



KSS LIMITED

10.10.2014

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: KSERA.**

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 September 30, 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.)

**QUARTERLY REPORT ON CORPORATE GOVERNANCE AS PER CLAUSE 49 OF
THE LISTING AGREEMENT FOR THE QUARTER ENDING ON 30TH SEPTEMBER,
2014**

Particulars	Clause of the Listing Agreement	Compliance Status (Yes/No)	Remarks
1	2	3	4
I. Board of Directors	49(I)		
(A) Composition of Board	49 (IA)	Yes	--
(B) Non-executive Directors Compensation & Disclosures	49 (IB)	Yes	--
(C) Other provisions as to Board and Committees	49 (IC)	Yes	--
(D) Code of Conduct	49 (ID)	Yes	--
II. Audit Committee	49(II)		
(A) Qualified & Independent Audit Committee	49 (IIA)	Yes	--
(B) Meeting of Audit Committee	49 (IIB)	Yes	--
(C) Powers of Audit Committee	49 (IIC)	Yes	--
(D) Role of Audit Committee	49 (IID)	Yes	--
(E) Review of Information by Audit Committee	49 (IIE)	Yes	--
III. Subsidiary Companies	49(III)	Yes	--
IV. Disclosures	49(IV)		
(A) Basis of related party transactions	49 (IVA)	Yes	--
(B) Disclosure of Accounting Treatment	49(IVB)	Yes	AS are followed
(C) Board Disclosures	49 (IVC)	Yes	--
(D) Proceeds from Public issues, rights issues, preferential issues etc.	49 (IVD)	N.A	There was no public issue, right issue, preferential issue etc. during the Quarter ended 30.09.2014
(E) Remuneration of Directors	49 (IVE)	Yes	Will be complied in the Annual Report for the Financial Year 2014-15
(F) Management	49 (IVF)	Yes	Will be complied in the Annual Report for the Financial Year 2014-15
(G) Shareholders	49 (IVG)	Yes	Will be complied in the Annual Report for the Financial Year 2014-15

