

KIL/SE/Reg. 27(2)/2025-2026

January 14, 2026

BSE Ltd. First Floor, New Trading Ring, Rotunda Building, Phiroze Jeejeebhoy Towers, Dalal Street, Fort, Mumbai – 400001	National Stock Exchange of India Ltd. “Exchange Plaza”, Plot no. C/1, G. Block Bandra-Kurla Complex, Bandra (E) Mumbai – 400051	The Calcutta Stock Exchange Ltd. 7, Lyons Range, Kolkata – 700001
(BSE Equity Scrip Code – 502937)	(NSE Symbol – KESORAMIND)	(CSE Scrip code – 1000020)

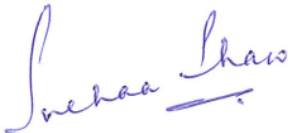
Sub: Compliance Report on Corporate Governance under Regulation 27(2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the quarter ended December 31, 2025.

Dear Sir / Madam,

In Compliance of the Regulation 27(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, enclosed please find herewith a copy of the Compliance Report on Corporate Governance for the quarter ended December 31, 2025.

Thanking you,

Yours faithfully,
Kesoram Industries Limited



Snehaa Shaw
Company Secretary & Compliance Officer



Encl: As above

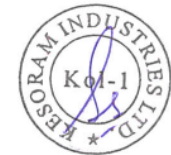
I. Composition of Board of Directors

Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Date of Birth	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)	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)
1	Mr	SATISH NARAIN JAJOO	AETPJ5546B	07524333	Non-Executive - Independent Director	Chairperson	30-06-1959	NA	NA	12-08-2021	17-06-2022		52.00	1	1	1	0
2	Ms	JIKYEONG KANG*	ZZZZZ9999Z	08045661	Non-Executive - Non Independent Director	Not Applicable	22-10-1961	NA	NA	10-01-2018	11-08-2022			1	0	1	0
3	Mrs	MANGALA RADHAKRISHNA PRABHU	AAGPP5122Q	06450659	Non-Executive - Independent Director	Not Applicable	15-04-1955	NA	NA	14-05-2021			56.00	5	5	8	3
4	Mrs	RASHMI BIHANI	AQLPK9763D	07062288	Non-Executive - Independent Director	Not Applicable	15-04-1980	NA	NA	22-04-2024			20.00	4	4	5	0
5	Mr	PADMALOCHANAN RADHAKRISHNAN	AAOPR4248M	08284551	Executive Director	Not Applicable	04-02-1968	NA	NA	08-08-2019	08-08-2025			1	0	1	0
6	Mr	JITENDRA KUMAR AGARWAL	ACXPA1815G	06830635	Non-Executive - Independent Director	Not Applicable	05-01-1965	NA	NA	26-03-2025			10.00	2	1	2	2

Whether the listed entity has a Regular Chairperson: Yes

Whether Chairperson is related to MD or CEO: No

* Jikyeong Kang is a Foreign Director



II. Composition of Committees

A) Audit Committee :-

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
1	06450659	MANGALA RADHAKRISHNA PRABHU	Non-Executive - Independent Director	Chairperson*	22-04-2024	
2	08045661	JIKYEONG KANG	Non-Executive - Non Independent Director	Member	10-01-2018	
3	07524333	SATISH NARAIN JAJOO	Non-Executive - Independent Director	Member	22-04-2024	

* Mrs. Mangala Radhakrishna Prabhu was appointed as Chairperson of Audit Committee w.e.f 16.07.2025

B) 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	06450659	MANGALA RADHAKRISHNA PRABHU	Non-Executive - Independent Director	Chairperson	15-07-2022	
2	08045661	JIKYEONG KANG	Non-Executive - Non Independent Director	Member	10-02-2021	
3	06830635	Jitendra Kumar Agarwal	Non-Executive - Independent Director	Member	16-07-2025	

C) 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
1	06450659	MANGALA RADHAKRISHNA PRABHU	Non-Executive - Independent Director	Chairperson	15-07-2022	
2	07062288	RASHMI BIHANI	Non-Executive - Independent Director	Member	22-04-2024	
3	08284551	PADMALOCHANAN RADHAKRISHNAN	Executive Director	Member	08-08-2019	

D) Risk Management Committee

Whether the Risk Management 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	07524333	SATISH NARAIN JAJOO	Non-Executive - Independent Director	Chairperson	15-07-2022	
2	08284551	PADMALOCHANAN RADHAKRISHNAN	Executive Director	Member	05-07-2021	
3	00000000	SNEHAA SHAW	COMPANY SECRETARY	Member	14-07-2025	



Annexure I							
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)	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*	No. of Independent Directors attending the meeting*
1	14-07-2025		NA	Yes	7	7	6
2	18-08-2025	34	NA	Yes	6	6	5
3	17-10-2025	59	NA	Yes	6	6	4

* to be filled in only for the current quarter meetings

IV. Meeting of Committees									
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 Directors)	No. of Independent Directors attending the meeting*
1	Audit Committee	14-07-2025			NA	Yes	4	3	3
2	Audit Committee	18-08-2025	34		NA	Yes	3	3	2
3	Audit Committee	17-10-2025	59		NA	Yes	3	3	2

* to be filled in only for the current quarter meetings

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	

Disclosure of notes on related party transactions: Details of RPT entered into from 01.10.2025 to 31.12.2025 pursuant to omnibus approval will be reviewed by the Audit Committee at its ensuing Committee Meeting. Preceding Quarter transactions i.e. from 01.07.2025 to 30.09.2025 were reviewed by the Committee at its Meeting held on 17.10.2025



Details of Cyber security incidence

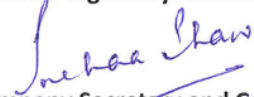
Whether as Regulation 27(2)(ba) of SEBI (LODR) Regulations, 2015 there has been Cyber Security incidents or breaches or loss of data or documents during the quarter		NO
Date of the event		Brief details of the event



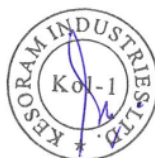
VI. Affirmations

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)	No
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	The report submitted in the previous quarter has been placed before Board of Directors.	Yes

Name of Signatory: Snehaa Shaw



Company Secretary and Compliance Officer



Place: Kolkata

Date: 14-01-2026