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## KSK Energy Ventures Limited

### QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE (REGULATION 27 (2) (a) OF SEBI (LODR) REGULATIONS, 2015

Name of the Listed Entity : KSK Energy Ventures Limited  
Quarter ending : 31<sup>st</sup> March 2017

#### **I. Composition of Board of Directors**

Title (Mr./Ms.)	Name of the Director	PAN & DIN	Category (Chairperson/ Executive/Non-Executive /Independent/ Nominee)	Date of Appointment in the current term / cessation	Tenure	No of Directorships 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)
Mr.	T.L. Sankar	AAFPS9911H / 00121570	Chairperson - Independent- Non-Executive	27.09.2014	5 years	1	2	0
Mr.	S.R. Iyer	AAFPIT7202K /00580437	Independent	27.09.2014	5 years	2	5	2
Mr.	Girish Kulkarni	AAWPK8378 H / 00062382	Independent	27.09.2014	5 years	1	6	0
Mrs.	Savita Jyoti	ABSPJ3846N /07098241	Non-Executive	27.08.2016	NA	1	1	0
Mr.	Anil Kumar Kutty	AEDPK2039J /00055634	Non-Executive	24.09.2016*	NA	1	2	0
Mr.	Tanmay Das	ADBPD5119 R /00680042	Non-Executive	26.08.2015*	NA	1	1	1
Mr.	K. Bapi Raju	AHBPK5276 A /00940849	Non-Executive	27.09.2014*	NA	1	1	0



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Mr.	K.A. Sastry	AEM/MPK0589 G/00006566	Executive Director	01.04.2015	NA	1	2	0
Mr.	S. Kishore	AIR/PS8129H /00006627	Executive Director	01.04.2015	NA	1	4	0

\* Indicating the date of appointment on retiring by rotation

<b>II. Composition of Committees</b>								
<b>Name of Committee</b>		<b>Name of Committee members</b>			<b>Category (Chairperson/Executive/Non-Executive/Independent/Nominee)</b>			
1. Audit Committee		Mr. S.R. Iyer Mr. T.L. Sankar Mr. Girish Kulkarni Mr. S. Kishore			Chairperson / Independent Independent Independent Executive Director			
2. Nomination & Remuneration Committee		Mr. Girish Kulkarni Mr. S.R. Iyer Mr. T.L. Sankar			Chairperson / Independent Independent Independent			
3. Stakeholders Relationship Committee		Mr. Tannay Das Mr. S. Kishore Mr. K.A. Sastry			Chairperson/Non-Executive Executive Director Executive Director			



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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	Date(s) of Meeting (if any) in the relevant quarter	Maximum gap between any two consecutive (in number of days)
13.12.2016	11.02.2017		59

### IV. Meeting of Committees: Audit Committee

Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days
11.02.2017	Yes. Quorum present	13.12.2016	59

### 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	Yes
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	NA



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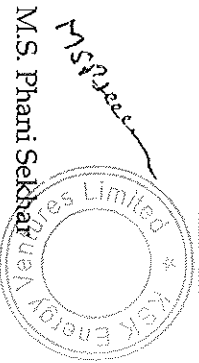
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### VI. Affirmations

1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
2. The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015
  - a. Audit Committee
  - b. Nomination & remuneration committee
  - c. Stakeholders relationship committee
  - d. ~~Risk management committee~~
3. The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
4. 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.
5. The report submitted in the previous quarter has been placed before Board of Directors.

Any comments/ observations/ advice of Board of Directors may be mentioned here: Nil



M.S. Phani Sekhar  
Company Secretary



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### ANNUAL COMPLIANCE REPORT ON CORPORATE GOVERNANCE (REGULATION 27 (2) (a) OF SEBI (LODR) REGULATIONS, 2015

Name of the Listed Entity : KSK Energy Ventures Limited  
Quarter ending : 31<sup>st</sup> March 2017

#### **I. Disclosure on website in terms of Listing Regulations**

<b>Item</b>	<b>Compliance status (Yes/No/NA)</b>
Details of business	Yes
Terms and conditions of appointment of independent directors	Yes
Composition of various committees of board of directors	Yes
Code of conduct of board of directors and senior management personnel	Yes
Details of establishment of vigil mechanism/ Whistle Blower policy	Yes
Criteria of making payments to non-executive directors	NA
Policy on dealing with related party transactions	Yes
Policy for determining 'material' subsidiaries	Yes
Details of familiarization programmes imparted to independent directors	Yes
Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes
email address for grievance redressal and other relevant details	Yes
Financial results	Yes
Shareholding pattern	Yes
Details of agreements entered into with the media companies and/ or their associates	NA
New name and the old name of the listed entity	NA



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### II. Annual affirmations:

Particulars	Regulation Number	Compliance status (Yes/No/NA)
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)	Yes
Meeting of Board of directors	17(2)	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)	NA
Minimum Information	17(7)	Yes
Compliance Certificate	17(8)	Yes
Risk Assessment & Management	17(9)	Yes
Performance Evaluation of Independent Directors	17(10)	Yes
Composition of Audit Committee	18(1)	Yes
Meeting of Audit Committee	18(2)	Yes
Composition of nomination & remuneration committee	19(1) & (2)	Yes
Composition of Stakeholder Relationship Committee	20(1) & (2)	Yes
Composition and role of risk management committee	21(1),(2),(3),(4)	NA
Vigil Mechanism	22	Yes
Policy for related party Transaction	23(1),(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
Composition of Board of Directors of unlisted material Subsidiary	24(1)	Yes
Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	Yes
Maximum Directorship & Tenure	25(1) & (2)	Yes
Meeting of independent directors	25(3) & (4)	Yes



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Familiarization of Independent Directors	25(7)	Yes
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

### 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.

*M.S. Phani Sekhar*

M.S. Phani Sekhar  
Company Secretary / Compliance Officer