

General information about company

Scrip code	532468
NSE Symbol	
MSEI Symbol	
ISIN	INE411F01010
Name of the entity	KAMA Holdings Limited
Date of start of financial year	01-04-2018
Date of end of financial year	31-03-2019
Reporting Quarter	Yearly
Date of Report	31-03-2019
Risk management committee	Not Applicable

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

Wether the listed entity has a Regular Chairperson

Yes

Sr	Title (Mr /	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of appointment in the current term	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including	Number of memberships in Audit/ Stakehol	No of post of Chairperson in Audit/ Stakeho	Notes for not providing PAN	Notes for not providing DIN
----	-------------	----------------------	-----	-----	-------------------------	-------------------------	-------------------------	---	-------------------	--------------------------------	---	--	---	-----------------------------	-----------------------------

	M s)										this listed entity (Refer Regulation 25(1) of Listing Regulations)	der Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	lder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)		
1	Mr	Kartik Bharat Ram	AALPB62 43M	00008557	Non- Executive - Non Independent Director	Chairperson		31-01- 2006			2	2	0		
2	Mr	Rajat Lakhanpal	ABEPL27 44F	00005664	Executive Director	Not Applicable		01-04- 2002			1	0	0		
3	Mr	Amita v Virmani	AAAPV0 900C	02169955	Non- Executive - Independent Director	Not Applicable		02-09- 2014	51		1	1	1		

4	Mr	Dhirendra Datta	AAJPD9788M	02376649	Non-Executive - Independent Director	Not Applicable		02-09-2014		53	1	1	0		
---	----	-----------------	------------	----------	--------------------------------------	----------------	--	------------	--	----	---	---	---	--	--

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

Sr	Title (Mr/Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of appointment in the current term	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 25(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
----	---------------	----------------------	-----	-----	-------------------------	-------------------------	-------------------------	---	-------------------	--------------------------------	--	---	--	-----------------------------	-----------------------------

5	Mr s	Ira Gupta	AAIPT1 336J	07517 101	Non- Executive - Independent Director	Not Applicable		30-05- 2018		53	1	2	0		
6	Mr	Ashish Bharat Ram	AAHPR 1497F	00671 567	Non- Executive - Non Independent Director	Not Applicable		13-11- 2018			3	1	1		

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 Cessation	Remarks			
1	02169955	Amitav Virmani	Non-Executive - Independent Director	Chairperson	04-01-2008					
2	02376649	Dhirendra Datta	Non-Executive - Independent Director	Member	31-01-2009					
3	07517101	Ira Gupta	Non-Executive - Independent Director	Member	31-08-2018					

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 Cessation	Remarks			
1	02169955	Amitav Virmani	Non-Executive - Independent Director	Chairperson	31-07-2018		Textual Information(1)			

2	00671567	Ashish Bharat Ram	Non-Executive - Non Independent Director	Member	13-11-2018		
3	07517101	Ira Gupta	Non-Executive - Independent Director	Member	31-08-2018		

Sr Text Block

Textual Information(1)	Mr. Amitav Virmani appointed as member of NRC wef 31.07.2008 and appointed as chairman wef 13.11.2018
------------------------	---

Stakeholders Relationship Committee

Whether the Stakeholders 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 Cessation	Remarks
1	00671567	Ashish Bharat Ram	Non-Executive - Non Independent Director	Chairperson	13-11-2018		
2	02169955	Amitav Virmani	Non-Executive - Independent Director	Member	31-07-2018		
3	00008557	Kartik Bharat Ram	Non-Executive - Non Independent Director	Member	10-07-2018		

Risk Management Committee

Whether the Risk Management Committee has a Regular Chairperson						No	
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks

Corporate Social Responsibility Committee								
Whether the Corporate Social Responsibility Committee has a Regular Chairperson						No	Date of Cessation	Remarks
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment			

Other Committee						
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks
1	00008557	Kartik Bharat Ram	Non-Executive - Non Independent Director	Non-Executive - Non Independent Director	Member	
2	00671567	Ashish Bharat Ram	Non-Executive - Non Independent Director	Non-Executive - Non Independent Director	Member	
3	00005664	Rajat Lakhanpal	Executive Director	Executive Director	Member	

Annexure 1					
Annexure 1					
III. Meeting of Board of Directors					
Disclosure of notes on meeting of board of directors explanatory					Notes for not providing Date
Sr	Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting (if any) in the current quarter	Maximum gap between any two consecutive (in number of days)		
1	13-11-2018				
2		12-02-2019	90		

Annexure 1

IV. Meeting of Committees

Disclosure of notes on meeting of committees explanatory								
Sr	Name of Committee	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (Yes/No)	Requirement of Quorum met	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings (in number of days)	Name of other committee	Reason for not providing date
1	Audit Committee	12-02-2019	Yes		13-11-2018	90		
2	Nomination and remuneration committee	12-02-2019	Yes		13-11-2018	90		
3	Stakeholders Relationship Committee	10-01-2019	Yes		02-11-2018	68		
4	Stakeholders Relationship Committee	15-02-2019	Yes		23-11-2018	83		
5	Stakeholders Relationship Committee	13-03-2019	Yes		10-12-2018	92		

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	NA	
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	NA	

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 100 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

Annexure 1

Sr	Subject	Compliance status
1	Name of signatory	Ekta Maheshwari
2	Designation	Company Secretary and Compliance Officer

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		www.kamaholdings.com
2	Terms and conditions of appointment of independent directors	Yes		www.kamaholdings.com
3	Composition of various committees of board of directors	Yes		www.kamaholdings.com
4	Code of conduct of board of directors and senior management personnel	Yes		www.kamaholdings.com
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		www.kamaholdings.com
6	Criteria of making payments to non-executive directors	Yes		www.kamaholdings.com

7	Policy on dealing with related party transactions	Yes		www.kamaholdings.com
8	Policy for determining 'material' subsidiaries	Yes		www.kamaholdings.com
9	Details of familiarization programmes imparted to independent directors	Yes		www.kamaholdings.com

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
10	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		www.kamaholdings.com
11	email address for grievance redressal and other relevant details	Yes		www.kamaholdings.com
12	Financial results	Yes		www.kamaholdings.com
13	Shareholding pattern	Yes		www.kamaholdings.com
14	Details of agreements entered into with the media companies and/or their associates	NA		
15	New name and the old name of the listed entity	Yes		www.kamaholdings.com

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)	Yes	
3	Meeting of Board of directors	17(2)	Yes	
4	Review of Compliance Reports	17(3)	Yes	
5	Plans for orderly succession for appointments	17(4)	Yes	
6	Code of Conduct	17(5)	Yes	
7	Fees/compensation	17(6)	Yes	
8	Minimum Information	17(7)	Yes	
9	Compliance Certificate	17(8)	Yes	
10	Risk Assessment & Management	17(9)	Yes	

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.
11	Performance Evaluation of Independent Directors	17(10)	Yes	

12	Composition of Audit Committee	18(1)	Yes	
13	Meeting of Audit Committee	18(2)	Yes	
14	Composition of nomination & remuneration committee	19(1) & (2)	Yes	
15	Composition of Stakeholder Relationship Committee	20(1) & (2)	Yes	
16	Composition and role of risk management committee	21(1),(2),(3),(4)	Yes	
17	Vigil Mechanism	22	Yes	
18	Policy for related party Transaction	23(1),(5),(6),(7) & (8)	Yes	
19	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes	
20	Approval for material related party transactions	23(4)	Yes	

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.
21	Composition of Board of Directors of unlisted material Subsidiary	24(1)	Yes	
22	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	Yes	
23	Maximum Directorship & Tenure	25(1) & (2)	Yes	

24	Meeting of independent directors	25(3) & (4)	Yes	
25	Familiarization of independent directors	25(7)	Yes	
26	Memberships in Committees	26(1)	Yes	
27	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes	
28	Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes	
29	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes	
	Any other information to be provided - Add Notes			
Annexure II				
1	Name of signatory	Ekta Maheshwari		
2	Designation	Company Secretary and Compliance Officer		
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			

Annexure II

1	Name of signatory	Ekta Maheshwari
2	Designation	Company Secretary and Compliance Officer

Signatory Details

Name of signatory	Ekta Maheshwari
Designation of person	Company Secretary and Compliance Officer
Place	Gurugram
Date	10-04-2019