

Corporate Governance Report for the quarter and half year ended September 30, 2019

[Home](#)[Validate](#)[Import XML](#)

General information about company	
Scrip code	533193
NSE Symbol	KECL
MSEI Symbol	NOTLISTED
ISIN	INE134B01017
Name of the entity	Kirloskar Electric Company 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	Not Applicable
Market Capitalisation as per immediate previous Financial Year	Top 2000 listed entities

Enter the quarter
ended date only

[Prev](#)[Next](#)

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																			
																Add Notes			
Whether the listed entity has a Regular Chairperson																			
Yes																			
Whether Chairperson is related to MD or CEO																			
No																			
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	
		Add		Delete															
1	Mr	VIJAY RAVINDRA KIRLOSKAR	AFYPK7430F	00031253	Executive Director	Chairperson		13-09-1951	17-08-1985	12-08-2017			3	2	1	0			
2	Mr	ANIL KUMAR BHANDARI	ACLPB8346F	00031194	Non-Executive - Independent Director	Not Applicable		18-06-1945	27-02-2002	21-09-2019		60	2	2	3	2			
3	Mr	KAMLESH SURESH GANDHI	AAAMPG0567G	00004969	Non-Executive - Independent Director	Not Applicable		16-06-1950	25-06-2007	21-09-2019		60	4	4	4	3			
4	Mr	SAROSH JEHANGIR GHANDY	ACHPG2153K	00031237	Non-Executive - Independent Director	Not Applicable		21-12-1937	26-08-2003	21-09-2019		60	1	1	1	0			
5	Mr	MAHENDRA VELLORE PADMANABAN	ACJPM3637N	00033270	Non-Executive - Independent Director	Not Applicable		16-07-1942	25-06-2007	21-09-2019		60	2	1	2	0			
6	Mr	SATYANARAYAN AGARWAL	ABKPA2258B	00111187	Non-Executive - Independent Director	Not Applicable		15-01-1945	20-10-2000	21-09-2019		60	2	1	3	0			
7	Mr	ASHOK MISRA	AAAPM1846L	00006051	Non-Executive - Independent Director	Not Applicable		30-07-1947	13-08-2015	05-11-2015		60	2	2	2	0			
8	Mrs	MEENA KIRLOSKAR	ABYPK8486F	00286774	Non-Executive - Non Independent Director	Not Applicable		26-07-1955	31-07-2009				1	0	0	0			
9	Mr	GANESH KRISHNAMURTHY	ACTPG9789M	05160176	Non-Executive - Nominee Director	Not Applicable		25-10-1960	30-09-2013	30-09-2014	16-07-2019		1	0	0	0			

Annexure 1

For this quarter kindly use the following units
 1. Date of Appointment and Date of Cancellation (if applicable) must be mandatorily filed for every Committee.
 2. Date of Appointment can be for the date September 30, 2018.
 3. Date of Cancellation must be for the current quarter only, i.e. July, 2018 to September 30,2018.

II. Composition of Committees

[Add Name](#)

Note: Please enter DIN. After entering DIN, Name of Committee members and Category 1 of Directors shall be populated automatically.

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 Cancellation	Remarks
1	0000000	CAK K D SURESH KANTH	Non Executive - Independent Director	Chairperson	14-03-2015		
2	0001187	AJITHKANNAN AKASHAN	Non Executive - Independent Director	Member	28-05-2014		
3	0001198	ANIL KUMAR BANSAL	Non Executive - Independent Director	Member	28-05-2014		
4	0001217	ANANDH KUMAR S. SUNDAR	Non Executive - Independent Director	Member	28-05-2014		
5	0001219	ANANDH KUMAR SUNDAR	Non Executive - Independent Director	Member	28-05-2014		
6							
7							
8							
9							
10							

Note: Please enter DIN. After entering DIN, Name of Committee members and Category 1 of Directors shall be populated automatically.

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 Cancellation	Remarks
1	0001187	AJITHKANNAN AKASHAN	Non Executive - Independent Director	Chairperson	28-05-2014		
2	0001198	ANIL KUMAR BANSAL	Non Executive - Independent Director	Member	28-05-2014		
3	0001217	ANANDH KUMAR S. SUNDAR	Non Executive - Independent Director	Member	28-05-2014		
4	0001219	ANANDH KUMAR SUNDAR	Non Executive - Non Independent Director	Member	28-05-2014		
5							
6							
7							
8							
9							
10							

Note: Please enter DIN. After entering DIN, Name of Committee members and Category 1 of Directors shall be populated automatically.

Shareholders Relationship Committee							
Whether the Shareholders 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 Cancellation	Remarks
1	0001198	ANIL KUMAR BANSAL	Non Executive - Independent Director	Chairperson	28-05-2014		
2	0001217	ANANDH KUMAR S. SUNDAR	Executive Director	Member	28-05-2014		
3	0001219	ANANDH KUMAR SUNDAR	Non Executive - Independent Director	Member	28-05-2014		
4							
5							
6							
7							
8							
9							
10							

Risk Management Committee

Whether the Risk Management Committee has a Regular Chairperson							
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cancellation	Remarks
1							
2							
3							
4							
5							
6							
7							
8							
9							
10							

Note: Please enter DIN. After entering DIN, Name of Committee members and Category 1 of Directors shall be populated automatically.

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 Cancellation	Remarks
1	0001217	ANANDH KUMAR S. SUNDAR	Non Executive - Independent Director	Chairperson	28-05-2014		
2	0001219	ANANDH KUMAR SUNDAR	Non Executive Director	Member	28-05-2014		
3	0001198	ANIL KUMAR BANSAL	Non Executive - Independent Director	Member	28-05-2014		
4	0001219	ANANDH KUMAR SUNDAR	Non Executive - Independent Director	Member	28-05-2014		
5							
6							
7							
8							
9							
10							

Other Committee

Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks
1	0001198	ANIL KUMAR BANSAL	Executive Committee	Non Executive - Independent Director	Chairperson	ISS
2	0001217	ANANDH KUMAR S. SUNDAR	Executive Committee	Executive Director	Member	
3	0001219	ANANDH KUMAR SUNDAR	Executive Committee	Non Executive - Non Independent Director	Member	
4						
5						
6						
7						
8						
9						
10						

[Home](#)[Validate](#)**Annexure 1****III. Meeting of Board of Directors**

Disclosure of notes on meeting of board of directors explanatory

[Add Notes](#)

Sr	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)	Notes for not providing Date	Whether requirement of Quorum met (Yes/No)	Number of Directors present*	No. of Independent Directors attending the meeting*
	Add	Delete				
1	12-04-2019			Yes	6	3
2	29-05-2019	46		Yes	9	6
3	01-07-2019	32		Yes	6	4
4	14-08-2019	43		Yes	6	4
5	21-09-2019	37		Yes	7	5

[Prev](#)[Next](#)

* to be filled in only for the current quarter meetings

[Home](#)[Validate](#)**Annexure 1****IV. Meeting of Committees**

Disclosure of notes on meeting of committees explanatory

[Add Notes](#)

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*
1	Audit Committee	29-05-2019				Yes		
2	Audit Committee	14-08-2019	76			Yes	4	4
3	Nomination and remuneration committee	14-08-2019				Yes	3	2

[Add](#)[Delete](#)[Prev](#)[Next](#)

* to be filled in only for the current quarter meetings

[Home](#)[Validate](#)**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	
Disclosure of notes on related party transactions			Add Notes
Disclosure of notes of material transaction with related party			Add Notes

[Prev](#)[Next](#)

[Home](#)[Validate](#)

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 500 listed entities)	NA
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:	Add Notes

[Prev](#)[Next](#)

Annexure 1		
Sr	Subject	Compliance status
1	Name of signatory	K S Swapna Latha
2	Designation	Company Secretary and Compliance Officer

[Home](#)[Validate](#)**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)	No	Mr. Sarosh Jehangir Ghandy, Member of the Nomination and Remuneration Commi
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				Add Notes

[Prev](#)[Next](#)**Annexure III**

1	Name of signatory	K S Swapna Latha
2	Designation	Company Secretary and Compliance Officer

[Home](#)[Validate](#)

Signatory Details	
Name of signatory	K S Swapna Latha
Designation of person	Company Secretary and Compliance Officer
Place	Bangalore
Date	14-10-2019

[Prev](#)