	Member	23-07-2014		
3	00326966	Nimish G. Pandya	Non-Executive - Independent Director	Member	14-11-2005		

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	00326966	Nimish G. Pandya	Non-Executive - Independent Director	Chairperson	03-12-2005		
2	00029730	Kewalchand P. Jain	Executive Director	Member	03-12-2005		
3	00029822	Hemant P. Jain	Executive Director	Member	03-12-2005		

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	02687466	Yogesh A. Thar	Non-Executive - Independent Director	Member	13-02-2013		
2	00326966	Nimish G. Pandya	Non-Executive - Independent Director	Chairperson	14-11-2005		
3	00294249	Drushti R. Desai	Non-Executive - Independent Director	Member	23-07-2014		
4	00001285	Prakash A. Mody	Non-Executive - Independent Director	Member	14-11-2005		

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	00029730	Kewalchand P. Jain	Executive Director	Chairperson	17-10-2014		
2	00029822	Hemant P. Jain	Executive Director	Member	17-10-2014		
3	00326966	Nimish G. Pandya	Non-Executive - Independent Director	Member	17-10-2014		
4	99999999	Abhijit Warange	Company Secretary	Member	17-10-2014		Textual Information(1)
5	99999999	Nimesh Anandpara	Deputy Chief Financial Officer	Member	23-07-2022		Textual Information(2)
6	99999999	Bharat Adnani	Chief Financial Officer	Member	23-07-2022		Textual Information(3)
7	00029901	Vikas P. Jain	Executive Director	Member	29-09-2022		

Sr Text Block

Textual Information(1)	he is a member of the committee and not a director hence no DIN
Textual Information(2)	he is a member of the committee and not a director hence no DIN
Textual Information(3)	he is a member of the committee and not a director hence no DIN

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	00029730	Kewalchand P. Jain	Executive Director	Member	10-05-2014		
2	00029822	Hemant P. Jain	Executive Director	Member	10-05-2014		
3	00326966	Nimish G. Pandya	Non-Executive - Independent Director	Chairperson	10-05-2014		

Annexure 1

IV. Meeting of Committees

Disclosure of notes on meeting of committees explanatory										
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)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors Present (All Directors including Independent Director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
1	Audit Committee	21-10-2022				Yes	3	3	3	0
2	Audit Committee	21-01-2023	91			Yes	3	3	3	0
3	Nomination and remuneration committee	21-01-2023				Yes	4	3	3	0
4	Risk Management Committee	03-10-2022				Yes	4	4	1	3
5	Stakeholders Relationship Committee	29-03-2023				Yes	3	3	1	0

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	Yes	
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	Yes	

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	Yes
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 1000 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

Annexure 1

Sr	Subject	Compliance status
1	Name of signatory	Abhijit Warange
2	Designation	Company Secretary and Compliance Officer

Annexure II

Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)

I. Disclosure on website in terms of Listing Regulations

Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
1	Details of business	Yes		https://kewalkiran.com/about.html
2	Terms and conditions of appointment of independent directors	Yes		http://kewalkiran.com/wp-content/uploads/2018/12/NED-letter.pdf
3	Composition of various committees of board of directors	Yes		https://kewalkiran.com/uploads/2022/List_of_Committees.pdf
4	Code of conduct of board of directors and senior management personnel	Yes		https://kewalkiran.com/investor.html#Code+of+Cunduct
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		http://kewalkiran.com/wp-content/uploads/2019/01/Whistle-Blower-Policy.pdf
6	Criteria of making payments to non-executive directors	Yes		http://kewalkiran.com/wp-content/uploads/2018/12/criteria-for-payment-to-non-executive-directors.pdf
7	Policy on dealing with related party transactions	Yes		http://kewalkiran.com/wp-content/uploads/2019/01/Related-Party-Transaction-Policy.pdf
8	Policy for determining 'material' subsidiaries	Yes		https://kewalkiran.com/uploads/2022/Policy_for_Determining_Material_Subsiary.pdf
9	Details of familiarization programmes imparted to independent directors	Yes		https://kewalkiran.com/investor.html#Familiarisation+of+Independent+Director

	information under separate section on its website as per Regulation 46(2)			
21	Materiality Policy as per Regulation 30	Yes		http://kewalkiran.com/wp-content/uploads/2018/12/Policy-for-Determination-of-Materiality.pdf
22	Dividend Distribution policy as per Regulation 43A (as applicable)	Yes		http://kewalkiran.com/wp-content/uploads/2018/12/dividend.pdf
23	It is certified that these contents on the website of the listed entity are correct	Yes		https://kewalkiran.com/

Annexure II

Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)

I. Disclosure on website in terms of Listing Regulations

Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
10	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		http://kewalkiran.com/wp-content/uploads/2018/12/contact-for-investor-grievance.pdf
11	email address for grievance redressal and other relevant details	Yes		http://kewalkiran.com/wp-content/uploads/2018/12/contact-for-investor-grievance.pdf
12	Financial results	Yes		https://kewalkiran.com/investor.html#Financial+Result
13	Shareholding pattern	Yes		https://kewalkiran.com/investor.html#Shareholding+Pattern
14	Details of agreements entered into with the media companies and/or their associates	NA		
15	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://kewalkiran.com/investor.html#Shareholding+Pattern#Analyst+Presentation
16	New name and the old name of the listed entity	NA		
17	Advertisements as per regulation 47 (1)	Yes		https://kewalkiran.com/investor.html#Newspaper+Ads
18	Credit rating or revision in credit rating obtained	Yes		https://kewalkiran.com/investor.html#Credit+Rating
19	Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	Yes		https://kewalkiran.com/investor.html#Financial+Statements+of+Subsidiaries
20	Whether company has provided	Yes		https://kewalkiran.com/

Annexure II

II. Annual Affirmations

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
11	Risk Assessment & Management	17(9)	Yes	
12	Performance Evaluation of Independent Directors	17(10)	Yes	
13	Recommendation of Board	17(11)	Yes	
14	Maximum number of Directorships	17A	Yes	
15	Composition of Audit Committee	18(1)	Yes	
16	Meeting of Audit Committee	18(2)	Yes	
17	Composition of nomination & remuneration committee	19(1) & (2)	Yes	
18	Quorum of Nomination and Remuneration Committee meeting	19(2A)	Yes	
19	Meeting of Nomination and Remuneration Committee	19(3A)	Yes	
20	Composition of Stakeholder Relationship Committee	20(1), 20(2) & 20(2A)	Yes	

Annexure II

II. Annual Affirmations

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b) & 25(6)	Yes	
2	Board composition	17(1), 17(1A) & 17(1B)	Yes	
3	Meeting of Board of directors	17(2)	Yes	
4	Quorum of Board meeting	17(2A)	Yes	
5	Review of Compliance Reports	17(3)	Yes	
6	Plans for orderly succession for appointments	17(4)	Yes	
7	Code of Conduct	17(5)	Yes	
8	Fees/compensation	17(6)	Yes	
9	Minimum Information	17(7)	Yes	
10	Compliance Certificate	17(8)	Yes	

Annexure II

II. Annual Affirmations				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
31	Annual Secretarial Compliance Report	24(A)	Yes	
32	Alternate Director to Independent Director	25(1)	NA	
33	Maximum Tenure	25(2)	Yes	
34	Meeting of independent directors	25(3) & (4)	Yes	
35	Familiarization of independent directors	25(7)	Yes	
36	Declaration from Independent Director	25(8) & (9)	Yes	
37	D & O Insurance for Independent Directors	25(10)	Yes	
38	Memberships in Committees	26(1)	Yes	
39	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes	
40	Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes	
41	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes	
	Any other information to be provided - Add Notes			

Annexure II

II. Annual Affirmations

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
21	Meeting of Stakeholders Relationship Committee	20(3A)	Yes	
22	Composition and role of risk management committee	21(1),(2),(3),(4)	Yes	
23	Meeting of Risk Management Committee	21(3A)	Yes	
24	Vigil Mechanism	22	Yes	
25	Policy for related party Transaction	23(1),(1A),(5),(6), (7) & (8)	Yes	
26	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes	
27	Approval for material related party transactions	23(4)	NA	
28	Disclosure of related party transactions on consolidated basis	23(9)	Yes	
29	Composition of Board of Directors of unlisted material Subsidiary	24(1)	NA	
30	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	Yes	

Annexure II

1	Name of signatory	Abhijit Warange
2	Designation	Company Secretary and Compliance Officer

Annexure II

III. Affirmations

Sr	Particulars	Compliance status (Yes/No/NA)
1	The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied	Yes
	Any other information to be provided	

Annexure II

1	Name of signatory	Abhijit Warange
2	Designation	Company Secretary and Compliance Officer

Additional Half yearly Disclosure			
Applicability of disclosure	Applicable		
Reason for Non Applicability	Textual Information(1)		
I. Disclosure of Loans/ guarantees/comfort letters /securities etc.refer note below			
(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	0	0	
Promoter Group or any other entity controlled by them	0	0	
Directors (including relatives) or any other entity controlled by them	0	0	
KMPs or any other entity controlled by them	0	100000	
(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	0	0	0
Promoter Group or any other entity controlled by them	0	0	0
Directors (including relatives) or any other entity controlled by them	0	0	0
KMPs or any other entity controlled by them	0	0	0
(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	0	0	0
Promoter Group or any other entity controlled by them	0	0	0
Directors (including relatives) or any other entity controlled by them	0	0	0
KMPs or any other entity controlled by them	0	0	0
(D) Additional Information			Textual Information(2)
II. Affirmations			
Affirmations	Compliance Status	Company Remarks	
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.	Yes	Textual Information(3)	
Name	BHARAT ADNANI		

Designation	CFO		
Place	Mumbai		
Date	13-04-2023		

Signatory Details

Name of signatory	Abhijit Warange
Designation of person	Company Secretary and Compliance Officer
Place	Mumbai
Date	13-04-2023