

Kaya Limited

October 9, 2015

To,
The Secretary,
Bombay Stock Exchange Limited,
1st Floor, Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400001

Fax: 22722037/39/41

BSE Scrip Code: 539276

The Manager
Listing Department
National Stock Exchange of India
Limited
'Exchange Plaza', C-1 Block G
Bandra Kurla Complex, Bandra(E)
Mumbai 400051
Fax: 26598237/38

NSE Symbol: KAYA

Dear Sir,

**Subject: Submission of Report on Corporate Governance for the
Quarter ended September 30, 2015**

Pursuant to Clause 49 of the Listing Agreement with the Stock Exchanges, please find enclosed the Report on Corporate Governance for the quarter ended **September 30, 2015** in the prescribed format.

Kindly take the said report on record and acknowledge receipt of the same.

Thank you.

Yours faithfully,
For **Kaya Limited**

Almas Badar
Company Secretary & Compliance Officer



Encl.: A/a



Quarterly Compliance Report on Corporate Governance

Name of the Company : Kaya Limited
Quarter Ending on : September 30, 2015

Particulars	Clause of Listing Agreement	Compliance Status (Yes/No)	Remarks
II. Board of Directors	49 (II)		
(A) Composition of Board	49(II A)	Yes	
(B) Independent Directors	49(II B)	Yes	Clause 49 (IIB)(6) - This requirement will be complied in due course.
(C) Non-executive Directors' Compensation & disclosures	49(II C)	Yes	
(D) Other provisions as to Board and Committees	49(II D)	Yes	Clause 49 (IID)(6) - This requirement will be complied in due course.
(E) Code of Conduct	49(II E)	Yes	
(F) Whistle Blower Policy	49(II F)	Yes	
III. Audit Committee	49(III)		
(A) Qualified and Independent Audit Committee	49(III A)	Yes	
(B) Meeting of the Audit Committee	49 (III B)	Yes	
(C) Powers of the Audit Committee	49 (III C)	Yes	



(D) Role of Audit Committee	49 (III D)	Yes	
(E) Review of Information by Audit Committee	49(III E)	Yes	
IV. Nomination and Remuneration Committee	49(IV)	Yes	
V. Subsidiary Companies	49(V)	Yes	
VI. Risk Management	49 (VI)	Yes	
VII. Related Party Transaction	49 (VII)	Yes	
VIII. Disclosures	49(VIII)		
(A) Related party transactions	49(VIIIA)	Yes	
(B) Disclosure of Accounting Treatment	49(VIIIB)	N.A.	
(C) Remuneration of Directors	49(VIIIC)	Yes	
(D) Management	49(VIIID)	Yes	
(E) Shareholders	49(VIIIE)	Yes	

Kaya Limited



(F) Proceeds from public issues, rights issue, preferential issues	49(VIII)	N.A.	-
IX. CEO/CFO Certification	49(IX)	Yes	-
X. Report on Corporate Governance	49(X)	Yes	-
XI. Compliance	49(XI)	Yes	This requirement is complied to the extent applicable.

For Kaya Limited

A handwritten signature in blue ink that reads "Badar" with a stylized flourish.

Almas Badar
Company Secretary & Compliance Officer