



L&T IDPL

Kudgi Transmission Limited

(A wholly owned Subsidiary of L&T IDPL)
Survey no.5, Vasanta Narsapura Village,
Near NH-4, Behind Bellavi Road, Kora Hobli,
District & Taluka – Tumkur, PIN-572128, Karnataka.

October 20, 2021

To
The Bombay Stock Exchange
1st Floor, New Trade Ring, Rotunda Building
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai – 400001

Dear Sir/ Madam,

Sub.: Report on Corporate governance

Please find enclosed Report on Corporate governance for the period ended September 30, 2021 as per Regulation 27(2) of SEBI (LODR) Regulations, 2015 as amended.

This is for your kind information and records.

Thanking you

Yours faithfully
For KUDGI TRANSMISSION LIMITED

R.G. Ramachandran
Company Secretary

R.G. Ramachandran
20 Oct 2021

	<p>SPAN 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</p> <p>* 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.</p>
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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	No	Mr. PRAMOD SUSHILA KAPOOR Mr. KOSHY VARGHESE Ms. SAMYUKTHA SURENDRAN	Non-Executive Independent	22/04/2019 29/04/2015 29/04/2015	
2. Nomination & Remuneration Committee	No	Mr. P. G. SURESHKUMAR Mr. KOSHY VARGHESE Ms. SAMYUKTHA SURENDRAN	Non-Executive Independent	15/03/2017 29/04/2015 29/04/2015	
3. Risk Management Committee (if applicable)	Yes	Mr. PRAMOD SUSHILA KAPOOR Mr. P. G. SURESHKUMAR Mr. KOSHY VARGHESE	Non-Executive (Chairperson) Non-Executive Independent	11/10/2021 11/10/2021 11/10/2021	
4. Stakeholders Relationship Committee	Yes	Mr. P. G. SURESHKUMAR Mr. PRAMOD SUSHILA KAPOOR Ms. SAMYUKTHA SURENDRAN	Non-Executive (Chairperson) Non-Executive Independent	11/10/2021 11/10/2021 11/10/2021	
<i>& 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</i>					

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 (in number of days)
15/04/2021	10/07/2021	Yes / No Yes	4	2	85
<i>* to be filled in only for the current quarter meetings</i>					

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*
10/07/2021 (Audit Committee)	Yes / No Yes	3	2	15/04/2021	85

* This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional
 **to be filled in only for the current quarter meetings

V. Related Party Transactions

Subject	Compliance status (Yes/No/NA)
Whether prior approval of audit committee obtained	Yes
Whether shareholder approval obtained for material RPT	NA
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by the Audit Committee	Yes

Note:
 1 In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/NA. 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.

VI. Affirmations

- The composition of Board of Directors is in terms of SEBI (Listing Obligations and Disclosure requirements) Regulations, 2015. *Yes*
- The composition of the following committees is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015
 - Audit Committee *Yes*
 - Nomination & Remuneration Committee *Yes*
 - Stakeholders Relationship Committee *NO*
 - Risk management committee (as applicable) *NO*
- 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*
- 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*

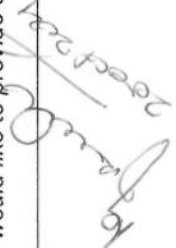
5. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. Any comments/observations/advice of the board of directors may be mentioned here. **NO**

*For
R.G. Ramachandran
20 Oct 2011*

R.G. Ramachandran
Company Secretary & Compliance Officer

Note:
Information at Table I and II above need to be necessarily given in 1st quarter of each financial year. However, if there is no change of information in subsequent quarter(s) of that financial year, this information may not be given by Listed entity and instead a statement "same as previous quarter" may be given.

Report on Corporate Governance
Format to be submitted by listed entity at the end of 6 months from the close of financial year

Affirmations		Regulation Number	Compliance status (Yes/No/NA)
Broad heading			
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	
Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	No (to be complied in future)	
Presence of Chairperson of the nomination and remuneration committee at the annual general Meeting	19(3)	No (to be complied in future)	
Presence of Chairperson of the Stakeholder Relationship committee at the annual general Meeting	20(3)	No (Committee was constituted w.e.f. 11.10.2021)	
Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	No (will be complied in next Annual Report)	
<p>Note</p> <p>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.</p> <p>2 If status is "No" details of non-compliance may be given here.</p> <p>3 If the Listed Entity would like to provide any other information the same may be indicated here.</p>			
 R.G. Ramachandran Company Secretary & Compliance Officer			

ANNEX IV

Format to be submitted twice a year, on a half yearly basis by the listed entity at the end of every 6 months of the financial year

Half year ending – 30.09.2021

I. Disclosure of Loans / guarantees / comfort letters / securities etc.

(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	1,12,50,00,000	1,12,50,00,000
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) 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 issuance during six months	Balance outstanding at the end of six months (taking into account any invocation)
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	-	-	-

(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	-	-	-
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	-	-	-

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/Group.

Name & Designation



**R Lino Asir
Chief Financial Officer**

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..