



**KSS LIMITED**

14.01.2015

To,

The Corporate Relations Department,  
Bombay Stock Exchange Limited,  
PJ Tower, Dalal Street, Fort,  
Mumbai-400 001.  
Scrip Code: 532081.

National Stock Exchange of India Ltd,  
Exchange Plaza,  
Plot no. C/1, G Block,  
Bandra-Kurla Complex,  
Bandra (E), Mumbai - 400 051.  
Scrip Code: KSERASERA

**Sub: Submission of Corporate Governance Report under Clause 49 of the Listing Agreement**

Dear Sir,

With reference to the above mentioned subject, please find enclosed herewith Corporate Governance Report under Clause 49 of the Listing Agreement for the quarter ended December 31, 2014.

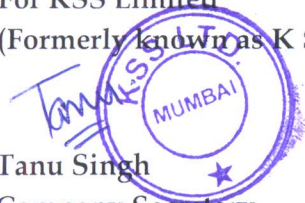
Kindly take the same on record.

Thanking You

Yours Faithfully

For KSS Limited  
(Formerly known as K Sera Sera Limited)

Tanu Singh  
Company Secretary



**KSS Limited**

( Formerly known as K Sera Sera Ltd. )

Unit No.101 A & 102, 1st Floor, Plot No. B-17, Morya Landmark II, Andheri (West), Mumbai - 400 053. INDIA.  
Tel: 022 40427600 / 42088600 Fax: 022 40427601 Web : www.kserasera.com Email : info@kserasera.com

**QUARTERLY REPORT ON CORPORATE GOVERNANCE AS PER CLAUSE 49 OF THE LISTING AGREEMENT FOR THE QUARTER ENDING ON 31<sup>st</sup> DECEMBER, 2014**

Name: KSS Limited (Formerly known as K Sera Sera Limited)

Particulars	Clause of Listing agreement	Compliance Status Yes/No	Remarks
II. Board of Directors	49 (II)		
(A) Composition of Board	49 (IIA)	Yes	---
(B) Independent Directors	49 (IIB)	Yes	---
(C) Non-executive Directors' compensation & disclosures	49 (IIC)	Yes	---
(D) Other provisions as to Board and Committees	49 (IID)	Yes	---
(E) Code of Conduct	49 (IIE)	Yes	---
(F) Whistle Blower Policy	49 (IIF)	Yes	---
III. Audit Committee	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	---
IV. Nomination and Remuneration Committee	49 (IV)	Yes	---
V. Subsidiary Companies	49 (V)	Yes	---
VI. Risk Management	49 (VI)	Yes	---
VII. Related Party Transactions	49 (VII)	Yes	---
VIII. Disclosures	49 (VIII)	Yes	---
(A) Related party transactions	49 (VIIIA)	Yes	---
(B) Disclosure of Accounting Treatment	49 (VIIIB)	Yes	Will be complied in the Annual Report for the Financial Year 2014-15
(C) Remuneration of Directors	49 (VIII C)	Yes	Will be complied in the Annual Report for the Financial Year 2014-15
(D) Management	49 (VIII D)	Yes	Will be complied in the Annual Report for the Financial Year 2014-15
(E) Shareholders	49 (VIII E)	Yes	Will be complied in the Annual Report for the Financial Year 2014-15

