

# Krebs Biochemicals & Industries Limited

CIN: L24110AP1991PLC103912



## **THRU ONLINE FILING**

April 12,2024

BSE Ltd.  
Phiroze Jeejeebhoy Towers  
Dalal Street  
Mumbai 400 023  
Scrip Code - 524518

National Stock Exchange India Limited,  
Exchange Plaza, C-1, Block-G,  
Bandra Kurla Complex, Bandra - (East)  
Mumbai 400 051  
Scrip Code: KREBSBIO

Dear Sir / Madam,

### **Re: Corporate Governance Report for the quarter ended March 31, 2024.**

Pursuant to Regulation 27(2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we enclose herewith Coporate Govereance Report (Annexure I) of the Company for the quarter ended March 31, 2024.

Kindly acknowledge receipt of the same.

Thanking you,  
Yours Faithfully,

For Krebs Biochemicals and Industries Limited

Sd/-  
Keyur Doshi  
Company Secretary and Compliance officer

Encl: a/a



**FORMAT TO BE SUBMITTED BY LISTED ENTITY ON QUARTERLY BASIS**

1. Name of Listed Entity: **Krebs Biochemicals and Industries Limited**

2. Quarter ending: March 31, 2024

Whether the listed entity has a Regular Chairperson											Yes								
Whether Chairperson is related to Promoter											Yes								
Title (Mr. / Ms.)	Name of the Director	PAN <sup>S</sup> & DIN	Category (Chairperson /Executive /Non- Executive/ independent/ Nominee)	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 Regln 17 (1A) of Listing Regn	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)	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.	Ravi Ravindranath Tagore	ABAPT0425F & 00272977	Chairperson related to promoter /Non-Executive / Non Independent Director	08-08-1949	No	-	-	-	Active	Yes	27-09-2023	12.10.1992	13.08.2015	-	-	1	0	1	0
Mr.	Avinash Ravi	AEWPR8587D & 01616152	Non-Executive / Non Independent Director	15.02.1979	No	-	-	-	Active	NA	-	01.02.2009	30.07.2021	-	-	1	0	1	0
Mr.	Venkata Lakshmi Prasad Gundapaneni	AENPG3533M & 00017081	Non-Executive / Independent Director	31.07.1956	No	-	-	-	Active	NA	-	13.08.2014	25.09.2019	-	115.18	1	1	0	2
Mr.	Raj Kamal Prasad Verma	ABHPV666R & 02166789	Non-Executive / Independent Director	22.03.1949	No	-	-	-	Active	Yes	23-09-2021	12.02.2016	23.09.2021	-	97.19	3	3	2	2
Mr.	Satish Khemchand Khivsara	ACVVK3237G& 07244464	Non-Executive / Independent Director	21.06.1944	No	-	-	-	Active	Yes	25.09.2019	13.08.2015	25.09.2019	-	103.18	2	2	4	0
Mrs.	Malati Tangirala	AEUPT4243A & 07094957	Non-Executive / Independent Director	04.01.1950	No	-	-	-	Active	NA	-	13.02.2015	25.09.2019	-	109.18	1	1	1	0
Mr.	Pabitrakumar Kalipada Bhattacharyya	ACLPB6719Q & 07131152	Non-Executive / Non Independent Director	17.04.1969	No	-	-	-	Active	NA	-	30.07.2021	10.08.2023	-	-	2	0	2	0
Mr.	Jitendra Rameshchandra Shah	AACPS9407M & 09377846	MD / Executive / Director	29.10.1968	No	-	-	-	Active	NA	-	09.11.2021	10.08.2023	-	-	1	0	1	0

\$ PAN number of any director would not be displayed on the website of Stock Exchange  
 & 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.



Composition of Committees				
Committee	Name of Committee members	Date of appointment to the Committee	Date of Cessation	Category (Chairperson / Executive / Non-Executive / Independent / Nominee) &
Committee	Mr. Venkata Lakshmi Prasad Gundapaneni	09.11.2015	-	Chairman / Non-Executive / Independent Director
	Mr. Satish Khemchand Khivsara	09.11.2015	-	Non-Executive / Independent Director
	Mrs. Malati Tangirala	09.11.2015	-	Non-Executive / Independent Director
	Mr. Jitendra Shah	10.08.2023	-	MD / Executive Director
Production & Generation Committee	Mr. Satish Khemchand Khivsara	09.11.2015	-	Chairman / Non-Executive / Independent Director
	Mr. Venkata Lakshmi Prasad Gundapaneni	09.11.2015	-	Non-Executive / Independent Director
	Mrs. Malati Tangirala	09.11.2015	-	Non-Executive / Independent Director
	Mr. Ravi Ravindranath Tagore	09.11.2015	-	Non-Executive / Non- Independent Director
Shareholders Relationship Committee	Mr. Venkata Lakshmi Prasad Gundapaneni	09.11.2015	-	Chairman / Non-Executive / Independent Director
	Mr. Satish Khemchand Khivsara	09.11.2015	-	Non-Executive / Independent Director
	Mr. Ravi Ravindranath Tagore	09.11.2015	-	Non-Executive / Non- Independent Director
	Mr. Avinash Ravi	09.11.2015	-	Non-Executive / Non- Independent Director

7 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						
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)	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.	November 8, 2023		Yes	8	8	4
2.	January 17, 2024	69	Yes	8	7	3
3.	February 12, 2024	25	Yes	8	7	4

IV. Meeting of Committees (Audit Committee)							
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)	Whether requirement of quorum met (yes/No)	Total number of Directors in the Committee 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.	November 8, 2023		Yes	4	4	3	0
2.	February 12, 2024	95	Yes	4	4	3	0



<b>V. Meeting of Committees (Nomination and Remuneration Committee)</b>							
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)	Whether requirement of quorum met (yes/No)	Total number of Directors in the Committee 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.	January 17, 2024	-	Yes	4	3	2	-
2.	February 12, 2024	25	Yes	4	4	3	-

<b>VI. Meeting of Committees (Stakeholder Relationship Committee)</b>							
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)	Whether requirement of quorum met (yes/No)	Total number of Directors in the Committee 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.	November 08, 2023	-	Yes	4	4	2	-

<b>VIII. Related Party Transactions</b>	
Subject	Compliance status (Yes/No/N.A.) refer note below
Whether prior approval of audit committee obtained	Yes
Whether shareholder approval obtained for material RPT	Yes. Approval was obtained in the Annual General Meeting of the Company held on September 27, 2023.
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes

**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.

<b>X. Details of Cyber Security Incidence</b>	
Whether as per Regulation 27(2)(ba) of SEBI(LODR) Regulations, 2015 there has been cyber security incidents or breaches or loss of data or documents during the quarter	NO
Date of the event	Brief details of the event

<b>X. Affirmations</b>	<b>Compliance Status (Y/N)</b>
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	Yes
a. Audit Committee	Yes
b. Nomination & remuneration committee	Yes
c. Stakeholders relationship committee	Yes
d. Risk management committee (applicable to the top 100 listed entities)	NA
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.	Yes
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.	Yes
5. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. Any comments/observations/advice of Board of Directors may be mentioned here: -	Yes

Name & Designation : Keyur Doshi  
Company Secretary and Compliance Officer



I. 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.krebsbiochem.com
2	Terms and conditions of appointment of independent directors	Yes		www.krebsbiochem.com
3	Composition of various committees of board of directors	Yes		www.krebsbiochem.com
4	Code of conduct of board of directors and senior management personnel	Yes		www.krebsbiochem.com
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		www.krebsbiochem.com
6	Criteria of making payments to non-executive directors	Yes		www.krebsbiochem.com
7	Policy on dealing with related party transactions	Yes		www.krebsbiochem.com
8	Policy for determining ‘material’ subsidiaries	NA		
9	Details of familiarization programmes imparted to independent directors	Yes		www.krebsbiochem.com
10	Email address for grievance redressal and other relevant details	Yes		www.krebsbiochem.com
11	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		www.krebsbiochem.com
12	Financial results	Yes		www.krebsbiochem.com
13	Shareholding pattern	Yes		www.krebsbiochem.com
14	Details of agreements entered into with the media companies and/or their associates	NA		
15.1	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		
15.2	Audio or video recordings and transcripts of post earnings/quarterly calls	NA		
16	New name and the old name of the listed entity	NA		
17	Advertisements as per regulation 47 (1)	Yes		www.krebsbiochem.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	Secretarial Compliance Report	Yes		www.krebsbiochem.com
21	Materiality Policy as per Regulation 30 (4)	Yes		www.krebsbiochem.com
22	Disclosure of contact details of KMP who are authorized for the purpose of determining materiality as required under regulation 30(5)	Yes		www.krebsbiochem.com
23	Disclosures under regulation 30(8)	Yes		www.krebsbiochem.com
24	Statements of deviation(s) or variations(s) as specified in regulation 32	NA		



25	Dividend Distribution policy as per Regulation 43A(1)	NA	
26	Annual return as provided under section 92 of the Companies Act, 2013	Yes	www.krebsbiochem.com
27	Confirmation that the above disclosures are in a separate section as specified in regulation 46(2)	Yes	www.krebsbiochem.com
28	Compliance with regulation 46(3) with respect to accuracy of disclosures on the website and timely updating	Yes	www.krebsbiochem.com

#### 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(6)	Yes	
2	Board composition	17(1), 17(1A) & 17(1C), 17(1D) & 17(1E)	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(6)	NA	
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	Role of Audit Committee and information to be reviewed by the audit committee	18(3)	Yes	
18	Composition of nomination & remuneration committee	19(1) & (2)	Yes	
19	Quorum of Nomination and Remuneration Committee meeting	19(2A)	Yes	
20	Meeting of Nomination and Remuneration Committee	19(3A)	Yes	
21	Role of Nomination and Remuneration Committee	19(4)	Yes	
22	Composition of Stakeholder Relationship Committee	20(1), 20(2) & 20(2A)	Yes	
23	Meeting of Stakeholders Relationship Committee	20(3A)	Yes	
24	Role of Stakeholders Relationship Committee	20(4)	Yes	
25	Composition and role of risk management committee	21(1),(2),(3),(4)	NA	
26	Meeting of Risk Management Committee	21(3A)	NA	
27	Quorum of Risk Management Committee meeting	21(3B)	NA	
28	Gap between the meetings of the Risk Management Committee	21(3C)	NA	
29	Vigil Mechanism	22	Yes	
30	Policy for related party Transaction	23(1), (1A), (5), (6), & (8)	Yes	
31	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes	
32	Approval for material related party transactions	23(4)	Yes	



33	Disclosure of related party transactions on consolidated basis	23(9)	Yes	
34	Composition of Board of Directors of unlisted material Subsidiary	24(1)	NA	
35	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	NA	
36	Alternate Director to Independent Director	25(1)	NA	
37	Maximum Tenure	25(2)	Yes	
38	Appointment, Re-appointment or removal of an Independent Director through special resolution or the alternate mechanism	25(2A)	Yes	
39	Meeting of independent directors	25(3) & (4)	Yes	
40	Familiarization of independent directors	25(7)	Yes	
41	Declaration from Independent Director	25(8) & (9)	Yes	
42	Directors and Officers insurance	25(10)	NA	
43	Confirmation with respect to appointment of Independent Directors who resigned from the listed entity	25(11)	Yes	
44	Memberships in Committees	26(1)	Yes	
45	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes	
46	Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes	
47	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes	
48	Approval of the Board and shareholders for compensation or profit sharing in connection with dealings in the securities of the listed entity	26(6)	NA	
49	Vacancies in respect Key Managerial Personnel	26A(1) & 26A(2)	Yes	

**Annexure II**

<b>III. Affirmations</b>		
<b>Sr</b>	<b>Particulars</b>	<b>Compliance status (Yes/No/NA)</b>
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

**Annexure II**

1	Name of signatory	Keyur Doshi
2	Designation	Company Secretary and Compliance Officer



Additional Half yearly Disclosure			
Applicability of disclosure	Not Applicable		
Reason for Non Applicability	There are no loans, guarantees, comfort letters or securities in connection with any loan(s) given directly or indirectly by the Company to promoter(s), promoter group, director(s), key managerial personnel or any entity controlled by them		
<b>I. Disclosure of Loans/ guarantees/comfort letters /securities etc.refer note below</b>			<b>The Figure should be mentioned in Actual INR only</b>
<b>(A)Any loan or any other form of debt advanced by the listed entity directly or indirectly to</b>			
<b>Entity</b>	<b>Aggregate amount advanced during six months</b>	<b>Balance outstanding at the end of six months</b>	
Promoter or any other entity controlled by them			
Promoter Group or any other entity controlled by them			
Directors (including relatives) or any other entity controlled by them			
KMPs or any other entity controlled by them			
<b>(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</b>			
<b>Entity</b>	<b>Type (guarantee, comfort letter etc.)</b>	<b>Aggregate amount of issuance during six months</b>	<b>Balance outstanding at the end of six months(taking into account any invocation)</b>
Promoter or any other entity controlled by them			
Promoter Group or any other entity controlled by them			
Directors (including relatives) or any other entity controlled by them			
KMPs or any other entity controlled by them			
<b>(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</b>			
<b>Entity</b>	<b>Type of security (cash, shares etc.)</b>	<b>Aggregate value of security provided during six months</b>	<b>Balance outstanding at the end of six months</b>
Promoter or any other entity controlled by them			
Promoter Group or any other entity controlled by them			
Directors (including relatives) or any other entity controlled by them			
KMPs or any other entity controlled by them			
<b>(D) Additional Information</b>			
<b>II. Affirmations</b>			
<b>Affirmations</b>		<b>Compliance Status</b>	<b>Company Remarks</b>
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 promoter(s), promoter group, director(s) (including their relatives), key managerial personnel (including their relatives) or any entity controlled by them are in the economic interest of the company.			
Name			
Designation			
Place			
Date			





Signatory Details	
Name of signatory	Keyur Doshi
Designation of person	Company Secretary and Compliance Officer
Place	Mumbai
Date	11-04-2024