



KERALA FINANCIAL CORPORATION

HO: VELLAYAMBALAM, THIRUVANANTHAPURAM - 695 033

Phone : 0471- 2315891, 2737566

e-mail : mdoffice@kfc.org website : www.kfc.org



KFC/F&A/BSE/2024-25

10.07.2024

The Manager
Listing Compliance
BSE Limited
P.J Tower, Dalal Street
Fort, Mumbai - 400 001

Dear Sir,

Sub: Corporate Governance Report under Regulation 27 (2) (a) of SEBI (LODR) Regulations, 2015 for the quarter ended 30th June, 2024.

Ref: Extensive Corporate Governance and disclosure requirements Extended to Debt Listed Entities.

With reference to Regulation 27 (2) (a) of Extensive Corporate Governance and disclosure requirements Extended to Debt Listed Entities SEBI (LODR) Regulations, 2015 we hereby furnish you the required details applicable for us as on 30th June, 2024. Kindly take the same on record.

Yours Faithfully

Company Secretary & Compliance Officer

RAM GANESH R
Company Secretary
Kerala Financial Corporation



കേരള ഫിനാൻഷ്യൽ കോർപ്പറേഷൻ

(1951-ലെ സ്റ്റേറ്റ് ഫിനാൻഷ്യൽ കോർപ്പറേഷൻ ആക്ട് നം. LXIII പ്രകാരം രൂപീകൃതമായത്)
വെള്ളയമ്പലം, തിരുവനന്തപുരം-695033



KERALA FINANCIAL CORPORATION

(INCORPORATED UNDER THE STATE FINANCIAL CORPORATIONS ACT No. LXIII OF 1951)

H.O. VELLAYAMBALAM, THIRUVANANTHAPURAM - 695033

Phone: 0471 - 2737500 (30 Lines) Fax : 2311750, 2318541, 2722090, 2313813

e-mail: kfc@kfc.org website : www.kfc.org

IS / ISO 9001



Corporate Governance Report under Regulation 27(2) (a) of Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations")

1. Name of Listed Entity – Kerala Financial Corporation
2. Quarter Ending – 30th June 2024

I. Composition of Board of Directors

Title (Mr./Mrs.)	Mr.	Mr.	Mr.	Mr.	Mr.	Mr.
Name of the Director	Sanjay Kaul IAS	S Harikishore IAS	Subbarao Sreepathy	Shaju Raphael T	Premkumar S	Seshu Babu Palle
PAN	ADRPK3878N	BBYPS7397N	AFMPS4735B	ADKPT8488L	AIZPS7129R	ADFPP3994A
DIN	01260911	06622304				
Category (Chairperson /Executive/NonExecutive /independent/Nominee) &	Chairman & Managing Director	Nominee	Nominee	Nominee	Nominee	Nominee
Date of Appointment in the current term /cessation	01.06.2021	12.08.2021	22.05.2024	22.05.2024	11.08.2022	17.06.2023
Tenure (in years)*	N.A	N.A	N.A	N.A	N.A	N.A
No of Directorship in entities including this listed entity	1. KERALA INDUSTRIAL CORRIDOR DEVELOPMENT CORPN LTD 2. KERALA TOURISM INFRASTRUCTURE	1. KERALA RUBBER LIMITED 2. KERALA ACADEMY FOR SKILLS EXCELLENCE 3. KERALA LIFESCIENCES INDUSTRIES PARKS PRIVATE				

	LIMITED 3. TAJ KERALA HOTELS AND RESORTS LTD 4. KERALA HIGH SPEED RAIL CORPORATI ON LIMITED 5. THIRUVANA NTHAPURAM INTERNATIO NAL AIRPORT LTD 6. SMART CITY THIRUVANA NTHAPURAM LIMITED 7. CHAMPS BOAT LEAGUE LTD 8. KERALA FINANCIAL CORPORATI ON	LIMITED 4. MARINE PRODUCTS INFRASTRUCTU RE DEVELOPMENT CORPORATION PRIVATE LIMITED 5. KERALA STATE INDUSTRIAL DEVELOPMENT CORPN LTD 6. BRAHMOS AEROSPACE THIRUVANANTH APURAM LIMITED 7. MALABAR CEMENTS LTD 8. THE KERALA MINERALS AND METALS LIMITED 9. GEOJIT FINANCIAL SERVICES LIMITED 10. NITTA GELATIN INDIA LIMITED 11. KERALA FINANCIAL CORPORATION 12. KERALA COFFEE LIMITED				
Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity				2	2	-

No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity						2
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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.

\$The Corporation being a State PSU, has requested the State Government to appoint Independent directors for the vacancies that have arisen

II. Composition of Committees

Name of Committee	Name of Committee Members	Category(Chairperson/Executive/Non-Executive/independent/Nominee)*
1. Audit Committee	Shri. Seshu Babu Palle Shri. Premkumar S Shri. Shaju Raphel T	Chairperson Nominee Nominee
2.Nomination & Remuneration Committee	Shri. Premkumar S Shri. Seshu Babu Palle Shri. Shaju Raphel T	Chairperson Nominee Nominee
3.Stakeholders Relationship Committee	Shri. Seshu Babu Palle Shri. Premkumar S Shri.Shaju Raphel T	Chairperson Nominee Nominee
4. Risk Management Committee	Shri Seshu Babu Palle Shri.Premkumar S Shri. Rajesh R	Chairman Nominee Nominee\$

*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

\$ Employee of the Corporation

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
09.02.2024 12.03.2024	27.05.2024

IV. Meeting of Committees

Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)
Audit Committee – 20.05.2024	Yes

* This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional

V. Related Party Transactions

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

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.

V. Affirmations

We hereby affirm that we are complying with Regulation 27(2) of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015.

For Kerala Financial Corporation


Ram Ganesh R
Company Secretary & Compliance Officer

RAM GANESH R
Company Secretary
Kerala Financial Corporation