



KLJ Resources Limited

CORP. OFF. : KLJ HOUSE, 8A, SHIVAJI MARG, NAJAFGARH ROAD, NEW DELHI - 110 015 (INDIA)
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CIN : L67120WB1986PLC041487

Date: 16.10.2025

To,

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

CSE SECURITY CODE: 021095

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 and Half year ended on 30th September, 2025

Dear Sir/Madam,

Please find enclosed herewith compliance report on corporate governance for the quarter and half year ended 30th September, 2025 as required under 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 **KLJ RESOURCES LIMITED**


(Ajai Kumar Gupta)
Company Secretary
Membership No.: FCS8020



Encl: As Stated

Report on Corporate Governance for the Quarter ended on 30th September, 2025

[pursuant to Regulation 27(2) of the SEBI (Listing obligations and Disclosure Requirements) Regulations 2015]

Scrip Code: [CSE: 021095]												
ISIN: INE176K01019												
I. Composition of Board of Directors												
Title (Mr. / Ms.)	Name of the Director	PAN & DIN	Category (Chair- person / Executive / Non- Executive/ inde- pendent / & 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 Indepen- dent Directors hip in listed entities including this listed entity [In reference to regulation 17A(1)]	No of member-ships in Audit/ Stake- holder Comm- ittee (s) including this listed entity (Refer Regulation 26(1) of LODR Regulations	No of post of Chair-person in Audit/ Stake-holder Comm- ittee held in listed entities including this listed entity (Refer Regulation 26(1) of LODR Regulations
Mr.	Hemant Jain	<u>AALPJ1370K</u> 00506995	Executive/ Managing Director	1st October, 2005	1st April, 2024	-	N.A	18th August, 1971	1	-	-	-
Mr.	Kamlendra Navratansingh Chauhan	<u>AABPC0837G</u> 09695105	Whole Time Director	12th August, 2022	12th August, 2025	-	N.A	08th September, 1952	1	-	-	-
Mr.	Dilip Kumar Kam	<u>AALPK4457C</u> 00061804	Non-Executive	10th October, 1997	-	-	N.A	06th February, 1953	1	-	1	-
Ms.	Kalpna Seth	<u>BJVPS2326C</u> 06949098	Non-Executive/ Women Director	14th August, 2014	-	-	N.A	21st September, 1962	2	-	1	2
Mr.	Ram Parkash Makan	<u>AAGPM5132K</u> 08574991	Independent	14th November, 2019	14th November, 2024	-	10 Months 16 days	20th June, 1950	1	1	2	-
Mr.	Babulal Bhutoria	<u>AAIPB6650M</u> 07143965	Independent	15th December, 2023	-	-	21 Months 15 days	23rd December, 1956	1	1	-	1

For KLJ Resources Limited

Company Secretary

Whether Regular chairperson appointed		Yes
Whether Chairperson is related to managing director or CEO		No

III. 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	Babulal Bhutoria Ram Parkash Makan Kalpana Seth	Independent/ Chairperson Independent Non-Executive	15th December, 2023 14th November, 2024 31st March, 2015	- - -
2. Nomination & Remuneration Committee	Yes	Babulal Bhutoria Kalpana Seth Ram Parkash Makan	Independent/ Chairperson Non-Executive Independent	15th December, 2023 31st March, 2015 14th November, 2024	- - -
3. Stakeholders Relationship Committee'	Yes	Kalpana Seth Dilip Kumar Karn Ram Parkash Makan	Non-Executive/ Chairperson Non-Executive Independent	22nd May, 2015 14th November, 2014 14th November, 2024	- - -

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)
30th May, 2025	25th July, 2025 14th August, 2025 5th September, 2025	Yes Yes Yes	4 5 6	1 1 2	30th May, 2025 to 25th July, 2025 14th July, 2025 to 14th August, 2025 14th August, 2025 to 5th September, 2025

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					
14th August, 2025 5th September, 2025	Yes Yes	3 3	3 3	30th May, 2025	30th May, 2025 to 14th August, 2025 14th August, 2025 to 5th September, 2025
					75 days 21 days

For KLJ Resources Limited

Company Secretary

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		N.A
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by the Audit Committee		Yes
VI. Affirmations		
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)		
5. The report submitted in the previous quarter has been placed before the Board of Directors.		
		 (Ajai Kumar Gupta) Company Secretary Membership No: FCS 8020
Date:		
Place: New Delhi		

ANNEXURE 5**Corporate Governance Report for the half year ended on 30th September, 2025****Scrip Code: [CSE: 021095]**

1. Name of Listed Entity: KLJ Resources Limited
2. Quarter and half year ended: 30th September, 2025

Affirmations		
Broad heading	Regulation Number	Compliance status (Yes/No/NA)
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. However, a member of Audit Committee was present
Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	No. However, a member of nomination and remuneration committee was present
Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting	20(3)	yes
Disclosure of Secretarial Audit Report of the listed entity and the material subsidiaries in the Annual Report	24A(1)	Yes
Submission of Annual Secretarial Compliance Report	24A(2)	yes
Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	yes
 Name: Ajai Kumar Gupta Designation: Company Secretary Membership no.: FCS 8020 Dated: 16.10.2025 		

ANNEXURE 6**Corporate Governance Report on a half yearly basis ended on 30th September, 2025****Scrip Code: [CSE: 021095]**1. Half year ending: 30th September, 2025

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	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) 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 advanced during six months	Balance outstanding at the end of six months
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
(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 amount advanced during six months	Balance outstanding at the end of six months
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

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: Suresh Chand Jalther

Designation: Chief Financial Officer



Dated: 16.10.2025

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.