

KHATOD INVESTMENTS & FINANCE CO. LTD.

BIKANER BUILDING, 1ST FLOOR, ROOM NO. 10, 8/1, LAL BAZAR STREET, KOLKATA - 700 001 • CIN No. : L65993WB1990PLC084695

PHONE : +91 33 4450 0500 • E-mail : khatodinv@gmail.com • Website : www.khatodinv.com

Date: 14.04.2021

To
The Secretary,
The Calcutta Stock Exchange Limited,
7, Lyons Range,
Kolkata - 700001

Sub.: Compliance Report on Corporate Governance under Regulation 27(2) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir/Madam,

Pursuant to Regulation 27(2) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith the Compliance Report on Corporate Governance for the quarter and year ended 31st March, 2021.

This is for your information and record.

Thanking You.

Yours faithfully,

For, Khatod Investments & Finance Co Ltd

Krishna Gopal Halder

Krishna Gopal Halder
Chief Financial Officer



Enclosed: As above

1. Name of Listed Entity: Khatod Investments & Finance Co Ltd

2. Quarter ending: 31.03.2021

I. Composition of Board of Directors

Title (Mr/Ms)	Name of the Director	PAN§ & DIN	Category (Chairperson/ Executive/ Non-Executive/ Independent/ Nominee)&	Initial Date of Appointment	Date of Re-appointment	Date of Cessation	Tenure*	Date of Birth	No. of Directorship in listed entities including this listed entity [in reference to Regulation 17A(1)]	No. of Independent Directorship in listed entities including this listed entity [in reference to proviso to regulation 17A(1)]	Number of memberships in Audit(AC)/ Stakeholder Committee(s) (SC) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No. of post of Chairperson in Audit(AC) / Stakeholder Committee(SC) held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)
Mrs.	Manisha Pincha	APZPP6065Q 07143031	Executive	27-03-2015	05-10-2019	-	-	22-10-1980	2	-	2 (1AC, 1SC)	-
Mr.	Pradeep Kumar Hirawat	AASPH2684R 00047872	Non-Executive/Independent	30-12-2005	04-01-2019	-	84 months	13-02-1982	1	1	-	2 (1AC, 1SC)
Mr.	Manish Jain	AFWPJ5435P 00578028	Non-Executive/Independent	30-12-2005	04-01-2019	-	84 months	31-12-1978	1	1	2 (1AC, 1SC)	-
Mr.	Shambhu Choubey	AWQPC8134R 06565599	Non-Executive	05-10-2019	27-09-2019	-	-	04-05-1968	1	-	-	-

Whether Regular Chairperson appointed – No

Whether Chairperson is related to Managing Director or CEO – No

§ PAN of any director would not be displayed on the website of Stock Exchange

& Category of directors means executive/non-executive/independent/Nominee. If a director fits into more than one category write all categories separating them with hyphen.

* to be filled only for Independent Director. Tenure would mean total period from which Independent director is serving on Board of directors of the listed entity in continuity without any cooling off period.

II. Composition of Committees

Name of Committee	Whether Regular Chairperson Appointed	Name of Committee members	Category (Chairperson/Executive/ Non-Executive/Independent/ Nominee) §	Date of Appointment**	Date of Cessation
1. Audit Committee	Yes	Mr. Pradeep Kumar Hirawat	Chairperson/Non-Executive/Independent	13-08-2014	-
		Mr. Manish Jain	Non-Executive/Independent	23-06-2010	-
		Mrs. Manisha Pincha	Executive	02-10-2017	-
2. Nomination & Remuneration Committee	Yes	Mr. Pradeep Kumar Hirawat	Chairperson/Non-Executive/Independent	30-12-2005	-
		Mr. Manish Jain	Non-Executive/Independent	27-03-2015	-
		Mr. Shambhu Choubey	Non-Executive	05-10-2019	-
3. Stakeholders Relationship Committee	Yes	Mr. Pradeep Kumar Hirawat	Chairperson/Non-Executive/Independent	05-10-2019	-
		Mr. Manish Jain	Non-Executive/Independent	23-06-2010	-
		Mrs. Manisha Pincha	Executive	05-10-2019	-

§ Category of directors means executive/non-executive/independent/Nominee. If a director fits into more than one category write all categories separating them with hyphen.

** Date of appointment is related to the current position held in the Committee.

III. Meeting of Board of Directors

Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter	Whether requirement of Quorum met*	Number of Directors present*	Number of independent directors present*	Maximum gap between any two consecutive meetings (in number of days)
13-11-2020		Yes	3	2	-
18-11-2020		Yes	4	2	4
	13.02.2021	Yes	4	2	86

* to be filled in only for the current quarter meetings



IV. Meeting of Committees

Name of the Committee	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)*	Number of Directors present*	Number of independent directors present*	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days*
1. Audit Committee		Yes	3	2	13-11-2020	91
	13.02.2021	Yes	3	2		
2. Nomination & Remuneration Committee	-	-	-	-	-	-
3. Stakeholders Relationship Committee		Yes	3	2	13-11-2020	91
	13.02.2021	Yes	3	2		

* This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional.

V. Related Party Transactions

Subject	Compliance status (Yes/No/NA)refer note below
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

Note :

1 In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/N.A.. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated.

2 If status is "No" details of non-compliance may be given here.

VI. Affirmations

- The composition of Board of Directors is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
 - The composition of the following committees is in terms of SEBI(Listing Obligations and Disclosure Requirements) Regulations, 2015
 - Audit Committee
 - Nomination & Remuneration Committee
 - Stakeholders Relationship Committee
 - Risk management committee (applicable to the top 100 listed entities) – Not applicable
 - The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
 - 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.
 - The report submitted in the previous quarter has been placed before Board of Directors.
- Any comments/observations/advice of the board of directors may be mentioned here - Nil

For, Khatod Investments & Finance Co Ltd

Krishna Gopal Halder

Krishna Gopal Halder
Chief Financial Officer



I. Disclosure on website in terms of Listing Regulations		
Item	Compliance status (Yes/No/NA) refer note below	If Yes provide link to website. If No /NA provide reasons
As per regulation 46(2) of the LODR:		
a) Details of business	Yes	www.khatodinv.com
b) Terms and conditions of appointment of independent directors	Yes	www.khatodinv.com
c) Composition of various committees of board of directors	Yes	www.khatodinv.com
d) Code of conduct of board of directors and senior management personnel	Yes	www.khatodinv.com
e) Details of establishment of vigil mechanism/ Whistle Blower policy	Yes	www.khatodinv.com
f) Criteria of making payments to non-executive directors	Yes	www.khatodinv.com
g) Policy on dealing with related party transactions	Yes	www.khatodinv.com
h) Policy for determining 'material' subsidiaries	NA	-
i) Details of familiarization programmes imparted to independent directors	Yes	www.khatodinv.com
j) Email address for grievance redressal and other relevant details	Yes	www.khatodinv.com
k) Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes	www.khatodinv.com
l) Financial results	Yes	www.khatodinv.com
m) Shareholding pattern	Yes	www.khatodinv.com
n) Details of agreements entered into with the media companies and/or their associates	NA	-
o) 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	-
p) New name and the old name of the listed entity	NA	-
q) Advertisements as per regulation 47 (1)	Yes	www.khatodinv.com
r) Credit rating or revision in credit rating obtained by the entity for all its outstanding instruments	NA	-
s) Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	NA	-
As per other regulations of the LODR:		
a) Whether company has provided information under separate section on its website as per Regulation 46(2)	Yes	www.khatodinv.com
b) Materiality Policy as per Regulation 30	Yes	www.khatodinv.com
c) Dividend Distribution policy as per Regulation 43A (as applicable)	NA	-
It is certified that these contents on the website of the listed entity are correct	Yes	www.khatodinv.com



II Annual Affirmations		
Particulars	Regulation Number	Compliance status (Yes/No/NA) refer note below
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
Meeting of Audit Committee	18(2)	Yes
Composition of nomination & 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)	NA
Meeting of Risk Management Committee	21(3A)	NA
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)	Yes
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)	NA
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
D & O Insurance for Independent Directors	25(10)	NA
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
Any other information to be provided - Add Notes		

Note :

1. In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/N.A.. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated.
2. If status is "No" details of non-compliance may be given here.
3. If the Listed Entity would like to provide any other information the same may be indicated here.

For, Khatod Investments & Finance Co Ltd

Krishna Gopal Halder

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Chief Financial Officer

