

[Home](#)[Validate](#)[Import XML](#)

## General information about company

Scrip code	507948
NSE Symbol	
MSEI Symbol	
SIN	INE130F01016
Name of the entity	KEY CORP LIMITED
Date of start of financial year	01-04-2022
Date of end of financial year	31-03-2023
Reporting Quarter	Yearly
Date of Report	31-03-2023
Risk management committee	Not Applicable
Market Capitalisation as per immediate previous Financial Year	Any other

[Prev](#)[Next](#)

Enter the quarter  
ended date only

Disclosure of notes in composition of board of directors explanatory						<div>Add Notes</div>			
Whether the listed entity has a Regular Chairperson						Yes			
Whether Chairperson is related to MD or CEO						No			
Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth	

Add

Delete

1	Mr	K.B.AGARWAL	ACAPAI120H	00339934	Non-Executive - Non Independent Director	Chairperson		01-07-1939
2	Mr	RAJ KUMAR GUPTA	ABZPG5911E	00200238	Non-Executive - Independent Director	Not Applicable		25-03-1961
3	Ms	MANJU JAIN	ABVP18634K	06971010	Non-Executive - Independent Director	Not Applicable		15-09-1949
4	Mr	MUKUL AGARWAL	ACAPAI128R	00234962	Non-Executive - Non Independent Director	Not Applicable		30-11-1965
5	Mr	RAVINDRA KUMAR TANDON	AAIPT9568N	00159472	Non-Executive - Independent Director	Not Applicable		24-06-1953
6	Mr	GOKUL DAS MAHESHWARI	ABXPM1573G	00235209	Executive Director	Not Applicable		06-07-1957

Prev



# Annexure I

## Annexure I to be submitted by listed entity on quarterly basis

### I. Composition of Board of Directors

#### Disqualification of Directors under section 164 of the Companies Act, 2013

Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status	Whether special resolution passed? [Refer: Reg. 17(1A) of Listing Regulations]	Date of passing special resolution
No				Active	Yes	10-08-2019
No				Active	No	
No				Active	No	
No				Active	No	
No				Active	No	
No				Active	NA	



Initial Date of appointment	Date of Re- appointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(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
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26-11-1985			0.00	1	0	0	0		
15-01-2019			60.00	1	1	0	1		
22-08-2015	08-08-2020		60.00	1	1	1	1		
10-06-2021	07-08-2021		0.00	1	0	0	0		
10-06-2021	07-08-2021		60.00	1	1	2	0		
10-10-2018	08-08-2020		60.00	1	0	1	0		

Next



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2	00159472	RAVINDRAN KUNJAR TANDON	Non-Executive - Independent Director	Member	10-06-2021	
3	00235209	GOKUL DAS MAHESHWARI	Executive Director	Member	03-05-2015	
4						
5						
6						
7						
8						
9						
10						

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	Remarks
1						
2						
3						
4						
5						
6						
7						
8						
9						
10						

Note: Please enter DIN. After entering DIN, Name of Committee members and Category 1 of Directors shall be pre-filled automatically

Corporate Social Responsibility Committee						
Whether the Corporate Social Responsibility Committee has a Regular Chairperson						
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Remarks
1						
2						
3						
4						
5						
6						
7						
8						
9						
10						

## Annexure 1

## IV. Meeting of Committees

## Disclosures of notes on meeting of committees explanatory

Slr	Name of Committee	Dates of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors Present (All Directors including Independent Director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
Add Delete										
1	Audit Committee	09-11-2022				Yes	6	3	3	0
2	Audit Committee	20-01-2023	71			Yes	6	3	3	0
3	Stakeholders Relationship Committee	31-10-2022				Yes	6	3	2	0
4	Stakeholders Relationship Committee	31-01-2023	91			Yes	6	3	2	0
Print										

Prev

Next

\* to be filled in only for the current quarter meetings



[Home](#)[Validate](#)

## Annexure 1

## III. Meeting of Board of Directors

Disclosure of notes on meeting of board of directors explanatory		Add/Deletes					
Sr	Date(s) of meeting (Enter dates of Previous quarter and current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Notes for not providing Date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors as on date of the meeting	Number of Directors present* (All directors including Independent Director)	No. of Independent Directors attending the meeting*
Add Delete							
1.	09-11-2022			Yes	6	5	3
2.	20-01-2023	71		Yes	6	6	3

[Prev](#)[Next](#)

\* to be filled in only for the current quarter meetings



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	Yes	
2	Whether shareholder approval obtained for material RPT	NA	
3	Whether details of RPT entered into omnibus approval have been reviewed by Audit Committee	Yes	

Disclosure of notes on related party transactions

Add Notes

Disclosure of notes of material transaction with related party

Add Notes

Prev

Next



## Annexure II

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

## 1. 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.keycorp.ltd.com
2	Terms and conditions of appointment of independent directors	Yes		www.keycorp.ltd.com
3	Composition of various committees of board of directors	Yes		www.keycorp.ltd.com
4	Code of conduct of board of directors and senior management personnel	Yes		www.keycorp.ltd.com
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		www.keycorp.ltd.com
6	Criteria of making payments to non-executive directors	Yes		www.keycorp.ltd.com
7	Policy on dealing with related party transactions	Yes		www.keycorp.ltd.com
8	Policy for determining 'material' subsidiaries	NA		
9	Details of familiarization programmes imparted to independent directors	Yes		www.keycorp.ltd.com
10	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		www.keycorp.ltd.com
11	email address for grievance redressal and other relevant details	Yes		www.keycorp.ltd.com
12	Financial results	Yes		www.keycorp.ltd.com
13	Shareholding pattern	Yes		www.keycorp.ltd.com
14	Details of agreements entered into with the media companies and/or their associates	NA		
15	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		
16	New name and the old name of the listed entity	Yes		www.keycorp.ltd.com
17	Advertisements as per regulation 47 (1)	Yes		www.keycorp.ltd.com
18	Credit rating or revision in credit rating obtained	NA		
19	Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	NA		
20	Whether company has provided information under separate section on its website as per Regulation 46(2)	Yes		www.keycorp.ltd.com
21	Materiality Policy as per Regulation 30	Yes		www.keycorp.ltd.com
22	Dividend Distribution policy as per Regulation 43A (as applicable)	Yes		www.keycorp.ltd.com
23	It is certified that these contents on the website of the listed entity are correct	Yes		www.keycorp.ltd.com
24	Disclosure of notes on website in terms of Listing Regulations explanatory [Text Block]		<a href="#">Add Notes</a>	



Home

Validate

## 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 <b>a. Audit Committee</b>	Yes
3	The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. <b>b. Nomination &amp; remuneration committee</b>	Yes
4	The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. <b>c. Stakeholders relationship committee</b>	Yes
5	The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. <b>d. Risk management committee (applicable to the top 1000 listed entities)</b>	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
9	Any comments/observations/advice of Board of Directors may be mentioned here:	<a href="#">Add Notes</a>

Prev

Next

## Annexure 1

Sr	Subject	Compliance status
1	Name of signatory	NAMRATA SHUKLA
2	Designation	Company Secretary and Compliance Officer



## 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(5)	Yes	
2	Board composition	17(1), 17(1A) & 17(1B)	Yes	
3	Meeting of Board of directors	17(2)	Yes	
4	Quorum of Board meeting	17(2A)	Yes	
5	Review of Compliance Reports	17(3)	Yes	
6	Plans for orderly succession for appointments	17(4)	Yes	
7	Code of Conduct	17(5)	Yes	
8	Fees/compensation	17(5)	Yes	
9	Minimum Information	17(7)	Yes	
10	Compliance Certificate	17(8)	Yes	
11	Risk Assessment & Management	17(9)	Yes	
12	Performance Evaluation of Independent Directors	17(10)	Yes	
13	Recommendation of Board	17(11)	Yes	
14	Maximum number of Directorships	17A	Yes	
15	Composition of Audit Committee	18(1)	Yes	
16	Meeting of Audit Committee	18(2)	Yes	
17	Composition of nomination & remuneration committee	19(1) & (2)	Yes	
18	Quorum of Nomination and Remuneration Committee meeting	19(2A)	Yes	
19	Meeting of Nomination and Remuneration Committee	19(3A)	Yes	
20	Composition of Stakeholder Relationship Committee	20(1), 20(2) & 20(2A)	Yes	
21	Meeting of Stakeholders Relationship Committee	20(3A)	Yes	
22	Composition and role of risk management committee	21(1), (2), (3), (4)	NA	
23	Meeting of Risk Management Committee	21(3A)	NA	
24	Vigil Mechanism	22	Yes	
25	Policy for related party Transaction	23(1), (1A), (5), (6), (7) & (8)	Yes	
26	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes	
27	Approval for material related party transactions	23(4)	Yes	
28	Disclosure of related party transactions on consolidated basis	23(9)	Yes	
29	Composition of Board of Directors of unlisted material Subsidiary	24(1)	NA	
30	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2), (3), (4), (5) & (6)	NA	
31	Annual Secretarial Compliance Report	24(A)	Yes	
32	Alternate Director to Independent Director	25(1)	NA	
33	Maximum Tenure	25(2)	Yes	
34	Meeting of independent directors	25(3) & (4)	Yes	
35	Familiarization of independent directors	25(7)	Yes	
36	Declaration from Independent Director	25(8) & (9)	Yes	
37	D & O Insurance for Independent Directors	25(10)	Yes	
38	Memberships in Committees	26(1)	Yes	
39	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes	
40	Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes	
41	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes	
Any other information to be provided				Add Notes

Prev

Next

## Annexure II

1	Name of signatory	NAMRATA SHUKLA
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	NA
Any other information to be provided		<div>Add Notes</div>

Prev

Next

Annexure II		
1	Name of signatory	NAMRATA SHUKLA Company Secretary and Compliance Officer
2	Designation	



### Additional Half yearly Disclosure

Applicability of disclosure		Applicable		Add Notes	
Reason for Non Applicability					
1. Disclosure of loans/ guarantees/comfort letters / securities etc. refer note below		The figure should be mentioned in Actual INR only			
(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	Finance outstanding at the end of six months			
Promoter or any other entity controlled by them	0.00	0.00			
Promoter Group or any other entity controlled by them	0.00	0.00			
Directors (including relatives) or any other entity controlled by them	0.00	0.00			
KMPs or any other entity controlled by them	0.00	0.00			
(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 of issuance during six months	Balance outstanding at the end of six months (taking into account any invocation)		
Promoter or any other entity controlled by them		0	0		
Promoter Group or any other entity controlled by them		0	0		
Directors (including relatives) or any other entity controlled by them		0	0		
KMPs or any other entity controlled by them		0	0		
(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 value of security provided during six months	Balance outstanding at the end of six months		
Promoter or any other entity controlled by them		0	0		
Promoter Group or any other entity controlled by them		0	0		
Directors (including relatives) or any other entity controlled by them		0	0		
KMPs or any other entity controlled by them		0	0		
(D) Additional Information		Add Notes			
II. Affirmations					
Affirmations		Compliance Status		Company Remarks	
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		Yes		Add Notes	
Name	SHRI RAM NARESH SINGH				
Designation	CFO				
Place	KANPUR				
Date	06-04-2023				



[Home](#)[Validate](#)

### Signatory Details

Name of signatory	NAMRATA SHUKLA
Designation of person	Company Secretary and Compliance Officer
Place	KANPUR
Date	06-04-2023

[Prev](#)