



B K BIRLA GROUP OF COMPANIES

# KESORAM TEXTILE MILLS LIMITED

Regd. Office & Factory : 42, GARDEN REACH ROAD, KOLKATA - 700 024, PHONE : 2469-7825/6788/2489-3472  
FAX : 2469 6788 ★ GRAM : "SPINWEAVE" ★ E-mail : ktmltext@vsnl.net

19th January, 2016

KYML/SH/SE/Reg.13(3)/SS/2016

The Secretary  
The Calcutta Stock Exchange Limited  
7, Lyons Range,  
Kolkata – 700 001

Dear Sir,

In compliance of provisions of Regulation 13(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015, the statement regarding status of investor complaints for the quarter ended 31<sup>st</sup> December, 2015 is given below:

SI No	Particulars	No of Investor Complaints
1	Pending at the beginning of the Quarter	NIL
2	Received during the Quarter	5
3	Disposed during the Quarter	5
4	Remaining unresolved at the end of the Quarter	NIL

Thanking you,

Yours faithfully,  
For KESORAM TEXTILE MILLS LIMITED

Company Secretary

CIN: L17114WB1999PLC089148

City Office & Share Department : 9/1, R. N. Mukherjee Road, Kolkata - 700 001 ● Phone: 2243-5453, 2242-9454  
Fax : 2210 9455 ● E-mail : kesocorp@cal3.vsnl.net.in



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FAX : 2469 6788 ★ GRAM : "SPINWEAVE" ★ E-mail : ktmltext@vsnl.net  
Ref.No.:KTML/SS/CSE/2016.

The Calcutta Stock Exchange Ltd.  
7, Lyons Range  
Kolkata-700 001

Dated: 14.01.2016

Dear Sirs,

In compliance of the Regulation 27(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015, find enclosed herewith a copy of the Compliance Report on Corporate Governance for the quarter ended **31st December, 2015**.

Hope, it meets the compliance.

Thanking you,

Yours faithfully,  
For, Kesoram Textile Mills Ltd.

  
7 Company Secretary

Encl:as above.

CIN: L17114WB1999PLC089148

City Office & Share Department : 9/1, R. N. Mukherjee Road, Kolkata - 700 001 ● Phone: 2243-5453, 2242-9454  
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1. Name of Listed Entity **KESORAM TEXTILE MILLS LIMITED**  
2. Quarter ending **DECEMBER, 2015**

**I. Composition of Board of Directors**

Title (Mr. / Ms)	Name of the Director	PAN <sup>§</sup> & DIN	Category (Chairperson /Executive/Non-Executive/Independent/Nominee) <sup>&amp;</sup>	Date of Appointment in the current term /cessation	Tenure*	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)
Mr.	Surendra Kumar Birla	DIN-00774279 PAN-AEGPB7482P	Chairperson/ Independent/ Non-Executive		1 year 3 months and 12 days	1	2	2
Mr.	Jayant Sogani	DIN-00121433 PAN-AISPS5925N	Independent/ Non-Executive		1 year 3 months and 12 days	1	3	None
Mr.	Uma Shankar Asopa	DIN-00305010 PAN-ACEPA4422C	Non-Independent/ Non-Executive			1	3	None
Mrs.	Suparna Hingorani	DIN-03138350 PAN-AAPPH2806Q	Independent/ Non-Executive	02.09.2015 (Appointed as ID on this date)	3 Months and 29 days	1	None	None

<sup>§</sup> PAN number of any director would not be displayed on the website of Stock Exchange

<sup>&</sup>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	Name of Committee members	Category (Chairperson/Executive/Non-Executive/independent/Nominee) <sup>&amp;</sup>
1. Audit Committee	Surendra Kumar Birla Jayant Sogani Uma Shankar Asopa	Chairperson/Independent/ Non-Executive Independent/ Non-Executive Non-Independent/ Non-Executive
2. Nomination & Remuneration Committee	Jayant Sogani Surendra Kumar Birla Uma Shankar Asopa	Independent/ Non-Executive Chairperson/Independent/ Non-Executive Non-Independent/ Non-Executive
3. Risk Management Committee (if applicable)	N.A.	N.A.
4. Stakeholders Relationship Committee	Surendra Kumar Birla Uma Shankar Asopa	Chairperson/Independent/ Non-Executive Non-Independent/ Non-Executive

<sup>&</sup> 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



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	Maximum gap between any two consecutive (in number of days)
29.07.2015	06.11.2015	100 DAYS

IV. Meeting of Committees			
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*
Audit Committee			
06.11.2015	YES	29.07.2015	100 days

\* 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) <sup>refer note below</sup>
Whether prior approval of audit committee obtained	Yes
Whether shareholder approval obtained for material RPT	Yes, Approval taken at AGM held on 02.09.2015 for KMP remuneration for F.Y. 2015-16, 2016-17 and 2017-18
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes, it will be taken in the ensuing audit committee meeting. Previous Quarter Approval taken on 06.11.2015

**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
  - Nomination & remuneration committee
  - Stakeholders relationship committee
  - Risk management committee (applicable to the top 100 listed entities)
- 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. No comment/observation/advice of Board of Directors was made in this regard.

**Name & Designation: B N KEDIA Company Secretary**

*[Signature]*

**Company Secretary / Compliance Officer / Managing Director / CEO**

**Note:**  
Information at Table I and II above need to be necessarily given in 1<sup>st</sup> quarter of each financial year. However if there is no change of information in subsequent quarter(s) of that financial year, this information may not be given by Listed entity and instead a statement "same as previous quarter" may be given.

