

KINETIC IMPEX LIMITED

Regd. Office: 22, Ground Floor, 8, Camac Street, Kolkata, West Bengal - 700017
Corporate Office: KLJ House, 8A, 8th Floor, Shivaji Marg, Najafgarh Road, New Delhi-110015
Tel. 033-22823851; E-mail: kineticimpex1985@gmail.com;
Website: <http://kineticimpex.in>; CIN: L51909WB1985PLC039455

Date: 28th April, 2022.

To,

The Secretary,
The Calcutta Stock Exchange Ltd.
7, Lyons Range, Dalhousie,
Kolkata-700 001, West Bengal

CSE SECURITY CODE: 021067

Sub: Submission of Compliance Report on Corporate Governance under Regulation 27(2) of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 for the 4th quarter ended on 31st March, 2022.

Dear Sir/Madam,

Please find enclosed herewith compliance report on corporate governance for the quarter ended on 31st March, 2022 as per Annexure 'I, II and IV' to the Securities and Exchange Board of India (SEBI) Circular No. SEBI/HO/CFD/CMD1/CIR/P/2019/78 dated 16th July, 2019 read with Regulation 27(2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended.

Kindly take the same on record and oblige.

Thanking You,

Yours faithfully,

For KINETIC IMPEX LIMITED

For KINETIC IMPEX LIMITED


Company Secretary
(Priya Chhabra)
CS & Compliance Officer
Membership No.: ACS 51094

Encl: As Stated

Report on Corporate Governance for the Quarter and year ended on 31st March, 2022
[Pursuant to Regulation 27(2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015]

1. Name of Listed Entity: Kinetic Implex Limited
 2. Quarter ending: 31st March, 2022

Scrip Code: [CSE: 021067]

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 director-ship in listed entities including this listed entity [In reference to regulation 17A(1)]	No of Independent Directors in listed entities including this listed entity [In reference to proviso regulation 17A(1)]	Number of member-ships 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)
Mr.	Hulas Mal Surana	AGWPS0019H & 00142091	Non-Executive Director	10th October, 1997	-	-	N.A	05th December, 1945	1	-	1	1
Mr.	Vinay Nahata	ADIPN4160F & 01489219	Executive/ Whole Time Director	14th August, 2018	23rd April, 2019	-	N.A	31st October, 1961	1	-	-	-
Mr.	Rajesh Kumar Patawari	AQKPP5513B & 08214123	Non-Executive Director	05th September, 2018	29th September, 2018	-	N.A	31st July, 1974	1	-	2	-
Mr.	Chander Shekhar Garge	AAKPG4318F & 07145894	Independent Director	29th November, 2021	-	-	5 Consecutive years	17th March, 1937	1	1	1	-
Mr.	Dalam Chand Baid	AFBPPB2064B & 07143949	Independent Director	23rd December, 2021	-	-	5 Consecutive years	03rd September, 1955	1	1	2	1
Mrs.	Shashi Kalyal	AALPK4837C & 00062077	Women Director	23rd December, 2021	-	-	N.A	18th October, 1960	1	-	-	-

Whether Regular chairperson appointed

Yes

Whether Chairperson is related to managing director or CEO

No

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	Dalam Chand Baid Chander Shekar Garge Rajesh Kumar Patawari	Independent/ Chairperson Independent Non-Executive	23.12.2021 23.12.2021 29.09.2018	- - -	
2. Nomination & Remuneration Committee	Yes	Chander Shekar Garge Dalam Chand Baid Hulas Mal Surana	Independent/ Chairperson Independent Non-Executive	23.12.2021 23.12.2021 13.04.2015	- - -	
3. Stakeholder Relationship Committee	Yes	Hulas Mal Surana Dalam Chand Baid Rajesh Kumar Patawari	Non-Executive/ Chairperson Independent Non-Executive	13.04.2015 23.12.2021 29.09.2018	- - -	

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)	
01st November, 2021 and 23rd December, 2021	11th February, 2022	Yes	6	2	23rd December, 2021 to 11th February 2022- 51 days	

IV. Meetings of Committees						
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*	
Audit Committee Meeting- 11th February, 2022	Yes	3	2	01st November, 2021 and 23rd December, 2021	23rd December, 2021 to 11th February 2022- 51 days	

V. Related Party Transactions	
Subject	Compliance status (Yes/No/NA)
Whether prior approval of audit committee obtained	Yes
Whether shareholder approval obtained for material RPT	N.A
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by the Audit Committee	Yes

VI. Affirmations

1. The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
2. 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.
3. This report and/or 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.

For KINETIC IMPEXL



(Priya Chhabra)
Company Secretary
Membership No: ACS 51094

Date: 28.04.2022
Place: New Delhi

ANNEXURE II

I. Disclosure on website in terms of Listing Regulations		
<i>Item</i>	<i>Compliance status (Yes/No/NA)</i>	<i>If Yes provide link to website. If No / NA provide reasons</i>
As per regulation 46(2) of the LODR:		
Details of business	Yes	http://kineticimpex.in
Terms and conditions of appointment of independent directors	Yes	http://kineticimpex.in
Composition of various committees of board of directors	Yes	http://kineticimpex.in
Code of conduct of board of directors and senior management personnel	Yes	http://kineticimpex.in
Details of establishment of vigil mechanism/ Whistle Blower policy	Yes	http://kineticimpex.in
Criteria of making payments to non-executive directors	NA	NA
Policy on dealing with related party transactions		
Policy for determining 'material' subsidiaries	NA	NA
Details of familiarization programs imparted to independent directors:		
Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes	http://kineticimpex.in
Email address for grievance redressal and other relevant details	Yes	http://kineticimpex.in
Financial results	Yes	http://kineticimpex.in
Shareholding pattern	Yes	http://kineticimpex.in
Details of agreements entered into with the media companies and/or their associates	NA	-
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	-
New name and the old name of the listed entity	Yes	http://kineticimpex.in
Advertisements as per regulation 47 (1)	Yes	http://kineticimpex.in
Credit rating or revision in credit rating obtained by the entity for all its outstanding instruments	NA	NA
Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	NA	NA
As per other regulations of the LODR:		
Whether company has provided information under separate section on its website as per Regulation 46(2)	Yes	http://kineticimpex.in
Materiality Policy as per Regulation 30	No	
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

II Annual Affirmations		
Particulars	<i>Regulation Number</i>	<i>Compliance status (Yes/No/NA)</i>
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)	NO
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 & Remuneration Committee	19(3A)	Yes
Composition of Stakeholder Relationship Committee	20(1), 20(2) & 20(2A)	Yes
Meeting of Stakeholder 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	-
Policy for related party Transaction	23(1), (1A), (5), (6), (7) & (8)	-
Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes
Approval for material related party transactions	23(4)	NA
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	24A	-
Alternate Director to Independent Director	25(1)	Yes
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
Directors and Officers insurance	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)	NA

III Affirmations:

The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied (**The company does not have any Material Subsidiary**).

For KINETIC IMPEX LIMITED



(Praveen Chhabra)
Company Secretary

Membership No. ACS51094

Date: 28th April, 22.
Place: New Delhi

Corporate Governance Report on a half yearly basis ended on 31st March, 2022
Scrip Code: [CSE: 021067]

1. Half year ending: 31st March, 2022

I. Disclosure of Loans/guarantees/comfort letters/securities etc.			
(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		Nil	Nil
Promoter Group or any other entity controlled by them		Nil	Nil
Directors (including relatives) or any other entity controlled by them		Nil	Nil
KMPs or any other entity controlled by them		Nil	Nil
(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 advanced during six months	Balance outstanding at the end of six months
Promoter or any other entity controlled by them	Nil	Nil	Nil
Promoter Group or any other entity controlled by them	Nil	Nil	Nil
Directors (including relatives) or any other entity controlled by them	Nil	Nil	Nil
KMPs or any other entity controlled by them	Nil	Nil	Nil
(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 amount advanced during six months	Balance outstanding at the end of six months
Promoter or any other entity controlled by them	Nil	Nil	Nil
Promoter Group or any other entity controlled by them	Nil	Nil	Nil
Directors (including relatives) or any other entity controlled by them	Nil	Nil	Nil
KMPs or any other entity controlled by them	Nil	Nil	Nil

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.

Shashi Katyal

Name: Shashi Katyal

Designation: Chief Financial Officer

Dated: 28th April, 2022

**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.