

General information about company	
Script code	533212
NSE Symbol	
MFSE Symbol	BSE
ISIN	INE265D01015
Name of the entity	GKB Ophthalmics Limited
Date of start of financial year	01-04-2023
Date of end of financial year	31-03-2024
Reporting Quarter	Yearly
Date of Report	31-03-2024
Risk management committee	Not Applicable
Market Capitalisation as per immediate previous Financial Year	Any other

Annexure I								
Annexure I to be submitted by listed entity on quarterly basis								
I. Composition of Board of Directors								
Disclosure of notes on composition of board of directors explanatory								
Whether the listed entity has a Regular Chairperson							Yes	
Whether Chairperson is related to MD or CEO							Yes	
Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth
1	Mr	K.G.Gupta	ACHPG1044K	00051863	Executive Director	Chairperson	MD	31-12-1940
2	Mr	Vikram Gupta	ABEPV2140D	00052019	Non-Executive - Non Independent Director	Not Applicable		27-09-1968
3	Mr	Anil Palekar	ADNPP5894R	01967078	Non-Executive - Independent Director	Not Applicable		15-06-1949
4	Mrs	Shashi Katreddi	AKXPK7947D	07139250	Non-Executive - Independent Director	Not Applicable		29-01-1958
5	Mr	Subhash Redkar	AKFPR8968M	08515642	Executive Director	Not Applicable		19-09-1978
6	Mr	Purushottam S Mantri	AGOPM2505L	06785989	Non-Executive - Independent Director	Not Applicable		23-12-1957

I. Composition of Board of Directors					
Disqualification of Directors under section 164 of the Companies Act, 2013					
Sr	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status
1	No				Active
2	No				Active
3	No				Active
4	No				Active
5	No				Active
6	No				Active

I. Composition of Board of Directors													
Sr	Whether resolution passed/ special resolution (Refer Reg. 17(A) of Listing Regulations)	Date of passing special resolution	Initial Date of Appointment	Date of Re-appointment	Date of cessation	Tenure of director (in month)	No of directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent directorship in listed entities including this listed entity (with reference to Regulation 17(A)(1) & 17(A)(2))	Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)	Remuneration for Cessation	Notes for not providing PAN	Notes for not providing DIN
1	NA		10-12-1991	10-02-2021			1	0	0	0			
2	NA		24-07-1996	14-08-2023			1	0	1	0			
3	NA		26-05-2010	23-05-2020		166	1	1	0	1			
4	NA		31-03-2015	01-04-2020			108	1	1	1	1		
5	NA		14-08-2019	14-08-2022	16-03-2024		1	0	2	0	Others		
6	NA		20-06-2023				10	3	3	3	2		

Audit Committee Details							
Whether the Audit Committee has a Regular Chairperson							Yes
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	01987078	Anil Palekar	Non-Executive - Independent Director	Chairperson	30-03-2023		
2	07139250	Shashi Katreddi	Non-Executive - Independent Director	Member	29-05-2022		
3	08515642	Subhash Redkar	Executive Director	Member	30-03-2023	16-03-2024	
4	06785989	Purushottam S Mantri	Non-Executive - Independent Director	Member	14-07-2023		

Nomination and remuneration committee							
Whether the Nomination and remuneration committee has a Regular Chairperson							Yes
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	01987078	Anil Palekar	Non-Executive - Independent Director	Chairperson	13-08-2012		
2	07139250	Shashi Katreddi	Non-Executive - Independent Director	Member	29-05-2022		
3	00052019	Vikram Gupta	Non-Executive - Non Independent Director	Member	30-03-2023		
4	06785989	Purushottam S Mantri	Non-Executive - Independent Director	Member	14-07-2023		

Stakeholders Relationship Committee							
Whether the Stakeholders Relationship Committee has a Regular Chairperson							Yes
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	07139250	Shashi Katreddi	Non-Executive - Independent Director	Chairperson	14-02-2019		
2	00052019	Vikram Gupta	Non-Executive - Non Independent Director	Member	26-05-2019		
3	08515642	Subhash Redkar	Executive Director	Member	13-11-2019	16-03-2024	
4	06785989	Purushottam S Mantri	Non-Executive - Independent Director	Member	19-03-2024		

Risk Management Committee							
Whether the Risk Management Committee has a Regular Chairperson							Yes
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	01987078	Anil Palekar	Non-Executive - Independent Director	Chairperson	13-08-2012		

Corporate Social Responsibility Committee							
Whether the Corporate Social Responsibility Committee has a Regular Chairperson							Yes
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	01987078	Anil Palekar	Non-Executive - Independent Director	Chairperson	13-08-2012		

Other Committee							
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks	
1							

Annexure I									
III. Meeting of Board of Directors									
Disclosure of notes on meeting of board of directors explanatory									
Sr	Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting (if any) in the current quarter	Maximum gap between any two consecutive (in number of days)	Notes for not providing Date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors as on date of the meeting	Number of Directors present* (All directors including Independent Director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
1	14-11-2023				Yes	6	6	3	3
2		14-02-2024	91		Yes	6	5	3	3
3		19-03-2024	33		Yes	6	4	3	3

Annexure I										
IV. Meeting of Committees										
Disclosure of notes on meeting of committees explanatory										
Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current in chronological order)	Maximum gap between any two consecutive (in number of days)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors Present (All Directors including Independent Director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
1	Audit Committee	14-11-2023				Yes	4	4	3	7
2	Audit Committee	14-02-2024	91			Yes	4	4	3	7
3	Audit Committee	19-03-2024	33			Yes	4	3	3	1
4	Stakeholders Relationship Committee	19-03-2024				Yes	3	2	2	1
5	Nomination and remuneration committee	14-02-2024				Yes	4	3	3	1

Annexure I			
V. Related Party Transactions			
Sr	Subject	Compliance status (Yes/No/NA)	If status is No, details of non-compliance may be given here.
1	Whether prior approval of audit committee obtained	Yes	
2	Whether shareholder approval obtained for material RPT	Yes	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	

Annexure I			
VI. Affirmations			
Sr	Subject	Compliance status (Yes/No)	
1	The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015	Yes	
2	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee	Yes	
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	Yes	
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	Yes	
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 1000 listed entities)	NA	
6	The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.	Yes	
7	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) Regulations, 2015.	Yes	
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes	

Annexure I			
VII. Signatory			
Sr	Subject	Compliance status	
1	Name of signatory	Pooja Bicholkar	
2	Designation	Company Secretary and Compliance Officer	

Annexure II					
Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)					
I. Disclosure on website in terms of Listing Regulations					
Sr	Item	Compliance status (Yes/No/NA)	If status is No, details of non-compliance may be given here.	Web address	
1	Details of business	Yes		www.gkb.net	
2	Terms and conditions of appointment of independent directors	Yes		www.gkb.net	
3	Composition of various committees of board of directors	Yes		www.gkb.net	
4	Code of conduct of board of directors and senior management personnel	Yes		www.gkb.net	
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		www.gkb.net	
6	Criteria of making payments to non-executive directors	Yes		www.gkb.net	
7	Policy on dealing with related party transactions	Yes		www.gkb.net	
8	Policy for determining material/subsidiaries	Yes		www.gkb.net	
9	Details of familiarization programmes imparted to independent directors	Yes		www.gkb.net	
10	Email address for grievance redressal and other relevant details	Yes		www.gkb.net	
11	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		www.gkb.net	
12	Financial results	Yes		www.gkb.net	
13	Shareholding pattern	Yes		www.gkb.net	
14	Details of agreements entered into with the media companies and/or their associates	NA			

Annexure II					
Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)					
I. Disclosure on website in terms of Listing Regulations					
Sr	Item	Compliance status (Yes/No/NA)	If status is No, details of non-compliance may be given here.	Web address	
15.1	Schedule of analyst or institutional investor meet and presentations made by the listed entity to analysts or institutional investors simultaneously with submission to stock exchange	NA			
15.2	Audio or video recordings and transcripts of post earnings/quarterly calls	NA			
16	New name and the old name of the listed entity	NA			
17	Advertisements as per regulation 47 (1)	Yes		www.gkb.net	
18	Credit rating or revision in credit rating obtained	Yes		www.gkb.net	
19	Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	Yes		www.gkb.net	
20	Secretarial Compliance Report	Yes		www.gkb.net	
21	Materiality Policy as per Regulation 30 (4)	Yes		www.gkb.net	
22	Disclosure of contact details of KMP who are authorized for the purpose of determining materiality as required under regulation 30(3)	Yes		www.gkb.net	
23	Disclosures under regulation 30(8)	Yes		www.gkb.net	
24	Statements of deviation(s) or variations(s) as specified in regulation 32	Yes		www.gkb.net	
25	Dividend Distribution policy as per Regulation 43A(1)	Yes		www.gkb.net	
26	Annual return as provided under section 92 of the Companies Act, 2013	Yes		www.gkb.net	
27	Confirmation that the above disclosures are in a separate section as specified in regulation 46(2)	Yes		www.gkb.net	
28	Compliance with regulation 46(3) with respect to accuracy of disclosures on the website and timely updating	Yes		www.gkb.net	

Annexure II					
II. Annual Affirmations					
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is No, details of non-compliance may be given here.	
1	Independent director(s) have been appointed in terms of specified criteria of independence and eligibility	161(b) & 25(6)	Yes		
2	Board composition	17(1), 17(1A) & 17(1C), 17(1D) & 17(1E)	Yes		
3	Meeting of Board of directors	17(2)	Yes		
4	Quorum of Board meeting	17(2A)	Yes		
5	Review of Compliance Reports	17(3)	Yes		
6	Plans for orderly succession for appointments	17(4)	Yes		
7	Code of Conduct	17(5)	Yes		
8	Fees/compensation	17(6)	Yes		
9	Minimum Information	17(7)	Yes		
10	Compliance Certificate	17(8)	Yes		

Annexure II					
II. Annual Affirmations					
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is No, details of non-compliance may be given here.	
11	Risk Assessment & Independent	17(9)	NA		
12	Performance Evaluation of Management	17(10)	Yes		
13	Recommendation of Board	17(11)	Yes		
14	Maximum number of Directorships	17A	Yes		
15	Composition of Audit Committee	18(1)	Yes		
16	Meeting of Audit Committee	18(2)	Yes		
17	Role of Audit Committee and information to be reviewed by the audit committee	18(3)	Yes		
18	Composition of nomination & remuneration committee	19(1) & (2)	Yes		
19	Quorum of Nomination and Remuneration Committee meeting	19(2A)	Yes		
20	Meeting of Nomination and Remuneration Committee	19(3A)	Yes		

Annexure II					
II. Annual Affirmations					
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is No, details of non-compliance may be given here.	
21	Role of Nomination and Remuneration Committee	19(4)	Yes		
22	Composition of Stakeholder Relationship Committee	20(1), 20(2) & 20(2A)	Yes		
23	Role of Stakeholders Relationship Committee	20(3A)	Yes		
24	Meeting of Stakeholders Relationship Committee	20(4)	Yes		
25	Composition and role of risk management committee	21(1), 21(3), 4)	NA		
26	Meeting of Risk Management Committee	21(3A)	NA		
27	Quorum of Risk Management Committee meeting	21(3B)	NA		
28	Gap between the meetings of the Risk Management Committee	21(3C)	NA		
29	Vigil Mechanism	22	Yes		
30	Policy for related party Transaction	23(1), (1A), (5), (6), & (8)	Yes		

Annexure II					
II. Annual Affirmations					
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is No, details of non-compliance may be given here.	
31	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	No	In one instance, in case of payment of sitting fees for newly appointed Independent Director, the sitting fees aggregating to Rs. 30,000 paid to Mr. Purushottam Mantri was ratified in the subsequent Audit and Board Meeting.	
32	Approval for material related party transactions	23(4)	Yes		
33	Disclosure of related party transactions on consolidated basis	23(9)	Yes		
34	Composition of Board of Directors of unlisted material Subsidiary	24(1)	Yes		
35	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2), 33(4), (5) & (6)	Yes		
36	Alternate Director to Independent Director	25(1)	NA		
37	Maximum Tenure	25(2)	Yes		
38	Appointment, Re-appointment or removal of an Independent Director through special resolution or the alternate mechanism	25(2A)	Yes		
39	Meeting of independent directors	25(3) & (4)	Yes		
40	Familiarization of independent directors	25(7)	Yes		

Annexure II					
II. Annual Affirmations					
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is No, details of non-compliance may be given here.	
41	Declaration from Independent Director	25(8) & (9)	Yes		
42	Directors and Officers insurance				