

General information about company	
Scrp code	505585
NSE Symbol	NOTLISTED
MSEI Symbol	NOTLISTED
ISIN	INE73SU010011
Name of the entity	KOVALAM INVESTMENT AND TRADING COMPANY LIMITED
Date of start of financial year	01-04-2023
Date of end of financial year	31-03-2024
Reporting Quarter	Yearly
Date of Report	31-03-2024
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							
Disclosure of notes on composition of board of directors explanatory						Textual Information(1)	
Whether the listed entity has a Regular Chairperson						No	
Whether Chairperson is related to MD or CEO						No	
Sl. No.	Name of the Director	DIN	DEN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth
1	Mr. NAVDEEP SHARMA	ADNPS0280J	00454285	Non-Executive - Non Independent Director	Not Applicable		02-06-1959
2	Mr. KOMAL JAIN	AAXDJ7153L	00399948	Non-Executive - Independent Director	Not Applicable		16-11-1954
3	Mrs. MANISHA OSWAL	AABPO2480K	06948181	Non-Executive - Non Independent Director	Not Applicable		10-06-1965
4	Mr. SURESH KUMAR SINGLA	AJDPS7089B	00403423	Non-Executive - Independent Director	Not Applicable		07-07-1950

I. Composition of Board of Directors					
Disqualification of Directors under section 164 of the Companies Act, 2013					
Sl	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status
1	No				Active
2	No				Active
3	No				Active
4	No				Active

I. Composition of Board of Directors													
Sr	Whether special resolution passed? (Refer 9(a) 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 the listed entity (Under Listing Regulations)	No of Independent Directorship in listed entities including the listed entity (Under Listing Regulations)	Number of membership in Audit Committee/ listed entity (Under Listing Regulations)	No of post of Chairperson or Audit Committee member including the listed entity (Under Listing Regulations)	Reason for Cessation	Status for providing PAN	Status for providing DIN
1	NA		31-05-2006				2	0	2	0			
2	NA		29-02-2020		49	1	1	2	2				
3	NA		16-12-2019				1	0	0	0			
4	Yes	27-06-2022	30-03-2022		24	3	3		4	1			

Text Block	
Textual Information(1)	Presently, The Company does not have regular Chairman. The Company has appointed Sh. Anil Karnn Singh as manager (KMP) of the Company to look after day to day work.

Annexure I	
II. Composition of Committees	
Disclosure of notes on composition of committees explanatory	Textual Information(1)

Annexure 1 Text Block	
Textual Information(1)	1. Risk Management Committee is not applicable to our Company. 2. Corporate Social Responsibility Committee is not applicable to our Company.

Audit Committee Details					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00399948	KOMAL JAIN	Non-Executive - Independent Director	Chairperson	29-02-2020		
2	00454285	NAVDEEP SHARMA	Non-Executive - Non Independent Director	Member	29-02-2020		
3	00403423	SURESH KUMAR SINGLA	Non-Executive - Independent Director	Member	30-03-2022		

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
1	00399948	KOMAL JAIN	Non-Executive - Independent Director	Chairperson	29-02-2020	
2	00454285	NAVDEEP SHARMA	Non-Executive - Non Independent Director	Member	29-02-2020	
3	00403423	SURESH KUMAR SINGLA	Non-Executive - Independent Director	Member	30-03-2022	

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 Constitution
1	00399948	KOMAL JAIN	Non-Executive - Independent Director	Chairperson	29-02-2020	
2	00454285	NAVDEEP SHARMA	Non-Executive - Non Independent Director	Member	29-02-2020	
3	00403423	SURESH KUMAR SINGLA	Non-Executive - Independent Director	Member	30-03-2022	

Risk Management Committee						
Whether the Risk Management Committee has a Regular Chairperson						

Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
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Corporate Social Responsibility Committee						
Whether the Corporate Social Responsibility Committee has a Regular Chairperson						

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Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
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Other Committee						
Sl	DDN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks

Annexure I								
III. Meeting of Board of Directors								
Disclosure of notes on meeting of board of directors explanatory								
Sl	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	10-11-2023				Yes	4	4	2
2		09-02-2024	90		Yes	4	4	2

Annexure I									
IV. Meeting of Committees									
Sr	Name of Committee	Disclosure of notes on meeting of committees explanatory							
		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 in the Committee as on date of the meeting	Number of Directors Present (All Directors including Independent Director)	No. of Directors attending the meeting (other than Board of Directors)
1	Audit Committee	10-11-2023				Yes	3	3	2
2	Audit Committee	09-02-2024	90			Yes	3	3	2
3	Stakeholders Relationship Committee	10-11-2023				Yes	3	3	2
4	Stakeholders Relationship Committee	09-02-2024	90			Yes	3	3	2

Annexure I		
V. Related Party Transactions		
SE	Subject	Compliance status (Yes/No/NA)
1	Whether prior approval of audit committee obtained	If status is "No" details of non-compliance may be given here.
2	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	

Annexure 1		
VI. Affirmations		
Sl	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)	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

Annexure I		
Sl	Subject	Compliance status
1	Name of signatory	Jyoti Sad
2	Designation	Company Secretary and Compliance Officer

Annexure II				
Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)				
I. Disclosure on website in terms of Listing Regulations				
Sl	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		<a href="http://www.ovmmahar.com/kovalam/about.php">http://www.ovmmahar.com/kovalam/about.php</a>
2	Terms and conditions of appointment of independent directors	Yes		<a href="http://www.ovmmahar.com/kovalam/pdf/terms_and_conditions_of_independent_directors.pdf">http://www.ovmmahar.com/kovalam/pdf/terms_and_conditions_of_independent_directors.pdf</a>
3	Composition of various committees of board of directors	Yes		<a href="http://www.ovmmahar.com/kovalam/pdf/Committees_of_Directors_23.pdf">http://www.ovmmahar.com/kovalam/pdf/Committees_of_Directors_23.pdf</a>
4	Code of conduct of board of directors and senior management personnel	Yes		<a href="http://www.ovmmahar.com/kovalam/pdf/Code-of-Conduct-of-board-of-directors-and-senior-management-personnel.pdf">http://www.ovmmahar.com/kovalam/pdf/Code-of-Conduct-of-board-of-directors-and-senior-management-personnel.pdf</a>
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		<a href="http://www.ovmmahar.com/kovalam/pdf/Whistle-Blower-Policy-2.pdf">http://www.ovmmahar.com/kovalam/pdf/Whistle-Blower-Policy-2.pdf</a>
6	Criteria of making payments to non-executive directors	Yes		<a href="http://www.ovmmahar.com/kovalam/pdf/criteria-of-making-payments-to-non-executive-directors-and-KMP.pdf">http://www.ovmmahar.com/kovalam/pdf/criteria-of-making-payments-to-non-executive-directors-and-KMP.pdf</a>
7	Policy on dealing with related party transactions	Yes		<a href="http://www.ovmmahar.com/kovalam/pdf/RPT_Policy.pdf">http://www.ovmmahar.com/kovalam/pdf/RPT_Policy.pdf</a>
8	Policy for determining material subsidiaries	NA		
9	Details of familiarization programmes imparted to independent directors	Yes		<a href="http://www.ovmmahar.com/kovalam/pdf/Familiarization-Programme-Imparted-2024.pdf">http://www.ovmmahar.com/kovalam/pdf/Familiarization-Programme-Imparted-2024.pdf</a>
10	Email address for grievance redressal and other relevant details	Yes		<a href="http://www.ovmmahar.com/kovalam/pdf/contact-information-of-persons-for-handling-investor-grievances.pdf">http://www.ovmmahar.com/kovalam/pdf/contact-information-of-persons-for-handling-investor-grievances.pdf</a>
11	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		<a href="http://www.ovmmahar.com/kovalam/pdf/contact-information-of-persons-for-handling-investor-grievances.pdf">http://www.ovmmahar.com/kovalam/pdf/contact-information-of-persons-for-handling-investor-grievances.pdf</a>
12	Financial results	Yes		<a href="http://www.ovmmahar.com/kovalam/financial-result.php">http://www.ovmmahar.com/kovalam/financial-result.php</a>
13	Shareholding pattern	Yes		<a href="http://www.ovmmahar.com/kovalam/pattern.php">http://www.ovmmahar.com/kovalam/pattern.php</a>
14	Details of agreements entered into with the media companies and/or their associates	NA		

Annexure II				
Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)				
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
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		
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		<a href="http://www.mahar.com/kovalam/newspaper-publications.php">http://www.mahar.com/kovalam/newspaper-publications.php</a>
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		<a href="http://www.mahar.com/kovalam/annual-secretarial-compliance.php">http://www.mahar.com/kovalam/annual-secretarial-compliance.php</a>
21	Materiality Policy as per Regulation 30 (4)	Yes		<a href="http://www.owmmahar.com/kovalam/pdf/Policy-for-determination-of-materiality-of-events-or-information-2.pdf">http://www.owmmahar.com/kovalam/pdf/Policy-for-determination-of-materiality-of-events-or-information-2.pdf</a>
22	Disclosure of contact details of KMP who are authorized for the purpose of determining materiality as required under regulation 30(5)	Yes		<a href="http://www.owmmahar.com/kovalam/pdf/Policy-for-determination-of-materiality-of-events-or-information-2.pdf">http://www.owmmahar.com/kovalam/pdf/Policy-for-determination-of-materiality-of-events-or-information-2.pdf</a>
23	Disclosures under regulation 30(8)	Yes		<a href="http://www.owmmahar.com/kovalam/pdf/Policy-on-Archival-of-Documents-2.pdf">http://www.owmmahar.com/kovalam/pdf/Policy-on-Archival-of-Documents-2.pdf</a>
24	Statements of deviation(s) or variation(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		<a href="http://www.owmmahar.com/kovalam/extract-of-annual-return.php">http://www.owmmahar.com/kovalam/extract-of-annual-return.php</a>
27	Confirmation that the above disclosures are in a separate section as specified in regulation 46(2)	Yes		<a href="http://www.owmmahar.com/kovalam/investor.php">http://www.owmmahar.com/kovalam/investor.php</a>
28	Compliance with regulation 46(3) with respect to accuracy of disclosures on the website and timely updating	Yes		<a href="http://www.owmmahar.com/kovalam/investor.php">http://www.owmmahar.com/kovalam/investor.php</a>

**Annexure II**

<b>II. Annual Affirmations</b>				
Slr	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)	Yes	
9	Minimum Information	17(7)	Yes	
10	Compliance Certificate	17(8)	Yes	

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.
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

Annexure II				
II. Annual Affirmations				
Slr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
21	Role of Nomination and Remuneration Committee	19(4)	Yes	
22	Composition of Stakeholder Relationship Committee	20(1), 20(2) & 20(3A)	Yes	
23	Meeting of Stakeholders Relationship Committee	20(3A)	Yes	
24	Rule of Stakeholders Relationship Committee	20(4)	Yes	
25	Composition and role of risk management committee	21(1),21(2),31(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	

II. Annual Affirmations				
Slr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
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	

Annexure II			
II. Annual Affirmations			
5r	Particulars	Regulation Number	Compliance status (Yes/No/NA)
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
Any other information to be provided - Add Notes			

Annexure II		
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1	Name of signatory	Jyoti Sad
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2	Designation	Company Secretary and Compliance Officer
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Annexure II	
III. Affirmations	
Sl. No.	Particulars
1	The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied
	Any other information to be provided

Compliance status (Yes/No/NA)
NA

Annexure II		
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1	Name of signatory	Jyoti Sad
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2	Designation	Company Secretary and Compliance Officer
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Additional Half yearly Disclosure			
Applicability of disclosure	Applicable		
Reason for Non Applicability	Textual Information(1)		
I. Disclosure of Loans/ guarantees/comfort letters / securities etc if refer ante below			
(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	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	16500000	39500000	
Directors (including relatives) or any other entity controlled by them	0	0	
KMPs or any other entity controlled by them	0	0	
(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 loan(s) 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	0
Promoter Group or any other entity controlled by them	0	0	0
Directors (including relatives) or any other entity controlled by them	0	0	0
KMPs or any other entity controlled by them	0	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	0
Promoter Group or any other entity controlled by them	0	0	0
Directors (including relatives) or any other entity controlled by them	0	0	0
KMPs or any other entity controlled by them	0	0	0
(D) Additional Information			Textual Information(2)
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 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.		Yes	Textual Information(3)
Name	Jyoti Sud		
Designation	CFO		
Place	Ludhiana		
Date	19-04-2024		

Details of Cyber security incidence		
Whether as per Regulation 2(72)(b) of SEBI (LODR) Regulations, 2015 there has been cyber security incidents or breaches or loss of data or documents during the quarter		No
Number of cyber security incidence or breaches or loss of data event occurred during the quarter		
Sr.	Date of the event	Brief details of the event

Signatory Details	
Name of signatory	Zyoti Sud
Designation of person	Company Secretary and Compliance Officer
Place	Ludhiana
Date	19-04-2024

