**General information about company** 000000 Scrip code NSE Symbol MSEI Symbol **KAMINI** ISIN INE927E01018 Name of the entity KAMINI FINANCE AND INVESTMENT COMPANY LIMITED Date of start of financial year 01-04-2023 Date of end of financial year 31-03-2024 **Reporting Quarter** Yearly Date of Report 31-03-2024 Not Applicable Risk management committee Market Capitalisation as per immediate previous Financial Year Any other **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 Textual Information(1) Whether the listed entity has a Regular Chairperson No Whether Chairperson is related to MD or CEO Date of Title (Mr Category 2 of Category 3 of Name of the Director PAN DIN Category 1 of directors directors directors / Ms) Birth CHAND RATAN 11-07-ADMPM4506E Not Applicable Mr 00343685 **Executive Director** MD MODI 1959 07-02-Non-Executive - Non 2 BFCPM8562H 07203672 Not Applicable Mrs TRIPTY MODI **Independent Director** 1991 Non-Executive - Non 02-08-CHANCHAL BFMPM5176B 07590027 3 Not Applicable Mrs RUNGTA **Independent Director** 1991 05-03-Non-Executive -Shareholder 07687360 AVI LUNIA AKXPL9489L Chairperson Mr **Independent Director** Director 1995 Non-Executive -Shareholder 18-04-02033194 Mr MOHIT PARAKH AMNPP0375Q Not Applicable **Independent Director** Director 1984 **I. Composition of Board of Directors** Disqualification of Directors under section 164 of the Companies Act, 2013

5

Sr

2

3

4

5

Whether the director is disqualified?

No

No

No

No

No

Nomination and remuneration committee

DIN

Number

02033194

07203672

07687360

Textual Information(1)

Textual Information(1)

DIN

Number

DIN

Number

**Other Committee** 

Annexure 1

Sr

Sr

**Risk Management Committee** 

Name of Committee

members

Name of Committee

members

DIN Number | Name of Committee members

III. Meeting of Board of Directors

of board of directors

explanatory

Date(s) of

meeting (if

any) in the

current

quarter

of Previous

quarter and

Current

quarter in

chronological

order)

07-11-2023

18-01-2024

07-11-2023

07-11-2023

Whether prior approval of audit committee obtained

requirements) Regulations, 2015 a. Audit Committee

Terms and conditions of appointment of independent

Composition of various committees of board of directors

Code of conduct of board of directors and senior management

Details of establishment of vigil mechanism/ Whistle Blower

Criteria of making payments to non-executive directors

Policy on dealing with related party transactions

Details of familiarization programmes imparted to

Email address for grievance redressal and other relevant

Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor

Details of agreements entered into with the media companies

Schedule of analyst or institutional investor meet and presentations made by the listed entity to analysts or institutional investors

I. Disclosure on website in terms of Listing Regulations

simultaneously with submission to stock exchange

Audio or video recordings and transcripts of post

New name and the old name of the listed entity

Credit rating or revision in credit rating obtained

listed entity in respect of a relevant financial year

Materiality Policy as per Regulation 30 (4)

Separate audited financial statements of each subsidiary of the

Disclosure of contact details of KMP who are authorized for the

Advertisements as per regulation 47 (1)

Secretarial Compliance Report

Risk Assessment & Management

14 Maximum number of Directorships

Composition of Audit Committee

reviewed by the audit committee

13 Recommendation of Board

16 | Meeting of Audit Committee

committee

Committee

**II. Annual Affirmations** 

Sr Particulars

Committee

Committee

Committee

Committee

committee

Committee meeting

12 Performance Evaluation of Independent Directors

Role of Audit Committee and information to be

Composition of nomination & remuneration

Quorum of Nomination and Remuneration

Meeting of Nomination and Remuneration

Role of Nomination and Remuneration

Composition of Stakeholder Relationship

Composition and role of risk management

Quorum of Risk Management Committee

Meeting of Stakeholders Relationship

Role of Stakeholders Relationship

26 Meeting of Risk Management Committee

Gap between the meetings of the Risk

Management Committee

30 Policy for related party Transaction

Vigil Mechanism

**II. Annual Affirmations** 

Name of signatory

Designation

**III. Affirmations** 

Sr | Particulars

Policy for determining material subsidiaries

independent directors

details

grievances

12 Financial results

Sr

15.1

15.2

17

18

22

23

26

Item

Shareholding pattern

and/or their associates

earnings/quarterly calls

directors

have been reviewed by Audit Committee

Whether shareholder approval obtained for material RPT

Whether details of RPT entered into pursuant to omnibus approval

Disclosure of notes on meeting

Date(s) of

meeting (if

any) in the

previous

quarter

Name of

Committee

Audit

Audit

and

Sr | Subject

VI. Affirmations

Regulations, 2015

Sr Subject

Committee

Committee

Nomination

remuneration committee

Stakeholders

Relationship

**V. Related Party Transactions** 

Committee

Sr

Sr

**Corporate Social Responsibility Committee** 

Sr

3

Name of Committee

members

MOHIT PARAKH

TRIPTY MODI

AVI LUNIA

Whether the Nomination and remuneration committee has a Regular Chairperson

Non-Executive -

**Independent Director** 

Non-Executive - Non

**Independent Director** 

Independent Director

MEMBER OF THE COMMITTEE

MEMBER OF THE COMMITTEE

Whether the Risk Management Committee has a Regular Chairperson

Whether the Corporate Social Responsibility Committee has a Regular Chairperson

Category 1 of

directors

Category 1 of

directors

Name of other committee

Notes for

not

providing

Date

Maximum gap

between any two

consecutive (in

number of days)

between

any two

consecutive

(in number

of days)

71

Name of

other

committee

Annexure 1

Whether

requirement of

Ouorum met

(Yes/No)

requirement

of Quorum

met

(Yes/No)

Yes

Yes

Yes

Yes

Compliance status

(Yes/No/NA)

Yes

NA

NA

Annexure 1

The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements)

The composition of the following committees is in terms of SEBI(Listing obligations and disclosure

The composition of the following committees is in terms of SEBI(Listing obligations and disclosure

requirements) Regulations, 2015. b. Nomination & remuneration committee

Annexure 1

Non-Executive -

Category 1 of directors

memberships in Audit/ Directorship Directorship Stakeholder Whether in Audit/ in listed in listed Stakeholder Committee special Tenure entities entities resolution Committee(s) held in listed Notes for Notes for Date of including this Initial Date of including this Date of Re-Date of including this entities passed? passing not listed entity director listed entity [Refer Reg. special appointment cessation listed entity including this providing providing appointment [with (Refer (in listed entity 17(1A) of PAN (Refer DIN resolution months) Regulation reference to Listing Regulation (Refer 17A of proviso to Regulations] 26(1) of Regulation Listing regulation 26(1) of Listing 17A(1) & Regulations) Regulations) Listing 17A(2)] Regulations) 27-12-22-08-6 5 1 NA 0 1999 2021 13-08-27-12-2 5 0 5 NA 1 2016 2021 27-12-13-08-3 6 0 4 5 NA 2016 2021 05-02-22-09-28-03-4 70 2 NA 6 6 8 2018 2023 2024 28-09-5 NA 40 4 4 3 3 2020 **Text Block** 

I. Composition of Board of Directors

No of

Start Date of disqualification

End Date of disqualification

No of

Independent

Number of

Details of disqualification

No of post of

Chairperson

Current status

Active

Active

Active

Active

Active

Textual Information(1) Mr. Avi Lunia passed away on dt.28.03.2024. **Audit Committee Details** Whether the Audit Committee has a Regular Chairperson Yes DIN Name of Committee Category 2 of Date of Date of Category 1 of directors Sr Remarks Number members directors Appointment Cessation Non-Executive -02033194 MOHIT PARAKH Chairperson 28-09-2020 Independent Director **CHANCHAL** Non-Executive - Non 2 07590027 01-04-2019 Member **RUNGTA** Independent Director Non-Executive -Textual 3 07687360 **AVI LUNIA** Member 01-04-2019 28-03-2024 Information(1) Independent Director **Sr Text Block** MR. AVI LUNIA PASSED AWAY ON DT.:28-03-2024 AND THEREFORE CEASED TO BE THE Textual Information(1) MEMBER OF TEH COMMITTEE

Yes

Date of

Appointment

28-09-2020

01-07-2018

01-07-2018

Date of

Cessation

28-03-2024

Remarks

Textual

Information(1)

Category 2 of

directors

MR. AVI LUNIA PASSED AWAY ON DT.:28-03-2024 AND THEREFORE CEASED TO BE THE

MR. AVI LUNIA PASSED AWAY ON DT.:28-03-2024 AND THEREFORE CEASED TO BE THE

Category 2 of

directors

Category 2 of

directors

Date of

Appointment

Date of

Appointment

Category 1 of directors

Total Number

of Directors

as on date of

the meeting

in the

Committee

as on date

of the

meeting

Date of

Cessation

Date of

Cessation

Category 2 of directors | Remarks

Number of

Directors present\*

(All directors

including

Independent

Present (All

Directors

including

Independent

Director)

5

5

5

Remarks

Remarks

No. of

Independent

Directors

attending the

meeting\*

the

meeting

(other

than

Board of

Directors)

2

2

Compliance status

www.kficl.com

Web address

www.kficl.com

www.kficl.com

www.kficl.com

If status is Noldetails of

non-compliance may be

given here.

(Yes/No)

Yes

Yes

Directors

attending

the

meeting\*

2

2

2

2

If status is Noldetails of non-

compliance may be given here.

Chairperson

Member

Member

**Sr Text Block** 

**Stakeholders Relationship Committee** Whether the Stakeholders Relationship Committee has a Regular Chairperson Yes Name of Committee DIN Category 2 of Date of Date of Category 1 of directors Remarks Sr Number members directors Appointment Cessation CHANCHAL Non-Executive - Non 07590027 28-09-2020 Chairperson **RUNGTA** Independent Director Non-Executive - Non TRIPTY MODI 07203672 Member 01-07-2018 Independent Director Non-Executive -Textual 3 07687360 AVI LUNIA 01-07-2018 28-03-2024 Member Information(1) Independent Director

**Sr Text Block** 

Director) 07-11-2023 Yes 5 5 2 18-01-2024 71 Yes Annexure 1 **IV. Meeting of Committees** Disclosure of notes on meeting of committees explanatory Date(s) of No. of Total meeting Maximum Number of members No. of Number of (Enter dates Whether Directors attending gap Independent Directors Reson for

not

providing

date

The composition of the following committees is in terms of SEBI(Listing obligations and disclosure Yes requirements) Regulations, 2015. c. Stakeholders relationship committee The composition of the following committees is in terms of SEBI(Listing obligations and disclosure NA requirements) Regulations, 2015. d. Risk management committee (applicable to the top 1000 listed entities) The committee members have been made aware of their powers, role and responsibilities as specified in SEBI Yes (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 Yes in SEBI (Listing obligations and disclosure requirements) Regulations, 2015. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. Yes Annexure 1 Subject Compliance status Name of signatory RISBH KUMAR SINGHI 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 If status is Noldetails of non-Compliance status Item Web address (Yes/No/NA) compliance may be given here. Details of business Yes www.kficl.com

Yes

NA

**Annexure II** 

Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)

Compliance status

(Yes/No/NA)

NA

NA

NA

Yes

NA

NA

Yes

Yes

purpose of determining materiality as required under regulation www.kficl.com Yes 30(5) Disclosures under regulation 30(8) Yes www.kficl.com Statements of deviation(s) or variations(s) as specified in Yes www.kficl.com regulation 32 Dividend Distribution policy as per Regulation 43A(1) NA Annual return as provided under section 92 of the Companies Act, Yes www.kficl.com 2013 Confirmation that the above disclosures are in a separate section as Yes www.kficl.com specified in regulation 46(2) Compliance with regulation 46(3) with respect to accuracy of Yes www.kficl.com disclosures on the website and timely updating Annexure II **II. Annual Affirmations** If status is Noldetails of non-Compliance status Sr Particulars Regulation Number compliance may be given (Yes/No/NA) here. Independent director(s) have been appointed in terms 16(1)(b) & 25(6) Yes of specified criteria of independence and/or eligibility 17(1), 17(1A) & 17(1C), 17(1D) & Board composition Yes 17(1E) Meeting of Board of directors 17(2) Yes Quorum of Board meeting 17(2A) Yes Yes Review of Compliance Reports 17(3) 17(4) Yes Plans for orderly succession for appointments 17(5) Yes Code of Conduct 17(6) Yes Fees/compensation Minimum Information 17(7) Yes **Compliance Certificate** 17(8) Yes **Annexure II II. Annual Affirmations** If status is Noldetails of non-Regulation Compliance status Sr Particulars Number (Yes/No/NA) compliance may be given here.

17(9)

17(10)

17(11)

17A

18(1)

18(2)

18(3)

19(1) & (2)

19(2A)

19(3A)

Regulation Number

20(1), 20(2) &

21(1),(2),(3),(4)

23(1), (1A), (5),

(6), & (8)

19(4)

20(2A)

20(3A)

20(4)

21(3A)

21(3B)

21(3C)

22

**Annexure II** 

Yes

Compliance status

(Yes/No/NA)

Yes

Yes

Yes

Yes

NA

NA

NA

NA

Yes

Yes

**Annexure II** 

If status is Noldetails of non-compliance

may be given here.

If status is Noldetails of non-Compliance status Regulation Sr Particulars Number (Yes/No/NA) compliance may be given here. Prior or Omnibus approval of Audit Committee for all 23(2), (3) Yes related party transactions Approval for material related party transactions Yes 23(4) Disclosure of related party transactions on consolidated 23(9) Yes Composition of Board of Directors of unlisted material 24(1) NA Subsidiary Other Corporate Governance requirements with respect to 24(2),(3),(4), NA subsidiary of listed entity (5) & (6)Alternate Director to Independent Director 25(1) Yes 37 Maximum Tenure 25(2) Yes Appointment, Re-appointment or removal of an Independent Director through special resolution or the alternate 25(2A) Yes mechanism 39 Meeting of independent directors 25(3) & (4) Yes Yes Familiarization of independent directors 25(7) Annexure II **II. Annual Affirmations** If status is Noldetails of non-Compliance status Regulation Sr Particulars compliance may be given Number (Yes/No/NA) here. 41 Declaration from Independent Director 25(8) & (9) Yes Directors and Officers insurance 25(10) NA Confirmation with respect to appointment of Independent 25(11) Yes Directors who resigned from the listed entity Memberships in Committees 26(1) Yes Affirmation with compliance to code of conduct from members of Board of Directors and Senior management 26(3) Yes personnel Disclosure of Shareholding by Non-Executive Directors 26(4) Yes Policy with respect to Obligations of directors and senior 26(2) & 26(5) Yes management Approval of the Board and shareholders for compensation or profit sharing in connection with dealings in the securities of 26(6) Yes the listed entity 26A(1) & Vacancies in respect Key Managerial Personnel Yes 26A(2) Any other information to be provided - Add Notes

Annexure II

Company Secretary and Compliance Officer

**Annexure II** 

Annexure II

Company Secretary and Compliance Officer

**Text Block** 

**Details of Cyber security incidence** 

**Signatory Details** 

Company Secretary and Compliance Officer

RISBH KUMAR SINGHI

KOLKATA

13-04-2024

Whether as per Regulation 27(2)(ba) of SEBI (LODR) Regulations, 2015 there has been cyber security incidents or breaches or loss of

THE COMPANY HAS NOT ADVANCED ANY LOAN/GUARANTEE/SECURITIES/COMFORT

LETTER TO ANY PROMOTER OR PROMOTER GROUP OR KMPs OR DIRECTORS

RISBH KUMAR SINGHI

RISBH KUMAR SINGHI

The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements

with respect to subsidiary of Listed Entity have been complied

Any other information to be provided

**Additional Half yearly Disclosure** 

Name of signatory

Designation

Applicability of disclosure

Textual Information(1)

Name of signatory

Place

Date

Designation of person

data or documents during the quarter

Reason for Non Applicability

	_
Not Applicable	
Textual Information(1)	
<b>K</b>	

**Compliance status** 

(Yes/No/NA)

NA

No