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General information about company

Scrip code	533193
NSE Symbol	KECL
MSEI Symbol	NOTLISTED
ISIN	INE134B01017
Name of the entity	Kirloskar Electric Compnay Limited
Date of start of financial year	01-04-2019
Date of end of financial year	31-03-2020
Reporting Quarter	Yearly
Date of Report	31-03-2020
Risk management committee	Not Applicable
Market Capitalisation as per immediate previous Financial Year	Top 2000 listed entities

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Annexure 1

Annexure to be submitted by listed entities on quarterly basis
Composition of Board of Directors

Details of entities in the subsidiaries listed in Board of Directors																				
Yes																				
No																				
Sr	Entity Name	Name of the Director	PAN	DOB	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	Whether an individual (Other than the CEO/Chairman/Managing Director)	Director since the month	Initial Date of appointment	Date of Re-appointment	Date of cessation	No. of Directorship in listed entities including this listed entity (Other than Regulation 17A of Listing Regulations)	No. of Directorship in listed entities including this listed entity (Other than Regulation 17A of Listing Regulations)	Number of members in the Audit Committee (including this listed entity) (Other than Regulation 20(2) of Listing Regulations)	No. of members in the Nomination and Remuneration Committee (including this listed entity) (Other than Regulation 20(2) of Listing Regulations)	No. of members in the Stakeholders' Forum (including this listed entity) (Other than Regulation 20(2) of Listing Regulations)	No. of members in the Sustainability Committee (including this listed entity) (Other than Regulation 20(2) of Listing Regulations)	No. of members in the ESG Committee (including this listed entity) (Other than Regulation 20(2) of Listing Regulations)
1	Yes	UJAY KAVINDRA KHEZDOKAR	AJPPN7889F	05031973	Chairman of Board of Directors	Chairman of Board of Directors		13.03.1973	Yes	17.08.1995	17.08.1995			0	0	0	0	0	0	0
2	Yes	ANIL KUMAR BHANDARI	AJCP88388F	05031186	Director	Director		08.06.1948	Yes	21.09.2019	21.09.2019			0	2	0	0	0	0	0
3	Yes	KAMAL KUMAR SURESH CHANDR	AANR90267G	05004869	Director	Director		01.06.1950	Yes	21.09.2019	21.09.2019			0	4	0	0	0	0	0
4	Yes	GANESH BHANUSIR CHANDR	AJCP92123H	05031327	Director	Director		21.12.1937	Yes	21.09.2019	21.09.2019			0	1	0	0	0	0	0
5	Yes	ANUSHREYA VILLOSER PARAMANARAN	AJCP93637H	05031820	Director	Director		02.07.1993	Yes	21.09.2019	21.09.2019			0	2	0	0	0	0	0
6	Yes	ANTHONYANANDAN AGARWAL	AAAP92289H	05031187	Director	Director		02.01.1995	Yes	21.09.2019	21.09.2019			0	2	0	0	0	0	0
7	Yes	ASHOK MESHA	AAAP92886H	05030651	Director	Director		02.07.1997	Yes	18.09.2015	05.11.2015			0	2	0	0	0	0	0
8	Yes	MEENA KILGOSAR	ABTP90889F	05038774	Independent Director	Independent Director		02.07.1955	Yes	01.07.2009				1	0	0	0	0	0	0
9	Yes	SANDEEP KUMAR SHIVAPPA	BUPP56228W	08073401	Chairman of Board of Directors	Chairman of Board of Directors		04.02.1963	Yes	04.02.2020				1	0	0	0	0	0	0

Annex 1		Form of Appointment and Discharge of Members of the Board of Directors
B. Composition of the Board		Form of Appointment and Discharge of Members of the Board of Directors
C. Appointment of Members		Form of Appointment and Discharge of Members of the Board of Directors
D. Discharge of Members		Form of Appointment and Discharge of Members of the Board of Directors

Sl. No.	Sl. No.	Name of the Member	Category of Member	Date of Appointment	Date of Discharge	Remarks
1	1					
2	2					
3	3					
4	4					
5	5					
6	6					
7	7					
8	8					
9	9					
10	10					

Sl. No.	Sl. No.	Name of the Member	Category of Member	Date of Appointment	Date of Discharge	Remarks
1	1					
2	2					
3	3					
4	4					
5	5					
6	6					
7	7					
8	8					
9	9					
10	10					

Sl. No.	Sl. No.	Name of the Member	Category of Member	Date of Appointment	Date of Discharge	Remarks
1	1					
2	2					
3	3					
4	4					
5	5					
6	6					
7	7					
8	8					
9	9					
10	10					

Sl. No.	Sl. No.	Name of the Member	Category of Member	Date of Appointment	Date of Discharge	Remarks
1	1					
2	2					
3	3					
4	4					
5	5					
6	6					
7	7					
8	8					
9	9					
10	10					

Sl. No.	Sl. No.	Name of the Member	Category of Member	Date of Appointment	Date of Discharge	Remarks
1	1					
2	2					
3	3					
4	4					
5	5					
6	6					
7	7					
8	8					
9	9					
10	10					

Sl. No.	Sl. No.	Name of the Member	Category of Member	Date of Appointment	Date of Discharge	Remarks
1	1					
2	2					
3	3					
4	4					
5	5					
6	6					
7	7					
8	8					
9	9					
10	10					

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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	23-10-2019			Yes	7	5
2	11-11-2019	18		Yes	5	3
3	14-02-2020	94		Yes	7	5

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* to be filled in only for the current quarter meetings

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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	11-11-2019				Yes	3	3
2	Audit Committee	14-02-2020	94			Yes	3	3
3	Nomination and remuneration committee	14-02-2020				Yes	3	2
4	Stakeholders Relationship Committee	14-02-2020				Yes	3	3

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* to be filled in only for the current quarter meetings

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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

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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		http://www.kirloskar-electric.com/
2	Terms and conditions of appointment of independent directors	Yes		electric.com/investors/investors-
3	Composition of various committees of board of directors	Yes		electric.com/investors/people/board-of-
4	Code of conduct of board of directors and senior management personnel	Yes		electric.com/investors/investors-
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		electric.com/investors/investors-
6	Criteria of making payments to non-executive directors	NA		
7	Policy on dealing with related party transactions	Yes		electric.com/investors/investors-
8	Policy for determining 'material' subsidiaries	Yes		electric.com/investors/investors-
9	Details of familiarization programmes imparted to independent directors	Yes		electric.com/investors/investors-
10	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		http://www.kirloskar-electric.com/investors/investors-information/investor-contacts.html
11	email address for grievance redressal and other relevant details	Yes		electric.com/investors/investors-
12	Financial results	Yes		electric.com/investors/investors-
13	Shareholding pattern	Yes		electric.com/investors/investors-
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	NA		
16	New name and the old name of the listed entity	NA		
17	Advertisements as per regulation 47 (1)	Yes		rs-information/financial.html
18	Credit rating or revision in credit rating obtained	Yes		http://www.kirloskar-electric.com/
19	Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	Yes		http://www.kirloskarelectric.com/investors/investors-information/subsidiary.html
20	Whether company has provided information under separate section on its website as per Regulation 46(2)	Yes		http://www.kirloskar-electric.com/
21	Materiality Policy as per Regulation 30	Yes		rs-information/policies.html
22	Dividend Distribution policy as per Regulation 43A (as applicable)	NA		
23	It is certified that these contents on the website of the listed entity are correct	Yes		http://www.kirloskar-electric.com/
24	Disclosure of notes on website in terms of Listing Regulations explanatory [Text Block]		Add Notes	

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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

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

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	
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	
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)	NA	
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)	Yes	
30	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	Yes	
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	

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Annexure II	
1	Name of signatory
2	Designation

K S Swagha Latha
Company Secretary and Compliance Officer

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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		Add Notes

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

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Name of signatory	K S Swapna Latha
Designation of person	Company Secretary and Compliance Officer
Place	Bengaluru
Date	13-05-2020

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