

KHATOD INVESTMENTS & FINANCE CO. LTD

Regd. Office: 1, Ramesh Mitra Road, Third Floor, Kolkata – 700 025;
Phone: 033 44500500, 91 9007077041; Email id: khatodinv@gmail.com;
Website: www.khatodinv.com ; CIN: L65993WB1990PLC084695

Date: 21.10.2021

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 half year ended on 30th September, 2021.

This is for your information and record.

Thanking You.

Yours faithfully,

For, Khatod Investments & Finance Co Ltd

Sweta Singh



Sweta Singh
Company Secretary & Compliance Officer

Enclosed: As above

REPORT ON CORPORATE GOVERNANCE

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

2. Quarter ending: 30.09.2021

ANNEXURE I

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	10/5/2019	-	-	22/10/1980	2	-	2 (1AC, 1SC)	-
Mr.	Pradeep Kumar Hirawat	AASPH2684R 00047872	Non-Executive/Independent	30/12/2005	1/4/2019	-	90 months	13/02/1982	1	1	-	2 (1AC, 1SC)
Mr.	Manish Jain	AFWPJ5435P 00578028	Non-Executive/Independent	30/12/2005	1/4/2019	-	90 months	31/12/1978	1	1	2 (1AC, 1SC)	-
Mr.	Shambhu Choubey	AWQPC8134R 06565599	Non-Executive	10/5/2019	27/09/2019	-	-	5/4/1968	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	10/2/2017	-
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	10/5/2019	-
3. Stakeholders Relationship Committee	Yes	Mr. Pradeep Kumar Hirawat	Chairperson/Non-Executive/Independent	10/5/2019	-
		Mr. Manish Jain	Non-Executive/Independent	23/06/2010	-
		Mrs. Manisha Pincha	Executive	10/5/2019	-

§ 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.

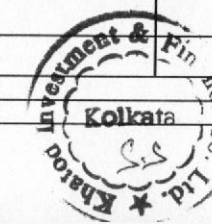
** Date of appointment is related to the current position held in the Committee.

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)
19/06/2021	-	Yes	4	2	125
30/06/2021	-	Yes	4	2	10
-	10/8/2021	Yes	3	2	40

* 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	10/8/2021	Yes	2	2	-	40
2. Nomination & Remuneration Committee	-	-	-	-	19/06/2021	-
3. Stakeholders Relationship Committee	10/8/2021	Yes	2	2	-	40

* 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
 - 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.


For, Khatod Investments & Finance Co Ltd

Sweta Singh

Sweta Singh
Company Secretary & Compliance Officer

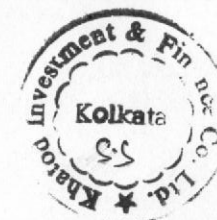


ANNEXURE III

Affirmations		
Broad Heading	Regulation Number	Compliance Status (Yes/No/NA) refer note below
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
Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	YES
Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	YES
Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting	20(3)	YES
Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	YES
<p>Note</p> <p>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.</p> <p>2. If status is "No" details of non-compliance may be given here.</p> <p>3. If the Listed Entity would like to provide any other information the same may be indicated here.</p>		
<p>For, Khatod Investments & Finance Co Ltd</p> <p>Sweta Singh</p> <p>Sweta Singh Company Secretary & Compliance Officer</p> 		

Half year ending – 30.09.2021

I. Disclosure of Loans / guarantees / comfort letters / securities etc. <small>refer note below</small>			
(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	-	-	
Promoter Group or any other entity controlled by them	-	-	
Directors (including relatives) or any other entity controlled by them	-	-	
KMPs or any other entity controlled by them	-	-	
(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	-	-	-
Promoter Group or any other entity controlled by them	-	-	-
Directors (including relatives) or any other entity controlled by them	-	-	-



KMPs or any other entity controlled by them	-	-	-
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(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	-	-	-
Promoter Group or any other entity controlled by them	-	-	-
Directors (including relatives) or any other entity controlled by them	-	-	-
KMPs or any other entity controlled by them	-	-	-

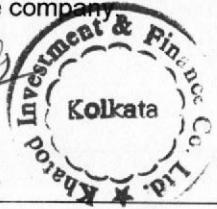
II. Affirmations:

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.

Krishna Gopal Halder

Krishna Gopal Halder

Chief Financial Officer



Note

1. These disclosures shall exclude any loan (or other form of debt), guarantee / comfort letter (by whatever name called) or security provided in connection with any loan or any other form of debt;
 - a) by a government company to/ for the Government or government company
 - b) by the listed entity to/for its subsidiary [and joint-venture company] whose accounts are consolidated with the listed entity.
 - c) by a banking company or an insurance company ; and
 - d) by the listed entity to its employees or directors as a part of the service conditions
2. If the Listed Entity would like to provide any other information, the same may be indicated as Para D in the above table..