

REPORT ON CORPORATE GOVERNANCE

OUR CORPORATE GOVERNANCE PHILOSOPHY

The Company's philosophy on Corporate Governance envisages attainment of higher levels of transparency, accountability and equity in all facets of its operations and in all its interactions with its stakeholders, including shareholders, employees, customers, suppliers, government, lenders and the community at large. It aims to increase and sustain corporate value through growth and innovation.

The Company's core value includes business ethics, customer focus, professional pride, mutual respect, speed and innovation, excellence in manufacturing and total quantity. The Company believes that its operations and actions must serve the underlying goal of enhancing the interests of its stakeholders over a sustained period of time.

The policies and actions of the Company are in terms of applicable guidelines on Corporate Governance with endeavor to enhance shareholders' value.

BOARD OF DIRECTORS

The Board of Directors along with its Committees provide leadership and guidance to the Company's management as also direct, supervise and control the performance of the Company. The Board currently comprises of 5 Directors out of which 3 Directors (60%) are Independent Non-executive Directors, including 1 Women director. The company has 2 Executive Director and the 3 Independent Directors comprise more than half of the total strength of the Board. All the Independent Directors have confirmed that they meet the 'Independence' criteria as

mentioned under Regulation 16(1)(b) of the SEBI Listing Regulations and Section 149(6) of the Act.

All the Directors have made necessary disclosures regarding their directorships as required under Section 184 of the Act and on the Committee positions held by them in other companies. None of the Directors on the Company's Board hold Directorships in more than 20 companies, including 10 public companies and none of the Directors of the Company are related to each other. In accordance with Regulation 26 of the SEBI Listing Regulations, none of the Directors are members in more than 10 committees or act as chairperson of more than 5 committees [the committees being, Audit Committee and Stakeholders Relationship Committee] across all listed entities in which he/she is a Director. All Non-Executive, Non Independent Directors are liable to retire by rotation.

During the year under review, 6 Board Meetings were held i.e. on June 13, 2015 (which was adjourned and Concluded on August 01, 2015), September 07, 2015, October 15, 2015, November 14, 2015, December 05, 2015 and February 13, 2016. The maximum time-gap between any two consecutive meetings did not exceed 120 days.

The composition of the Board, attendance at Board Meetings held during the Financial Year under review, last Annual General Meeting (AGM), number of directorships (including K.S. Oils), memberships/ chairmanships of the Boards & Committees of public companies and their shareholding as on March 31, 2016 (including K.S. Oils) are as follows:-

Name of the Director	Directors. Identification No.	Category	No. of Board Meeting Attended during the Year	Attendance at the AGM	Directorships*		Board Committee**		Shareholding (No. of Shares)
					Chairman	Member	Chairman	Member	
Ramesh Chand Garg	00027025	Managing Director, Chairman	6	Yes	1	-	0	-	5,193,590
Davesh Agarwal	01102237	Executive Director & CFO	6	Yes	0	1	-	1	Nil
Arvind Pandalai ¹	00352809	Independent	6	Yes	0	2	1	1	Nil
Boda Venkat Ram	03476912	Independent	6	Yes	0	1	1	1	Nil
B. Swarupa Rani ²	07099356	Independent	6	No	0	1	0	1	Nil

* Excludes directorship in private companies, foreign companies, Section 8 Companies and alternate directorship

** Includes only Audit and Stakeholders Relationship Committees

1-Resigned from the Board w. e. f March 21, 2016

2-Resigned from the Board w. e. f June 20, 2016

Cessation: During the period under review, Mr. Arvind Pandalai, Non-Executive- Independent Director has resigned from the Board as on March 21, 2016. After Reporting period Mrs. B. Swarupa Rani, Independent Director resigned w. e. f June 20, 2016 due to personal reasons.

Appointment: After Reporting period Mr. Prakash Chand and Mrs. Preeti appointed as Additional Independent Directors of the Company w. e. f May 27, 2016.

Annual Independent Directors Meeting: During the year under review, an annual Independent Directors meeting in accordance with the Provisions of Section 149(8) read with Schedule IV of the Act and Regulation 25(3) and 25(4) of the SEBI Listing Regulations, was convened on February 13, 2016, wherein all Independent Directors were present and to review the performance of the Non-Independent and Non-Executive Directors including Chairman of the Board and performance of the Board as a whole. The Non- Independent Directors did not take part in the meeting.

Board Effectiveness Evaluation: Pursuant to the provisions of Regulation 17(10) of SEBI Listing Regulations and the provisions of the Act, Board evaluation involving evaluation of the Board of Directors, its Committees and individual Directors, including the role of the Board Chairman, was conducted during the year. For details pertaining to the same kindly refer to the Board's Report.

THE COMMITTEES OF THE BOARD

The Board Committees play a crucial role in the governance structure of the Company and have been constituted to deal with specific areas / activities which concern the Company and need a closer review. The Board Committees are set up under the formal approval of the Board, to carry out clearly defined roles which are considered to be performed by members of the Board, as a part of good governance practice. The Board supervises the execution of its responsibilities by the Committees and is responsible for their action. The Minutes of the meetings of all the Committees are placed before the Board for review.

The Board has currently established the following 5 statutory and non-statutory Committees:

1. Audit Committee
2. Stakeholders Relationship Committee
3. Nomination and Remuneration Committee
4. Management and Finance Committee
5. Corporate Social Responsibility Committee

AUDIT COMMITTEE

The Audit Committee functions according to its charter that defines its composition, authority, responsibility and reporting function in accordance with Section 177 of the Act, regulation 18(3) read with Part C of Schedule II of SEBI Listing Regulations. Whilst, the full charter is available on the Companies website, given below is a gist of responsibilities of Audit Committee:

- i. Reviewing with the management, the quarterly/annual financial statements before submission to the Board, focusing primarily on:
 - Overseeing the Company's financial reporting process and the disclosure of its financial information, including earnings, press release, to ensure that the financial statements are correct, sufficient and credible;
 - Recommending to the Board, the appointment, re-appointment and, if required, the replacement or removal of the statutory auditor and the fixation of audit fees;
 - Review and monitor the auditor's independence and performance, and effectiveness of audit process;
 - Approval of payment to statutory auditors for any other services rendered by the statutory auditors;
- ii. Reviewing, with the management, the annual financial statements before submission to the board for approval, matters required to be included in the Director's Responsibility Statement to be included in the Board's report, compliance with listing and other legal requirements relating to financial statements, scrutiny of inter-corporate loans and investments, valuation of undertaking or assets of the company.
- iii. The Committee acts as a link between the management, external and internal auditors and the Board of Directors of the Company.
- iv. The Committee discussed with the external auditors their audit methodology, audit planning and significant observations / suggestions made by them.
- v. The Committee also discussed major issues related to risk management and compliances and review the functioning of Whistle Blower mechanism.

During the year under review the Committee comprises of 2 Independent and 1 Executive Directors, all of whom are financially literate and have relevant finance and/or audit exposure. Mr. Boda Venkat Ram is the Financial Expert. The quorum of the Committee is two members or one-third of its members, whichever is greater. The Chairman of the Audit Committee also attended the last AGM of the Company.

During the year under review, 6 Audit Committee Meetings were held, i. e on June 13, 2015 (which was adjourned and concluded on August 01, 2015), September 07, 2015, October 15, 2015, November 14, 2015, December 05, 2015 and February 13, 2016. The maximum time-gap between any two consecutive meetings did not exceed 120 days.

The composition of the Audit Committee and attendance of members at the meetings of the Audit Committee held during the period are as follows:-

Members	Total No. of Meetings during the Tenure	Numbers of meetings attended
Mr. Boda Venkat Ram	06	06
Mr. Arvind Pandalai*	06	06
Mr. Davesh Agarwal	06	06

* Ceased w.e.f March 21, 2016

The Audit Committee meetings were attended by the Auditors (including Cost Auditors) as invitees. The members held discussions with the Auditors during the meetings and the Committee reviewed the periodic unaudited and audited results of the company before being considered and approved by the Board of Directors. Company Secretary acts as the secretary to the Committee.

The Committee relies on the expertise and knowledge of the management and the Statutory Auditor, in carrying out its oversight responsibilities. It also uses external expertise, if required. The management is responsible for the preparation, presentation and integrity of the Company's financial statements, including consolidated statements, accounting and financial reporting principles. The management is also responsible for internal control over financial reporting and all procedure are designed to ensure compliance with accounting standards, applicable laws and regulations as well as for objectively reviewing and evaluating the adequacy, effectiveness and quality of the Company's system of internal controls.

STAKEHOLDERS RELATIONSHIP COMMITTEE

The Stakeholders Relationship Committee functions in accordance with Section 178 of the Act and Regulation 20 read with Part D of Schedule II of SEBI Listing Regulations. The Committee look into redressal of Investors' Complaints and requests such as delay in transfer of shares, non receipt of Dividend, Annual Report, revalidation of Dividend Warrants etc; Reviewing with management any changes in the share transfer policies and practices, qualification in draft secretarial audit report, significant adjustments arising out of audit and compliance with secretarial standard.

The Company and the Registrar and Share Transfer Agent's Ankit Consultancy (P) Ltd., Indore, attend all grievances/ correspondences expeditiously of the shareholders and investors received directly or through SEBI, Stock Exchanges, Department of Company Affairs, Registrar of Companies, etc., usually a reply is sent within 30 days of receipt of letter, except in the cases that are constrained by dispute or legal impediment.

The Committee comprises of 3 Non-executive, Independent Directors. During the year under review, 5 Meetings of Stakeholders Relationship Committee were held i. e on June 13, 2015, September 07, 2015, October 15, 2015, November 14, 2015 and February 13, 2016. The maximum time-gap between any two consecutive meetings did not exceed 120 days.

The composition of the Stakeholders Relationship Committee and attendance of members at the meetings of the Stakeholders Relationship Committee held during the period are as follows:-

Members	Total No. of Meetings during the Tenure	Numbers of meetings attended
Mr. Arvind Pandalai*	05	05
Mr. Boda Venkat Ram	05	05
Mrs. B. Swarupa Rani	05	05

* Ceased w. e. f March 21, 2016

The complaints of the shareholders are either addressed to the Company Secretary or Share Transfer Agent of the Company i.e. M/s. Ankit Consultancy Pvt. Ltd. The status of pending shareholder's/ investor's complaints is regularly reviewed at the Stakeholders Relationship Committee Meeting as well as in the Board Meetings itself on quarterly basis. There were no pending complaints or grievances at the end of the year under review. There was no pending share transfer as on March 31, 2016.

Name and Designation of the Compliance Officer:

Mr. Sandeep Kumar, Company Secretary is the Compliance Officer, can be contacted at: K.S. Oils Limited, Jiwaji Ganj, Morena, Madhya Pradesh

Secretarial Audit: As stipulated by SEBI, a Qualified Practicing Company Secretary carried out secretarial audit on a quarterly basis to reconcile the total admitted capital with National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) and the total issued and listed capital.

During the last quarter, the secretarial audit report illustrate that Rs. 45,91,80,037/- is the issued equity Capital and Rs. 45,91,80,037/- is the listed Equity Capital.

NOMINATION AND REMUNERATION COMMITTEE

The Nomination and Remuneration Committee shall be responsible for, among other things, as may be required as per Companies Act, 2013 and SEBI Listing Regulations as amended from time to time and includes the following:

- i. Decision on any change in remuneration and terms and conditions of employment of whole time directors and key management personnel of the Company;
- ii. Identification of the Executive or Non-Executive Directors to become directors;
- iii. Evaluation of every Directors performance in yearly basis;
- iv. Determining and evaluate the educational qualifications, positive attributes and independence of the Director for the appointment of Independent Directors;
- v. Formulate the policy relating to the remuneration for the directors and motivate directors for the quality required to run the company successfully;
- vi. Recommend remuneration for Non-Executive directors to the members, if any;
- vii. Recommend retirement benefits to be paid to managing or whole time directors
- viii. Determine the terms of any compensation package in the event of early termination of the contract of any executive director;
- ix. Where necessary for fulfilling its duties, to obtain any outside legal or other professional advice; and
- x. Delegate any of its power, if required, to one or more members.

In addition, the Committee has discharged such other role/function as envisaged under the Listing Agreement of the Stock Exchanges and

the provisions of Section 178 of the Companies Act, 2013.

During the year under review, one Meeting of Nomination and Remuneration Committee was held on February 13, 2016.

The composition of the Nomination and Remuneration Committee and attendance of members at the meetings of the Nomination and Remuneration held during the period are as follows:-

Members	Total No. of Meetings during the Tenure	Numbers of meetings attended
Mr. Boda Venkat Ram	01	01
Mr. Arvind Pandalai	01	01
Mr. Davesh Agarwal ¹	01	01
Mrs. B. Swarupa Rani ²	01	01

1-Ceased w.e.f June 13, 2015

2-Appointed Member w.e.f June 13, 2015

REMUNERATION TO DIRECTORS:

All pecuniary relationships or transactions of the Non-Executive Directors with the Company: There is no transaction with the associates or relatives of the Non-Executive Directors during the financial year under review.

Number of shares held by Non-Executive Directors: Non-Executive Directors of the Company do not hold any shares in the Company.

REMUNERATION POLICY

The Remuneration Policy of the Company is to link the remuneration payable to the Directors and employees with the performance of the Company. Further no sitting fee is paid to the Executive Directors. The information/ details to be provided under Corporate Governance Code with regard to remuneration of Directors for the year 2015-16 are as follows:

EXECUTIVE DIRECTORS

Name	Position	Salary per month (Rs. in lacs)	Perquisites and Allowances	Commission	Total
					(Rs. In Lacs.)
Mr. Ramesh Chand Garg	Managing Director	2.00	Nil	Nil	24.00
Mr. Davesh Agarwal	WTD & CFO	2.00	Nil	Nil	24.00

Details of Service Contracts

Name	Date of Last appointment	Current tenure	From	To
Mr. Ramesh Chand Garg	September 3, 2014	3 years	September 03, 2014	September 02, 2017
Mr. Davesh Agarwal	September 3, 2014	3 years	September 03, 2014	September 02, 2017

The tenure of office of the Managing Director and Whole-time Directors is for a period of 3 years from their respective dates of appointments and can be terminated by either party by giving Six months or as the case may be, three months notice in writing. There is no separate provision for payment of severance fees.

NON - EXECUTIVE INDEPENDENT DIRECTORS:

Non-Executive Independent Directors of the Company do not draw any remuneration from the Company other than sitting fees for attending Board and Committee meetings. None of the Non-Executive Independent Directors have entered into any pecuniary transaction or relationship with the Company.

Name of the Non- Executive Director	Sitting Fees		Total
	Board Meeting	Committee Meeting	
Mr. Arvind Pandalai	90,000	47,500	1,37,500
Mr. Boda Venkat Ram	90,000	47,000	1,37,500
Mrs. B. Swarupa Rani	90,000	17,500	1,07,500

Performance Evaluation: The Company has devised a mechanism for performance evaluation of Independent Directors, Board, Committees and other individual Directors which include criteria for performance evaluation of the non-executive directors and executive directors

Familiarization Programmes: Kindly refer to the Company's website (<http://www.ksoils.com>) for details of the familiarization programme for Independent Directors in respect of their roles, rights, responsibilities in the Company, nature of the industry in which the Company operates, business model of the Company and related matters.

Subsidiary Companies: Company does not have Material non-listed Indian subsidiary companies as defined in clause 49 of the Listing Agreement and as provided in SEBI Listing Regulation.

OTHER COMMITTEES

MANAGEMENT AND FINANCE COMMITTEE

Management and finance committee has been constituted to deal with the banks for finance facilities, works related to government agencies, licensing authorities and other day to day matters of the company which will look after these matters at short interval for smooth operations of the Company.

- i. Overview the day to day working of the Company;
- ii. Power to authorize the persons/officers/ Directors or any other person in relation to representation before the government authorities, courts, quasi judicial bodies, banks and any other authorities as may be required;
- iii. Overview and take actions on the works of urgent matters and minutes of the meeting shall place before the Board in next board meeting.
- iv. Delegate any of its power, if required, to one or more members; and
- v. Review, consider and advice to the board any other matter related to the Management of the Company.

During the year under review, 11 Management and Finance Committee Meeting were held i.e. on June 13, 2015; July 25, 2015; August 01, 2015; August 13, 2015; October 15, 2015; November 14, 2015; November 30, 2015; December 18, 2015; December 31, 2015; March 02, 2016 and March 28, 2016

Composition of the Management and Finance Committee as on March 31, 2016 and attendance of Members at the meetings of the Management and Finance Committee held during the year as follows:-

Members	Total No. of Meetings during the Tenure	Numbers of meetings attended
Mr. Ramesh Chand Garg	11	11
Mr. Davesh Agarwal	11	11
Mr. Boda Venkat Ram	11	09

CORPORATE SOCIAL RESPONSIBILITY COMMITTEE

Corporate Social Responsibility Committee are in accordance with the Companies Act, 2013 and SEBI Listing Regulations as amended from time to time and include overseeing the Companies spending on the Corporate Social Responsibility; recommending the Board, for the spending over activities which may be prescribed by the Central government as per Companies Act, 2013, and Rules made there under(as may be amended time to time); Review the spending time to time; may obtain any outside professional advice or appoint any person from the company to find out nearby areas where financial help can be provide; where necessary for fulfilling its duties, to obtain any outside legal or other professional advice; delegate any of its power, if required, to one or more members; and review, consider and advice to the board any other matter related to the Corporate Social Responsibility.

In addition, the Committee has discharged such other role/function as

envisaged under the Listing Agreement of the Stock Exchanges and the provisions of the Companies Act, 2013.

During the year under review, one Corporate Social Responsibility committee meetings were held on February 13, 2016,

The composition of the Corporate Social Responsibility committee and attendance of members at the meetings of the CSR committee held during the period are as follows:-

Members	Total No. of Meetings during the year	Numbers of meetings attended
Mr. Ramesh Chand Garg	01	01
Mr. Davesh Agarwal	01	01
Mr. Boda Venkat Ram	01	01

CODE OF CONDUCT

Whilst the K. S. Oils Code of Conduct is applicable to all Whole-time Directors and employees of the Company, the Board has also adopted a Code of Conduct for Non-Executive Directors and Independent Directors. Pursuant to Regulation 26(5) of the SEBI Listing Regulations, all members of senior management have confirmed that there is no material, financial and commercial transactions wherein they have a personal interest that may have a potential conflict with the interest of the Company at large. Pursuant to Regulation 26(3) of the SEBI Listing Regulations, all the Board members and senior management of the Company as on March 31, 2016 have affirmed compliance with their respective Codes of Conduct. A declaration to this effect, duly signed by the CFO and Managing Director is annexed hereto.

INFORMATION ON GENERAL BODY MEETINGS

1. ANNUAL GENERAL MEETING

The last three Annual General Meetings (AGMs) of the Company were held at K. S. Oils Limited, Factory Office, A. B. Road, Morena – 476 001, Madhya Pradesh. The dates and time of holding of the said AGMs and particulars of Special resolutions passed thereat are as under:

27th AGM Held on March 30, 2013 at 4:00 P.M.

- ◆ Approval of Re-Appointment of Mr. Davesh Agarwal as Whole-time Director of the Company for the period of 3 years w. e. f December 30, 2011

Adjourned 27th AGM Held on September 07, 2013 at 4:00 P.M.

- ◆ No Special Resolution was passed

28th AGM held on September 30, 2014 at 4:00 P.M

- ◆ No Special Resolution was passed

Adjourned 28th AGM held on September 07, 2015 at 2:00 P.M

- ◆ No Special Resolution was passed

29th AGM held on December 31, 2015 at 02:00 P.M

- ◆ Adoption of new set of Memorandum of Association of the Company
- ◆ Adoption of new set of Articles of Association of the Company

2. EXTRA-ORDINARY GENERAL MEETING

- ◆ No Extra-ordinary General Meeting of the Members of the Company was convened during the financial period

3. POSTAL BALLOT DURING THE FINANCIAL YEAR

- ◆ No special business proposed through postal ballot

DISCLOSURES:

- a) Disclosures on material significant related party transactions

that may have potential conflict with the interest of the Company at large.

During the year, the Company has not entered into any transaction of material nature with the Directors, their relatives or management which is in conflict with the interest of the Company. The transactions with the related parties, namely its promoters, its subsidiaries and associate companies etc. of routine nature have been reported elsewhere in the annual report as per Accounting Standard - 18 (AS 18) issued by the Institute of Chartered Accountants of India (ICAI)

- b) Details of any non-compliance by the Company:-** There were no instances of non-compliances by the Company on any matter related to capital market. The Company has complied with the requirements of Listing Agreement as well as regulations and guidelines prescribed by the Securities and Exchange Board of India (SEBI). There were no penalties or strictures have been imposed on the Company by the Stock Exchanges or SEBI or any Statutory Authority on any matter related to capital markets for non-compliance by the Company during the last three years on any matter related to capital market.
- c) Disclosure of Accounting Treatment:-** The Company has prepared its financial statement as per the Accounting Standards prescribed by the Institute of Chartered Accountants of India (ICAI). There is no deviation in the Accounting Treatment.
- d) Risk Management:-** The Company has procedures to inform Board Members about the risk assessment and minimization procedures. These procedures are periodically reviewed to ensure that executive management controls risk through means of a properly defined framework.
- e) CEO/CFO Certificate:-** The Managing Director and Executive Director & Chief Financial Officer of the Company have certified to the Board in accordance with Clause 49(X) of the Listing Agreement pertaining to CEO/ CFO certification for the financial year ended on March 31, 2016.
- f) Disclosure of relationship between Directors inter-se:-** None of the Directors have any material or pecuniary relationship inter-se among themselves, whether directly or indirectly.
- g) Whistle Blower Policy:-** The Board of Directors has laid down Whistle Blower Policy for Directors and employees of the Company, to report concerns about unethical behaviour, actual or suspected fraud or violation of the company's code of conduct or ethics policy. Further, the Company affirms that no personnel have been denied access to Audit Committee on any issue related thereto. The copy of Whistle Blower policy has been uploaded on the website of the Company i.e. <http://www.ksoils.com>

MEANS OF COMMUNICATION

Quarterly and Annual Results:- Quarterly financial results of the company are announced within the time specified* as per the Listing Agreement. These results are published in national and local dailies. While the company did not send periodical results records to every shareholder, these were hosted on the company's website (www.ksoils.com). The company also issued news releases on significant corporate decisions and activities and made these available on its website. The Management Discussion and Analysis Report is part of the Directors' Report.

**Company have not announced and submitted the quarterly financial results of the company for the first and fourth Quarter within the specified time period. As well as company has not submitted its Audited Annual Accounts with in time specified time period as per the Companies Act, 2013 & SEBI Listing Regulations.*

Shareholding Pattern:- Information relating to shareholding pattern, compliance with Corporate Governance norms etc., is available at our website www.ksoils.com.

Limited Review Report:- Limited Review reports of the un-audited financial results for the respective quarter(s) are not obtained by the Company during the Financial Year as per Listing Agreement.

Financial results are displayed on the website of the Company viz., www.ksoils.com Official news/ press release are also hosted on the Company's

GENERAL SHAREHOLDERS INFORMATION

a) 30th Annual General Meeting

- Venue : K. S. Oils Limited
Factory Office, A. B. Road
Morena, Madhya Pradesh – 476001
- Time : 04:00 P.M.
- Day & Date : Monday, November 14, 2016
- Book Closure period : 08/11/2016 to 14/11/2016 (both day inclusive)

b) Calendar of Financial year ended March 31, 2017 (Tentative)

Adoption of Quarterly Results Ended:	In the Month of
June 30, 2016	On or before August 14, 2016
September 30, 2016	On or before November 14, 2016
December 31, 2016	On or before February 14, 2016
March 31, 2017	On or before May 30, 2017

c) Dividend

The board have not recommended any dividend for the financial year ended March 31, 2016.

Unclaimed Dividends

As per the Companies Act, 2013, dividends that are unclaimed for a period of seven years, statutorily get transferred to the Investor Education and Protection Fund (IEPF) administered by the Central Government and thereafter cannot be claimed by investors.

There is no unclaimed dividend for the year 2007-08. As per SEBI Listing Regulations, no shares are lying in the suspense account of the Company.

Dividend declared by the company for the last 5 Financial Years/ Period

Financial Years/Period	Dividend Declared on	Dividend Per Share*
2010-2011 (15 Months)	-	Nil
2011-2012 (18 Months)	-	Nil
2013-2014 (15 Months)	-	Nil
2014-2015 (12 Months)	-	Nil
2015-2016 (12 Months)	-	Nil

d) Listing on Stock Exchanges and Stock Codes:

S. No	Name & Address of the Stock Exchange	Code/Trading Symbol
1.	Bombay Stock Exchange Limited, (BSE), P. J. Towers, Dalal Street Fort, Mumbai – 400 001	526209
2.	National Stock Exchange of India Limited (NSE) Exchange Plaza, Bandra-Kurla Complex, Bandra (E), Mumbai 400 051	KSOILS
3.	ISIN allotted by Depositories (Company ID Number)	INE727D01022

Payment of Listing Fee: Annual Listing Fees has been paid by the company to BSE for financial Year 2015-2016. However, Annual Listing fees has not been paid to the NSE.

The National Stock Exchange has suspended the trading of the Shares of the Company from dated June 21, 2013 due to non-submission of Quarterly Financial Results in time as per Listing Agreement and trading of the shares are suspended on NSE as on date

e) Market Price Data:

Monthly Highs and Lows for FY 2015-2016 at BSE

Month	Bombay Stock Exchange (BSE)		
	High (Rs.)	Low (Rs.)	Volume (No. Of shares traded)
Apr-15	1.05	0.80	45,47,618
May-15	0.90	0.60	67,57,576
Jun-15	0.66	0.49	88,11,638
July-15	0.69	0.43	1,56,89,525
Aug-15	0.65	0.42	1,07,31,534
Sep-15	1.12	0.44	1,22,16,615
Oct-15	1.34	0.96	2,11,93,885
Nov-15	1.10	0.86	84,54,522
Dec-15	1.47	0.94	1,23,61,988
Jan-16	1.77	1.09	2,42,25,419
Feb-16	1.42	0.91	59,27,579
Mar-16	1.38	0.80	1,31,53,666

**Trading suspended on NSE from 21/06/2013.*

f) Registrar and Share Transfer Agent:

Ankit Consultancy Pvt. Ltd.
60, Electronic Complex, Pardeshipura, Indore (M.P.) - 452 010
Tel.:0731-3198601-602, 2551745-46, Fax: 0731-4065798
Email : ankitind@sancharnet.in
Time : 10.00 a.m. to 6.00 p.m.

g) Share Transfer System:

Share transfers in physical form are registered by the Registrars and returned to the respective transferee within a period of fifteen days, provided the documents lodged with the Registrars / Company are clear in all respects. In case of shares in electronic form, the transfers are processed by National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) through respective Depository Participants. In compliance with the Listing Agreement with the Stock Exchanges, a practicing Company Secretary audits the system of transfer and a Certificate to that effect is issued

h) Shareholding Pattern as on March 31, 2016

S. No	Category	No. of Shares Held	Shareholding in %
A.	Promoter Holding		
1.	Promoters		
	Indian Promoters	34,602,105	7.54
	Foreign Promoters	-	-
2.	Person acting in concert	-	-
	Sub Total	34,602,105	7.54
B.	Non-Promoter Holding		
1.	Institutions	-	-
a.	MFs/UTI	-	-
b.	Banks/FIs/ Insurance Companies (Centre/ State Govt. Institutions/ Non-Govt. Institutions)	3,482,456	0.76
c.	FII's	22,123,157	4.82
	Sub Total	25,605,613	5.58
2.	Non Institutions		
a.	Body Corporate	38,507,069	8.39
b.	Individual Holding Nominal Capital upto Rs. 1 Lakh	231,096,408	50.33
c.	Individual Holding Nominal Capital More than Rs. 1 Lakh	53,443,703	11.64
d.	Any other i) NRI	74,640,160	16.26
	ii) Clearing Members	1,284,979	0.28
	Sub Total	398,972,319	86.89
C.	Custodian (depository for shares underlying GDRs)	00.00	00.00
	Grand Total	459,180,037	100.00

i) Distribution of Shareholding as on March 31, 2016

Shareholding of Nominal Value of Rs.	No. of Members	% of Members	Share Amount (In Rs.)	% of Shares	
Upton	1,000	91,600	72.75	31,662,120	6.90
1,001	2,000	13,794	10.95	22,749,506	4.95
2,001	3,000	5,320	4.22	14,086,010	3.07
3,001	4,000	2,834	2.25	10,424,986	2.27
4,001	5,000	3,008	2.39	14,519,477	3.16
5,001	10,000	4,720	3.75	36,711,506	8.00
10,001	20,000	2,374	1.89	34,937,479	7.61
20,001	30,000	825	0.66	20,805,269	4.53
30,001	40,000	373	0.30	13,327,794	2.90
40,001	50,000	276	0.22	13,022,957	2.84
50,001	100,000	461	0.37	34,012,698	7.41
100,001	Above	333	0.26	212,920,235	46.37
Total	128,258	100.00	459,180,037	100.00	

j) Dematerialization of Shares

The shares of the Company fall under the category of compulsory delivery in dematerialized form by all categories of investors. In order to enable the shareholders to hold their shares in Demat form, the Company has enlisted its shares with National Securities Depositories Limited (NSDL) and Central Depository Services (India) Limited (CDSL).

Status of De-materialization as on March 31, 2015

Category	No. of shares	% of total capital issued
Held in dematerialized form in NSDL	331,651,788	72.23
Held in dematerialized form in CDSL	125,318,373	27.29
Physical	2,209,876	0.48
Total	459,180,037	100.00

k) Public issue, right issue, preferential issue and GDR/ ADR etc.:

There was no public issue, right issue or preferential issue during the year. The Company has not issued any Global Depository Receipt / American Depository Receipt / Warrant or any convertible instrument, which is likely to have an impact on the Company's equity.

l) Plant Location of the Company:

- (i) A. B. Road, Industrial Area, Morena – 476 001, Madhya Pradesh
- (ii) Village Khara Kheri, Ratlam -457 001, Madhya Pradesh
- (iii) Village Silawati (Opp. Vandana Hotel), A. B. Road Guna-473 001, (M.P).
- (iv) Village Tathode, Tehsil Ladpura, Kota, Rajasthan
- (v) J.L.No.-149, Debhog, HPL Link Road, Haldia, Purba, Medinipur-721657, WB

m) Address for Correspondence:

a. With the Company

Mr. Sandeep Kumar,
Company Secretary
K. S. Oils Ltd, Jiwaji Ganj, Morena - 476 001,
Madhya Pradesh.
Phone: 07532 –300000; Fax: 07532 - 300106
Email: investors@ksoils.com

b. With the R&T Agent

Ankit Consultancy Pvt. Ltd.
60, Electronic Complex, Pardeshipura, Indore (M.P.) - 452 010
Tel.:0731-3198601-602, 2551745-46; Fax: 0731-4065798
Email : ankitind@sancharnet.in

n) Compliance:

- i. The Company has obtained compliance certificate from the CS Mayank Dubey, Practicing Company Secretary, regarding compliance of the conditions of Corporate Governance as stipulated in SEBI Listing Regulations. The same has been taken up by the Board and Commented thereon in their report.
- ii. Further, the Company has submitted the quarterly compliance report to the stock exchanges within the prescribed time limit. The compliance certificate is also placed on Companies website i.e. www.ksoils.com for shareholders information.

VII. NOMINATION FACILITY

Shareholders holding shares in physical form and desirous of making a nomination in respect of their shareholding in the Company as permitted under Section 72 of the Companies Act, 2013, are allowed to submit to the Company's Share Transfer Agents, M/s. Ankit Consultancy Private Limited at their address in the prescribed form (Form 2B). Nomination facility in respect of shares held in Electronic Form is also available with the Depository Participants (DP) as per the bye laws and business rules applicable to NSDL & CDSL.

By the Order of the Board of Directors
For **K. S. Oils Limited**

Davesh Agarwal
Executive Director & CFO
DIN : 01102237

Ramesh Chand Garg
Managing Director
DIN: 00027025

Date : October 14, 2016
Place : New Delhi