



KLJ Resources Limited

CORP. OFF. : KLJ HOUSE, 8A, SHIVAJI MARG, NAJAFGARH ROAD, NEW DELHI - 110 015 (INDIA)
TEL. : (011) 41427427-8-9, 45371400 E-MAIL : krl@kljindia.com WEBSITE : www.kljindia.com
CIN : L67120WB1986PLC041487

Date: 17.01.2024

To,

The Secretary,
The Calcutta Stock Exchange Ltd.
7, Lyons Range, Dalhousie,
Kolkata-700 001, West Bengal

CSE SECURITY CODE: 021095

Sub: Submission of Compliance Report on Corporate Governance under Regulation 27(2) of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 for the Quarter ended on 31st December, 2023

Dear Sir/Madam,

Please find enclosed herewith compliance report on corporate governance for the quarter ended on 31st December, 2023 as per Annexures 'I', to Securities and Exchange Board of India (SEBI) Circular No. SEBI/HO/CFD/CMD-2/P/CIR/2021/567 dated 31st May, 2021 read with Regulation 27(2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended.

Kindly take the same on record and oblige.

Thanking You,

Yours faithfully,

For KLJ RESOURCES LIMITED


(Ajai Kumar Gupta)
Company Secretary
Membership No.: FCS8020



Encl: As Stated

Report on Corporate Governance for the Quarter ended on 31st December, 2023
[pursuant to Regulation 27(2) of the SEBI (Listing obligations and Disclosure Requirements) Regulations 2015]

1. Name of Listed Entity: KLJ Resources Limited
 2. Quarter ending: 31st December, 2023

Scrip Code: [CSE: 021095]

I. Composition of Board of Directors

Title (Mr. / Ms.)	Name of the Director	PAN & DIN	Category (Chair-person / Executive / Non-Executive/ independent / & Nominee)	Initial Date of Appointment	Date of Re-appointment	Date of Cessation	Tenure	Date of Birth	No. of directorship in listed entities including this listed entity [In reference to regulation 17A(1)]	No of Independent Directors in listed entities including this listed entity [In reference to proviso to regulation 17A(1)]	Number of memberships in Audit/ Stakeholder Committee (s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chair-person in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)
Mr.	Hemant Jain	<u>AALPJ1370K</u> & <u>00506995</u>	Executive/ Managing Director	1st October, 2005	1st April, 2019	-	N.A	18th August, 1971	1	-	-	-
Mr.	Kamlendra Navratansingh Chauhan	<u>AABPC0837G</u> & <u>09695105</u>	Whole Time Director	12th August, 2022	-	-	N.A.	08th September, 1952	1	-	-	-
Mr.	Dilip Kumar Karn	<u>AALPK4457C</u> & <u>00061804</u>	Non-Executive	10th October, 1997	-	-	N.A	06th February, 1953	1	-	1	-
Ms.	Kalpna Seth	<u>BJVPS2326C</u> & <u>06949098</u>	Non-Executive/ Women Director	14th August, 2014	-	-	N.A	21st September, 1962	2	-	1	2
Mr.	Ram Parkash Makan	<u>AAGPM5132K</u> & <u>08574991</u>	Independent	14th November, 2019	-	-	4 Years 1 month	20th June, 1950	1	1	2	-
Mr.	Babulal Bhutoria	<u>AAIPB6650M</u> & <u>07143965</u>	Independent	15th December, 2023	-	-	15 days	23rd December, 1956	1	1	-	1

For KLJ Resources Limited


 Company Secretary

Whether Regular chairperson appointed	Yes
Whether Chairperson is related to managing director or CEO	No

II. Composition of Committees

Name of Committee	Whether Regular Chairperson appointed	Name of Committee members	Category (Chairperson / Executive/ Non-Executive/ independent/ Nominee)	Date of Appointment	Date of cessation
1. Audit Committee	Yes	Babulal Bhutoria Ram Parkash Makan Kalpana Seth	Independent/ Chairperson Independent Non-Executive	15th December, 2023 14th November, 2019 31st March, 2015	- - -
2. Nomination & Remuneration Committee	Yes	Babulal Bhutoria Kalpana Seth Ram Parkash Makan	Independent/ Chairperson Non-Executive Independent	15th December, 2023 31st March, 2015 14th November, 2019	- - -
3. Stakeholders Relationship Committee	Yes	Kalpana Seth Dilip Kumar Karn Ram Parkash Makan	Non-Executive/ Chairperson Non-Executive Independent	22nd May, 2015 14th November, 2014 14th November, 2019	- - -

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	Whether requirement of Quorum met	Number of Directors present	Number of independent directors present	Maximum gap between any two consecutive meetings (in number of days)
11th August, 2023 5th September, 2023	14th November, 2023 15th December, 2023	Yes Yes	5 5	1 2	5th September, 2023 to 14th November, 2023 14th November, 2023 to 15th December, 2023 69 days 30 days

IV. Meetings of Committees

Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)	Number of Directors present*	Number of independent directors present*	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings (in number of days)
Audit Committee Meetings 14th November, 2023	Yes	2	1	11th August, 2023	11th August, 2023 to 14th November, 2023 94 days

For KLJ Resources Limited


Company Secretary

V. Related Party Transactions		Compliance status (Yes/No/NA)
Subject		
Whether prior approval of audit committee obtained		Yes
Whether shareholder approval obtained for material RPT		N.A
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by the Audit Committee		Yes
VI. Affirmations		
<ol style="list-style-type: none"> 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 <ol style="list-style-type: none"> a. Audit Committee b. Nomination & Remuneration Committee c. Stakeholders Relationship 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 the Board of Directors. 		
Date: 17.01.2024 Place: New Delhi		 (Ajai Kumar Gupta) Company Secretary Membership No: FCS 8020

