



# KEY CORP LIMITED

16/16-A, Civil Lines, Kanpur - 208 001

e-mail : keycorpltd@gmail.com

CIN-L65921 UP1985 PLC007547



0512-3013416

0512-3010422

0512-2305416

3919463 (Fax)

Ref: KCL/VKP/2015-16/SHARES/362

Dated: 09.10.2015

To,  
The Dy. General Manager  
Corporate Relationship Department  
**Bombay Stock Exchange Limited**  
1<sup>st</sup> Floor, Trading Ring  
Rotenda Building, P.J. Towers  
Dalal Street,  
**MUMBAI - 400 001**

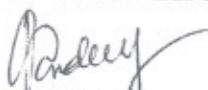
Dear Sir,

Please find enclosed herewith a statement of Shareholding Pattern for the quarter ended 30<sup>th</sup> September, 2015 as per requirement of Listing Agreement.

Kindly acknowledge receipt.

Thanking you,

Yours faithfully,  
For KEY CORP LIMITED

  
(V.K. PANDEY)  
Joint Secretary/  
Compliance Officer

Encl : As above



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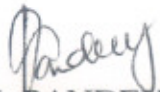
Dear Sir,

Please find enclosed herewith Quarterly Compliance Report on the Corporate Governance under clause 49 of the Listing Agreement for the quarter ended 30<sup>th</sup> September, 2015.

Please acknowledge receipt.

Thanking you,

Yours faithfully,  
For KEY CORP LIMITED

  
(V.K. PANDEY)  
Joint Secretary /  
Compliance Officer

Encl : As above

## Annexure - XI to the Listing Agreement

**Quarterly Compliance Report on Corporate Governance**  
**under Clause 49 of the Listing Agreement**

**Name of the Company : KEY CORP LIMITED**  
**Quarter Ended : 30th September, 2015**

	Particulars	Clause of Listing Agreement	Compliance Status (Yes/No)	Remark
<b>II</b>	<b>Board of Directors</b>	49 (II)		-
(A)	Composition of Board	49 (IIA)	Yes	-
(B)	Independent Directors	49 (IIB)	Yes	
(C)	Non-executive Directors Compensation & Disclosures	49 (IIC)	Yes	Non Executive Directors (NED) are paid Sitting Fee
(D)	Other Provisions as to Board and Committees	49 (IID)	Yes	-
(E)	Code of Conduct	49 (IIE)	Yes	Such Code of Conduct has been adopted by the Board of Directors and it is available on the Website of the Company. Declaration by the CEOis in the affirmation of the Compliance of Code has been included in the AnnualReport
<b>III</b>	<b>Audit Committee</b>	49 (III)		
(A)	Qualified & Independent Audit Committee	49 (IIIA)	Yes	
(B)	Meeting of Audit Committee	49 (IIIB)	Yes	
(C)	Powers of Audit Committee	49 (IIIC)	Yes	
(D)	Role of Audit Committee	49 (IIID)	Yes	
(E)	Review of Information by Audit Committee	49 (IIIE)	Yes	
<b>IV</b>	<b>Nomination and Remoneration Committee</b>	49 (IV)	Yes	
<b>V</b>	<b>Subsidiary Companies</b>	49 (V)	N.A.	
<b>VI</b>	<b>Risk Management</b>	49 (VI)	Yes	
<b>VII</b>	<b>Related Party Transactions</b>	49 (VII)	N.A.	
<b>VIII</b>	<b>Disclosures</b>	49 (VIII)		
	Related Party Transactions	49 (VIII A)	N.A.	
	Remuneration of Directors	49 (VIII C)	Yes	Details have been/are being furnished in the Annual Report
	Management	49 (VIII D)	Yes	-do-
	Shareholders	49 (VIII E)	Yes	-do-
	Proceeds from public issues, rights issues, preferential issues etc.	49 (VIII F)	N.A.	
<b>IX</b>	<b>CEO/CFO Certification</b>	49 (IX)		This has been/are being furnished in the Annual Report
<b>X</b>	<b>Report on Corporate Governance</b>	49 (X)	Yes	-do-
<b>XI</b>	<b>Compliance</b>	49 (XI)	Yes	-do-

Place : Kanpur  
Dated : 09.10.2015

  
(V.K. Pandey)  
**JT. SECRETARY**  
[Compliance Officer]



## Introductory sub-table (I)(a)

Name of the Company: KEY CORP LTD.			
Scrip Code, Name of the scrip, class of security: INE130F01016			
Quarter ended: 30-09-2015			
Partly paid-up shares:-	No. of partly paid-up shares	As a % of total no. of partly paid-up shares	As a % of total no. of shares of the company
Held by promoter/promoter group	NA	NA	NA
Held by public	NA	NA	NA
Total - D	0	0	0
Outstanding convertible securities:-	No. of outstanding securities	As a % of total no. of outstanding convertible securities	As a % of total no. of shares of the company, assuming full conversion of the convertible securities
Held by promoter/promoter group	NA	NA	NA
Held by public	NA	NA	NA
Total - E	0	0	0
Warrants:-	No. of warrants	As a % of total no. of warrants	As a % of total no. of shares of the company, assuming full conversion of warrants
Held by promoter/promoter group	NA	NA	NA
Held by public	NA	NA	NA
Total - F	0	0	0
Total paid-up capital of the company, assuming full conversion of warrants and convertible securities		6000000	



# Statement Showing Shareholding Pattern

Category code	Category of Shareholder	Number of Shareholders	Table (I)(a)		Total shareholding as a percentage of total number of shares		Shares Pledged or otherwise encumbered	
			Total number of shares	Number of shares held in dematerialized form	As a percentage of (A+B) <sup>1</sup>	As a percentage of (A+B+C)	Number of shares	As a percentage
(I)	(II)	(III)	(IV)	(V)	(VI)	(VII)	(VIII)	(IX)= (VIII)/(IV)*100
(A)	<b>Shareholding of Promoter and</b>							
1	<b>Indian</b>							
(a)	Individuals/ Hindu Undivided Family							
		1	4140519	4140519	69.01	69.01		0.00
(b)	Central Government/ State Government(s)				0.00	0.00		0.00
(c)	Bodies Corporate				0.00	0.00		0.00
(d)	Financial Institutions/ Banks				0.00	0.00		0.00
(e)	Any Others(Specify)				0.00	0.00		0.00
(e-i)					0.00	0.00		0.00
(e-ii)					0.00	0.00		0.00
	<b>Sub Total(A)(1)</b>	1	4140519	4140519	69.01	69.01	0	0.00
2	<b>Foreign</b>							
a	Individuals (Non-Residents Individuals/ Foreign Individuals)				0.00	0.00		0.00
b	Bodies Corporate				0.00	0.00		0.00
c	Institutions				0.00	0.00		0.00
d	Any Others(Specify)				0.00	0.00		0.00
d-i					0.00	0.00		0.00
d-ii					0.00	0.00		0.00





	Sub Total(A)(2)	0	0	0	0.00	0.00	0	0.00
	Total Shareholding of Promoter and	1	4140519	4140519	69.01	69.01	0	0.00
(B)	Public shareholding							
1	Institutions							
(a)	Mutual Funds/ UTI	2	600	0	0.01	0.01	NA	NA
(b)	Financial Institutions / Banks	3	700	600	0.01	0.01	NA	NA
(c)	Central Government/ State Government(s)		0	0	0.00	0.00		
(d)	Venture Capital Funds		0	0	0.00	0.00		
(e)	Insurance Companies		0	0	0.00	0.00		
(f)	Foreign Institutional Investors		0	0	0.00	0.00		
(g)	Foreign Venture Capital Investors		0	0	0.00	0.00		
(h)	Any Other (specify)		0	0	0.00	0.00		
(h-i)			0	0	0.00	0.00		
(h-ii)			0	0	0.00	0.00		
	Sub-Total (B)(1)	5	1300	600	0.02	0.02		
B 2	Non-institutions							
(a)	Bodies Corporate	58	34026	11626	0.57	0.57	NA	NA
(b)	Individuals							
I	Individuals -i. Individual shareholders holding nominal share capital up to Rs 1 lakh	8863	1808588	317232	30.14	30.14		
II	ii. Individual shareholders holding nominal share capital in excess of Rs. 1 lakh.							
		1	10878	10878	0.18	0.18		
(c)	Any Other (specify)				0.00	0.00		
(c-i)	Non Resident Indian	4	4689	4489	0.08	0.08		
(c-ii)	Trust							



	Sub-Total (B)(2)	8926	1858181	344225	30.97	30.97		
(B)	Total Public Shareholding (B)= (B)(1)+(B)(2)	8931	1859481	344825	30.99	30.99	NA	NA
	TOTAL (A)+(B)	8932	6000000	4485344	100.00	100.00		
(C)	Shares held by Custodians and against which Depository Receipts have been issued							
1	Promoter and Promoter Group					0.00	NA	NA
2	Public					0.00		
	Sub-Total (C )	0	0	0		0	0	
	GRAND TOTAL (A)+(B)+(C)	8932	6000000	4485344		100.00	0	0.00





**(b) Statement showing holding of securities (including shares, warrants, convertible securities) of persons belonging to the category "Promoter and Promoter Group"**

Sr. No.	Name of the shareholder	Details of Shares held		Encumbered shares (*)			Details of warrants		Details of convertible securities		Total shares (including underlying shares assuming full conversion of warrants and convertible securities) as a % of diluted share capital
		Number of shares held	As a % of grand total (A)+(B)+(C)	No.	As a percentage	As a % of grand total (A)+(B)+(C) of sub-clause (I)(a)	Number of warrants held	As a % total number of warrants of the same class	Number of convertible securities held	As a % total number of convertible securities of the same class	
(I)	(II)	(III)	(IV)	(V)	(VI)=(V)/(III)*100	(VII)	(VIII)	(IX)	(X)	(XI)	(XII)
1	K.B.AGARWAL	4140519	69.01		0.00	0.00		0		0	
2											
3											
4											
5											
6											
7											
8											
9											
10											
11											
<b>TOTAL</b>		<b>4140519</b>	<b>69.01</b>	<b>0</b>	<b>0.00</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>

(\*) The term "encumbrance" has the same meaning as assigned to it in regulation 28(3) of the SAST Regulations, 2011





(I)(c)(i) Statement showing holding of securities (including shares, warrants, convertible securities) of persons belonging to the category "Public" and holding more than 1% of the total number of shares

Sr. No.	Name of the shareholder	Number of shares held	Shares as a percentage of total number of shares {i.e., Grand Total (A)+(B)+(C) indicated in Statement at para (I)(a) above}	Details of warrants		Details of convertible securities		Total shares (including underlying shares assuming full conversion of warrants and convertible securities) as a % of diluted share capital
				Number of warrants held	As a % total number of warrants of the same class	Number of convertible securities held	% w.r.t total number of convertible securities of the same class	
1	NOT APPLICABLE	0	0.00		0		0	
2								
3								
4								
5								
6								
7								
8								
9								
10								
TOTAL		0	0.00	0	0	0	0	0



**(I)(c)(ii) Statement showing holding of securities (including shares, warrants, convertible securities) of persons (together with PAC) belonging to the category "Public" and holding more than 5% of the total number of shares of the company**

Sr. No.	Name(s) of the shareholder(s) and the Persons Acting in Concert (PAC) with them	Number of shares	Shares as a percentage of total number of shares {i.e., Grand Total (A)+(B)+(C) indicated in Statement at para (I)(a) above}	Details of warrants		Details of convertible securities		Total shares (including underlying shares assuming full conversion of warrants and convertible securities) as a % of diluted share capital
				Number of warrants	As a % total number of warrants of the same class	Number of convertible securities held	% w.r.t total number of convertible securities of the same class	
1	NOT APPLICABLE	0	0.00		0		0	
2								
3								
4								
5								
6								
7								
8								
9								
10								
<b>TOTAL</b>		<b>0</b>	<b>0.00</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>





(I)(d) Statement showing details of locked-in shares

Sr. No.	Name of the shareholder	Number of locked-in shares	Locked-in shares as a percentage of total number of shares {i.e., Grand Total (A)+(B)+(C) indicated in Statement at para (I)(a) above}
1	NOT APPLICABLE		0.00
2			0.00
3			0.00
4			0.00
5			0.00
6			0.00
7			0.00
8			0.00
9			0.00
TOTAL		0	0.00



(II)(a) Statement showing details of Depository Receipts (DRs)

Sr. No.	Type of outstanding DR (ADRs, GDRs, SDRs, etc.)	Number of outstanding DRs	Number of shares underlying outstanding DRs	Shares underlying outstanding DRs as a percentage of total number of shares {i.e., Grand Total (A)+(B)+(C) indicated in Statement at para (I)(a) above}
1	NOT APPLICABLE			0.00
2				0.00
3				0.00
4				0.00
5				0.00
6				0.00
7				0.00
8				0.00
9				0.00
<b>TOTAL</b>		<b>0</b>	<b>0</b>	<b>0.00</b>

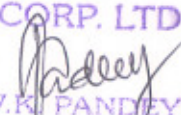




(II)(b) Statement showing holding of Depository Receipts (DRs), where underlying shares held by "promoter/promoter group" are in excess of 1% of the total number of shares

Sr. No.	Name of the DR Holder	Type of outstanding DR (ADRs, GDRs, SDRs, etc.)	Number of shares underlying outstanding DRs	Shares underlying outstanding DRs as a percentage of total number of shares {i.e., Grand Total (A)+(B)+(C) indicated in Statement at para (I)(a) above}
1	NOT APPLICABLE			0.00
2				0.00
3				0.00
4				0.00
5				0.00
6				0.00
7				0.00
8				0.00
9				0.00
<b>TOTAL</b>			<b>0</b>	0.00

For KEY CORP. LTD

  
(V.K. PANDEY)  
Joint Secretary  
Compliance Officer