

# ADILAKSHMI ENTERPRISES LIMITED

(formerly known as KLJ Plastics Limited)

Regd. Office: H. No. 3-5-1089/12, Opp. YMCA, Narayanguda, Hyderabad- 500029

Tel: 011-25459706, E-mail: kljplastic@yahoo.com, Website: www.kljplastics.in

CIN: L25209TG1978PLC002334

Date: 13.04.2023

To,

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

CSE SECURITY CODE: 021060

**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 31<sup>st</sup> March, 2023**

Dear Sir/Madam,

Please find enclosed herewith compliance report on corporate governance for the quarter ended on 31<sup>st</sup> March, 2023 as per Annexures 'I', Annexure 'II' and Annexure 'IV' to Securities and Exchange Board of India (SEBI) Circular No. SEBI/HO/CFD/CMD-2/P/CIR/2021/567 dated 31<sup>st</sup> 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 ADILAKSHMI ENTERPRISES LIMITED

  
(Divya Bajaj)  
Company Secretary  
M.No. A55440



Encl: As Stated

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

1. Name of listed Entity: Adilakshmi Enterprises Limited (formerly known as KU Plastics Limited)      Scrip Code: [CSE: 021060]

2. Quarter ending: 31st March, 2023

**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 director-ship in listed entities including this listed entity [In reference to regulation 17A(1)]	No of Independent Directorship in listed entities including this listed entity [In reference to proviso to regulation 17A(1)]	Number of member-ships 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.	Deepak Bajaj	AJIPB3337L & 08191638	Executive/ Whole Time Director	3rd August, 2018	12th April, 2019	-	N.A	27th June, 1980	1	-	-	-
Mr.	Laxmi Narayan Sunthwal	ADVPS0555L & 06940577	Non-Executive Director	5th August, 2014	-	-	N.A	5th February, 1964	1	-	1	-
Ms.	Kalpana Seth	BJVPS2326C & 06949098	Non-Executive/ Women Director	21st December, 2015	-	-	N.A	21st September, 1962	2	-	1	2
Mr.	Laxmi Pat Bhutoria	AALPB1945N & 07143023	Independent	24th December, 2021	-	-	15 Months & 7 days	22nd October, 1959	1	1	1	1
Mr.	Ramesh Chandra kandpal	AQWPK0132D & 09445473	Independent	24th December, 2021	-	-	15 Months & 7 days	13th May, 1972	1	1	2	-

**For ADILAKSHMI ENTERPRISES LIMITED**

*Signature*

**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	Laxmi Pat Bhutoria Ramesh Chandra Kandpal Laxminarayan Sunthwal	Independent/ Chairperson Independent Non-Executive	24th December, 2021 24th December, 2021 5th August, 2014	- - -
2. Nomination & Remuneration Committee	Yes	Ramesh Chandra Kandpal Laxmi Pat Bhutoria Kalpana Seth	Independent/ Chairperson Independent Non-Executive	24th December, 2021 24th December, 2021 21st December, 2015	- - -
3. Stakeholders Relationship Committee	Yes	Kalpana Seth Ramesh Chandra Kandpal Laxmi Pat Bhutoria	Non-Executive/ Chairperson Independent Independent	21st December, 2015 24th December, 2021 24th December, 2021	- - -

#### 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 October, 2022 11th November, 2022 26th December, 2022	10th February, 2023	Yes	4	1	11/10/2022 to 11/11/2022- 30 days 11/11/2022 to 26/12/2022- 44 days 26/12/2022 to 10/02/2023- 45 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 10th February, 2023	Yes	3	2	11th November, 2022	11/11/2022 to 10/02/2023- 90 days

For ADILAKSHMI ENTERPRISES

COMPANY SECRETARY



<b>V. Related Party Transactions</b>	
Subject	Compliance status (Yes/No/NA)
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	N/A
<b>VI. Affirmations</b>	
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 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: Place: New Delhi <div style="text-align: right;">   <b>(Divya Bajaj)</b>  Company Secretary  M. No. A55440 </div> <div style="text-align: center;">  </div>	

## ANNEXURE II

<b>I. Disclosure on website in terms of Listing Regulations</b>		
<b>Item</b>	<b>Compliance status (Yes/No/NA)</b>	<b>If Yes provide link to website. If No / NA provide reasons</b>
<b>As per regulation 46(2) of the LODR:</b>		
Details of business	Yes	<a href="http://adilakshmi.in/">http://adilakshmi.in/</a>
Terms and conditions of appointment of independent directors	Yes	<a href="http://adilakshmi.in/">http://adilakshmi.in/</a>
Composition of various committees of board of directors	Yes	<a href="http://adilakshmi.in/">http://adilakshmi.in/</a>
Code of conduct of board of directors and senior management personnel	Yes	<a href="http://adilakshmi.in/">http://adilakshmi.in/</a>
Details of establishment of vigil mechanism/ Whistle Blower policy	Yes	<a href="http://adilakshmi.in/">http://adilakshmi.in/</a>
Criteria of making payments to non-executive directors	Yes	<a href="http://adilakshmi.in/">http://adilakshmi.in/</a>
Policy on dealing with related party transactions	Yes	<a href="http://adilakshmi.in/">http://adilakshmi.in/</a>
Policy for determining 'material' subsidiaries	Yes	<a href="http://adilakshmi.in/">http://adilakshmi.in/</a>
Details of familiarization programmes imparted to independent directors	Yes	<a href="http://adilakshmi.in/">http://adilakshmi.in/</a>
Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes	<a href="http://adilakshmi.in/">http://adilakshmi.in/</a>
Email address for grievance redressal and other relevant details	Yes	<a href="http://adilakshmi.in/">http://adilakshmi.in/</a>
Financial results	Yes	<a href="http://adilakshmi.in/">http://adilakshmi.in/</a>
Shareholding pattern	Yes	<a href="http://adilakshmi.in/">http://adilakshmi.in/</a>
Details of agreements entered into with the media companies and/or their associates	NA	-
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	-
New name and the old name of the listed entity	Yes	<a href="http://adilakshmi.in/">http://adilakshmi.in/</a>
Advertisements as per regulation 47 (1)	NA	-
Credit rating or revision in credit rating obtained by the entity for all its outstanding instruments	NA	-
Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	NA	-
<b>As per other regulations of the LODR:</b>		
Whether company has provided information under separate section on its website as per Regulation 46(2)	Yes	<a href="http://adilakshmi.in/">http://adilakshmi.in/</a>
Materiality Policy as per Regulation 30	Yes	<a href="http://adilakshmi.in/">http://adilakshmi.in/</a>
Dividend Distribution policy as per Regulation 43A (as applicable)	NA	-
It is certified that these contents on the website of the listed entity are correct		

For ADILAKSHMI ENTERPRISES LIMITED

  
 COMPANY SECRETARY



<b>II Annual Affirmations</b>		
<b>Particulars</b>	<b>Regulation Number</b>	<b>Compliance status (Yes/No/NA)</b>
Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b) & 25(6)	Yes
Board composition	17(1), 17(1A) & 17(1B)	Yes
Meeting of Board of directors	17(2)	Yes
Quorum of board meeting	17(2A)	Yes
Review of Compliance Reports	17(3)	Yes
Plans for orderly succession for appointments	17(4)	NA
Code of Conduct	17(5)	Yes
Fees/compensation	17(6)	Yes
Minimum Information	17(7)	Yes
Compliance Certificate	17(8)	Yes
Risk Assessment & Management	17(9)	NA
Performance Evaluation of Independent Directors	17(10)	Yes
Recommendation of board	17(11)	Yes
Maximum number of directorships	17A	Yes
Composition of Audit Committee	18(1)	Yes
Meeting of Audit Committee	18(2)	Yes
Composition of nomination & remuneration committee	19(1) & (2)	Yes
Quorum of Nomination and Remuneration Committee meeting	19(2A)	Yes
Meeting of Nomination & Remuneration Committee	19(3A)	Yes
Composition of Stakeholder Relationship Committee	20(1), 20(2) & 20(2A)	Yes
Meeting of Stakeholder Relationship Committee	20(3A)	Yes
Composition and role of risk management committee	21(1), (2), (3), (4)	NA
Meeting of Risk Management Committee	21(3A)	NA
Vigil Mechanism	22	Yes
Policy for related party Transaction	23(1), (1A), (5), (6), (7) & (8)	Yes
Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes
Approval for material related party transactions	23(4)	NA
Disclosure of related party transactions on consolidated basis	23(9)	Yes
Composition of Board of Directors of unlisted material Subsidiary	24(1)	NA
Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2), (3), (4), (5) & (6)	NA
Annual Secretarial Compliance Report	24A	Yes
Alternate Director to Independent Director	25(1)	NA
Maximum Tenure	25(2)	Yes
Meeting of independent directors	25(3) & (4)	Yes
Familiarization of independent directors	25(7)	Yes
Declaration from Independent Director	25(8) & (9)	Yes
Directors and Officers insurance	25(10)	NA
Memberships in Committees	26(1)	Yes

For ADILAKSHMI ENTERPRISES LIMITED  
  
 COMPANY SECRETARY

Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes
Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes
Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes

### III Affirmations:

The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied. The company does not have any Material Subsidiary as on the date of this report.

Date: 13.04.2023  
Place: New Delhi



*Divya Bajaj*

(Divya Bajaj)  
Company Secretary  
Membership No. A55440

**ANNEX IV****Corporate Governance Report on a half yearly basis ended on 31<sup>st</sup> March, 2023****Scrip Code: [CSE: 021060]**1. Half year ending: 31<sup>st</sup> March, 2023

<b>I. Disclosure of Loans/guarantees/comfort letters/securities etc.</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	NIL	NIL	
Promoter Group or any other entity controlled by them	NIL	NIL	
Directors (including relatives) or any other entity controlled by them	NIL	NIL	
KMPs or any other entity controlled by them	NIL	NIL	
<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 advanced during six months</b>	<b>Balance outstanding at the end of six months</b>
Promoter or any other entity controlled by them	NIL	NIL	NIL
Promoter Group or any other entity controlled by them	NIL	NIL	NIL
Directors (including relatives) or any other entity controlled by them	NIL	NIL	NIL
KMPs or any other entity controlled by them	NIL	NIL	NIL
<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 amount advanced during six months</b>	<b>Balance outstanding at the end of six months</b>
Promoter or any other entity controlled by them	NIL	NIL	NIL
Promoter Group or any other entity controlled by them	NIL	NIL	NIL
Directors (including relatives) or any other entity controlled by them	NIL	NIL	NIL
KMPs or any other entity controlled by them	NIL	NIL	NIL

For ADILAKSHMI ENTERPRISES LIMITED

  
 COMPANY SECRETARY



**II. Affirmations:**

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: Deepak Bajaj**  
**Designation: Whole-time Director**  
**DIN: 08191638**



**Dated: 13.04.2023**

**Note**

1. These disclosures shall exclude any loan (or other form of debt), guarantee / comfort letter (by whatever name called) or security provided in connection with any loan or any other form of debt;
  - a) by a government company to/ for the Government or government company
  - b) by the listed entity to/ for its subsidiary [and joint-venture company] whose accounts are consolidated with the listed entity.
  - c) by a banking company or an insurance company ; and
  - d) by the listed entity to its employees or directors as a part of the service conditions
2. If the Listed Entity would like to provide any other information, the same may be indicated as Para D in the above table.