

| General information about company | |
|--|----------------|
| Scrip code | 532081 |
| NSE Symbol | KSERASERA |
| MSEI Symbol | NA |
| ISIN | INE216D01026 |
| Name of the entity | KSS LIMITED |
| Date of start of financial year | 01-04-2022 |
| Date of end of financial year | 31-03-2023 |
| Reporting Quarter | Half Yearly |
| Date of Report | 30-09-2022 |
| Risk management committee | Not Applicable |
| 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

| of board of directors explanatory | | | | | | | | | | | | | | | | |
|--------------------------------------|-------------------------|--|---------------|---------------------------------------|--------------------------------|------------------------------|-----------------------------|----------------|---|------------------------------------|-----------------------------|------------------------|-------------------|--------------------------------|--|---|
| entity has a Regular Chairperson | | Yes | | | | | | | | | | | | | | |
| Chairperson related to Promoter | | No | | | | | | | | | | | | | | |
| | | Disqualification of Directors under section 164 of the Companies Act, 2013 | | | | | | | | | | | | | | |
| Category 1 of directors | Category 2 of directors | Category 3 of directors | Date of Birth | 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 | 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 Directors in listed entities including this listed entity (Refer Regulation 17A(1) Listing Regulations) |
| Executive Director | Chairperson | | 27-07-1970 | No | | | | | NA | | 20-09-2012 | 27-09-2022 | | 119 | 2 | 0 |
| Executive Director | Not Applicable | | 30-10-1993 | No | | | | | NA | | 30-11-2015 | 27-12-2021 | | 81 | 1 | 0 |
| Non-Executive - Independent Director | Not Applicable | | 04-02-1983 | No | | | | | No | | 23-01-2018 | 29-09-2018 | | 55 | 1 | 1 |
| Executive Director | Not Applicable | | 15-10-1982 | No | | | | | NA | | 05-12-2020 | 31-12-2020 | | 20 | 1 | 0 |

I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory

Whether the listed entity has a Regular Chairperson

| Category 1 of directors | Category 2 of directors | Category 3 of directors | Date of Birth | 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 | 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) |
|--------------------------------------|-------------------------|-------------------------|---------------|---------------------------------------|--------------------------------|------------------------------|-----------------------------|----------------|---|------------------------------------|-----------------------------|------------------------|-------------------|--------------------------------|--|---|
| Non-Executive - Independent Director | Not Applicable | | 20-10-1993 | No | | | | | No | | 05-12-2020 | 31-12-2020 | | 20 | 1 | 1 |
| Non-Executive - Independent Director | Not Applicable | | 07-10-1973 | No | | | | | No | | 14-08-2021 | 27-12-2021 | | 12 | 1 | 1 |

| Audit Committee Details | | | | | | | |
|---|------------|---------------------------|--------------------------------------|-------------------------|---------------------|-------------------|---------|
| Whether the Audit Committee has a Regular Chairperson | | | | | Yes | | |
| Sr | DIN Number | Name of Committee members | Category 1 of directors | Category 2 of directors | Date of Appointment | Date of Cessation | Remarks |
| 1 | 08053397 | SANDIP JOSHI | Non-Executive - Independent Director | Member | 23-01-2018 | | |
| 2 | 08191502 | BHARGAV VISHALBHAI AHIR | Non-Executive - Independent Director | Chairperson | 05-12-2020 | | |
| 3 | 09287831 | MONIKA MEENA | Non-Executive - Independent Director | Member | 14-08-2021 | | |

| Nomination and remuneration committee | | | | | | | |
|---|------------|---------------------------|--------------------------------------|-------------------------|---------------------|-------------------|---------|
| Whether the Nomination and remuneration committee has a Regular Chairperson | | | | | Yes | | |
| Sr | DIN Number | Name of Committee members | Category 1 of directors | Category 2 of directors | Date of Appointment | Date of Cessation | Remarks |
| 1 | 08053397 | SANDIP JOSHI | Non-Executive - Independent Director | Member | 23-01-2018 | | |
| 2 | 08191502 | BHARGAV VISHALBHAI AHIR | Non-Executive - Independent Director | Chairperson | 05-12-2020 | | |
| 3 | 09287831 | MONIKA MEENA | Non-Executive - Independent Director | Member | 14-08-2021 | | |

| Stakeholders Relationship Committee | | | | | | | |
|---|------------|---------------------------|--------------------------------------|-------------------------|---------------------|-------------------|---------|
| Whether the Stakeholders Relationship Committee has a Regular Chairperson | | | | | Yes | | |
| Sr | DIN Number | Name of Committee members | Category 1 of directors | Category 2 of directors | Date of Appointment | Date of Cessation | Remarks |
| 1 | 08053397 | SANDIP JOSHI | Non-Executive - Independent Director | Member | 23-01-2018 | | |
| 2 | 08191502 | BHARGAV VISHALBHAI AHIR | Non-Executive - Independent Director | Chairperson | 05-12-2020 | | |
| 3 | 09287831 | MONIKA MEENA | Non-Executive - Independent Director | Member | 14-08-2021 | | |

| 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 | Date of Cessation | Remarks |

| Corporate Social Responsibility Committee | | | | | | | |
|---|------------|---------------------------|-------------------------|-------------------------|---------------------|-------------------|---------|
| Whether the Corporate Social Responsibility Committee has a Regular Chairperson | | | | | No | | |
| Sr | DIN Number | Name of Committee members | Category 1 of directors | Category 2 of directors | Date of Appointment | Date of Cessation | Remarks |

| Other Committee | | | | | | |
|-----------------|------------|---------------------------|-------------------------|-------------------------|-------------------------|---------|
| Sr | DIN Number | Name of Committee members | Name of other committee | Category 1 of directors | Category 2 of directors | Remarks |

| Annexure 1 | | | | | | | | |
|--|---|--|---|------------------------------|--|---|---|---|
| Annexure 1 | | | | | | | | |
| III. Meeting of Board of Directors | | | | | | | | |
| Disclosure of notes on meeting of board of directors explanatory | | | | | | | | |
| Sr | Date(s) of meeting (if any) in the previous quarter | Date(s) of meeting (if any) in the current quarter | 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* |
| 1 | 30-05-2022 | | | | Yes | 6 | 6 | 3 |
| 2 | | 10-08-2022 | 71 | | Yes | 6 | 6 | 3 |
| 3 | | 05-09-2022 | 25 | | Yes | 6 | 6 | 3 |

| Annexure 1 | | | | | | | | | | |
|--|-------------------------------------|---|---|-------------------------|-------------------------------|--|---|--|---|--|
| IV. Meeting of Committees | | | | | | | | | | |
| Disclosure of notes on meeting of committees explanatory | | | | | | | | | | |
| Sr | Name of Committee | 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) | Name of other committee | Reason for not providing date | Whether requirement of Quorum met (Yes/No) | Total Number of Directors as on date of the meeting | Number of Directors (All directors including Independent director) | No. of Independent Directors attending the meeting* | No. of members attending the meeting (other than Board of Directors) |
| 1 | Audit Committee | 30-05-2022 | | | | Yes | 6 | 3 | 3 | 3 |
| 2 | Stakeholders Relationship Committee | 30-05-2022 | | | | Yes | 6 | 3 | 3 | 3 |
| 3 | Audit Committee | 10-08-2022 | 71 | | | Yes | 6 | 3 | 3 | 3 |
| 4 | Stakeholders Relationship Committee | 10-08-2022 | | | | Yes | 6 | 3 | 3 | 3 |

| 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 pursuant to omnibus approval have been reviewed by Audit Committee | Yes | |

| 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 a. Audit Committee | Yes |
| 3 | The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee | Yes |
| 4 | The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee | Yes |
| 5 | The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 1000 listed entities) | Yes |
| 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 |

| Annexure 1 | | |
|-------------------|-------------------|-------------------|
| Sr | Subject | Compliance status |
| 1 | Name of signatory | HARSH UPADHYAY |
| 2 | Designation | Director |

| Annexure III | | | | |
|--------------------------------------|--|--------------------------------------|-------------------------------|--|
| III. Affirmations | | | | |
| Sr | Particulars | Regulation Number | Compliance status (Yes/No/NA) | If status is "No" details of non-compliance may be given here. |
| 1 | Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website | 46(2) | Yes | |
| 2 | Presence of Chairperson of Audit Committee at the Annual General Meeting | 18(1)(d) | Yes | |
| 3 | Presence of Chairperson of the nomination and remuneration committee at the annual general meeting | 19(3) | Yes | |
| 4 | Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting | 20(3) | Yes | |
| 5 | Whether "Corporate Governance Report" disclosed in Annual Report | 34(3) read with para C of Schedule V | Yes | |
| Any other information to be provided | | | | |

| Annexure III | | |
|---------------------|-------------------|----------------|
| 1 | Name of signatory | HARSH UPADHYAY |
| 2 | Designation | Director |

| Additional Half yearly Disclosure | | |
|--|------------------------|--|
| Applicability of disclosure | Not Applicable | |
| Reason for Non Applicability | Textual Information(1) | |

| Signatory Details | |
|--------------------------|----------------|
| Name of signatory | Harsh Upadhyay |
| Designation of person | Director |
| Place | Mumbai |
| Date | 11-10-2022 |

