

12th January, 2016

The Secretary
National Stock Exchange of India Ltd.
Exchange Plaza, 5th Floor,
Plot No. C/1, G Block
Bandra-Kurla Complex,
Bandra (E)
Mumbai - 400051

Re.: Compliance Report for the quarter ended 31st December, 2015.

Dear Sir/Mam,

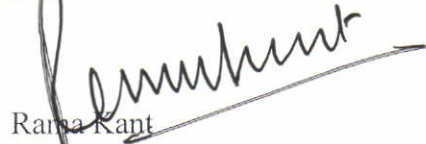
Pursuant to Clause 49 of Listing Agreement, enclosed please find herewith Compliance Report for the quarter ended 31st December, 2015.

Kindly acknowledge receipt of the same.

Thanking you,

Yours sincerely,

For Kohinoor Foods Limited



Rama Kant
Company Secretary & GM (Legal)



C.C. The Secretary
Bombay Stock Exchange Limited
Floor 25, Phiroz Jeejeebhoy Towers,
Dalal Street
Mumbai – 400001

Corporate Governance Report for the quarter ended 31st December, 2015

1. Name of Listed Entity – **Kohinoor Foods Limited**
 2. Quarter ending- **December, 2015**

I. Composition of Board of Directors								
Title (Mr. / Ms)	Name of the Director	PAN& DIN	Category (Chairperson/Executive/Non-Executive/independent/Nominee) &	Date of Appointment in the current term /cessation	Tenure*	No of Directorship in listed entities including this listed entity (Refer Regulation 25(1) of Listing Regulations)	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)
Mr.	JUGAL KISHORE ARORA	PAN-AAJPA9385M DIN-00010704	Chairman	31.08.2012	w.e.f. 26.09.2012-25.09.2017	Kohinoor Foods Ltd.	NIL	NIL
Mr.	SATNAM ARORA	PAN-AAKPA2694L DIN-00010667	Executive Director	31.08.2012	w.e.f. 26.09.2012-25.09.2017	1. Kohinoor Foods Ltd. 2. Indraprastha Medical Corps. Ltd	Audit Comm.- 1. Kohinoor Foods Ltd. 2. Indraprastha Medical Corps. Ltd Stakeholder Comm.- 1. Kohinoor Foods Ltd. 2. Indraprastha Medical Corps. Ltd	NIL
Mr.	GURNAM ARORA	PAN-AAJPA1064F DIN-00010731	Executive Director	31.08.2012	w.e.f. 26.09.2012-25.09.2017	Kohinoor Foods Ltd.	NIL	NIL
Mr.	VIJAY BURMAN	PAN-AAEPB7494H DIN-00013710	Independent Director	13.08.2014	w.e.f. 01.04.2014-31.03.2016	Kohinoor Foods Ltd.	Audit Comm.- Kohinoor Foods Ltd. Stakeholder Comm.- Kohinoor Foods Ltd.	Chairman of Audit Comm.- Kohinoor Foods Ltd. Chairman of Stakeholder Comm.- Kohinoor Foods Ltd.
Mr.	SANDEEP KOHLI	PAN-AHFPA7123E DIN-00300767	Independent Director	13.08.2014	w.e.f. 01.04.2014-31.03.2016	Kohinoor Foods Ltd.	Audit Comm.- Kohinoor Foods Ltd. Stakeholder Comm.- Kohinoor Foods Ltd.	Chairman of Stakeholder Comm.- Kohinoor Foods Ltd.
Mr.	MAHARAJ KISHAN TRISAL	PAN-AABPT3496Q DIN-00059545	Independent Director	13.08.2014	w.e.f. 01.04.2014-31.03.2016	1. Kohinoor Foods Ltd. 2. Ansal Housing And Construction	Audit Comm.- Kohinoor Foods Ltd.	NIL



Mr.	SATISH CHANDRA GUPTA	PAN-AAJPG2317F DIN-00025780	Independent Director	13.08.2014	w.e.f. 01.04.2014-31.03.2016	Ltd. 1. Kohinoor Foods Ltd. 2. ISMT Ltd. 3. Gujrat Foils Ltd. 4. Emmsons International Ltd. 5. SMC Global Securities Ltd. 6. Kamanwala Housing Construction Ltd.	Audit Comm.- 1. Kohinoor Foods Ltd. 2. ISMT Ltd. 3. Gujarat Foils Ltd. 4. Emmsons International Ltd. 5. SMC Global Securities Ltd. 6. Kamanwala Housing Construction Ltd. Stakeholder Comm.- ISMT Ltd.	Chairman of Audit Comm.- 1. SMC Global Securities Ltd. 2. Kamanwala Housing Construction Ltd.
Ms.	MADHU VIJ	PAN-AADPV0701A DIN-00025006 00025006	Independent Director	31.03.2015	w.e.f. 31.03.2015-30.03.2020	1. Kohinoor Foods Ltd. 2. Singer India Ltd. 3. SMC Global Securities Ltd. 4. Amtek Auto Ltd. 5. Solar Industries India Ltd.	Audit Comm.- 1. Kohinoor Foods Ltd. 2. Singer India Ltd.	NIL
Mr.	H.E KHEDAIM ABDULLA SAEED FARIS ALDEREI	PAN-BJLPA3791D DIN-06699678	Non-Executive Director	05.12.2013	w.e.f. 05.12.2013	Kohinoor Foods Ltd.	Audit Comm.- 1. Kohinoor Foods Ltd.	NIL

II. Composition of Committees

Name of Committee	Name of Committee members	Category (Chairperson/Executive/Non-Executive/independent/Nominee) \$
1. Audit Committee	Mr. VIJAY BURMAN, Mr. MAHARAJ KISHAN TRISAL, Mr. SANDEEP KOHLI, Mr. SATNAM ARORA, Mr. SATISH CHANDRA GUPTA, Mr. H.E KHEDAIM ABDULLA SAEED FARIS ALDEREI, Ms. MADHU VIJ	Chairman Member Member Member Member Member Member
2. Nomination & Remuneration Committee	Mr. VIJAY BURMAN, Mr. MAHARAJ KISHAN TRISAL, Mr. SANDEEP KOHLI, Mr. SATNAM ARORA, Mr. SATISH CHANDRA GUPTA, Mr. H.E KHEDAIM ABDULLA SAEED FARIS ALDEREI,	Chairman Member Member Member Member Member



3. Risk Management Committee(if applicable)	Mr. SATNAM ARORA Mr. GURNAM ARORA Mr. NITIN ARORA Mr. AMIT ARORA Mr. NISHANT ARORA Mr. PRABAHT KUMAR	Chairman Member Member Member Member
4. Stakeholders Relationship Committee'	Mr. SANDEEP KOHLI Mr. SATNAM ARORA Mr. VIJAY BURMAN	Chairman Member Member

III. Meeting of Board of Directors

<i>Date(s) of Meeting (if any) in the previous quarter</i>	<i>Date(s) of Meeting (if any) in the relevant quarter</i>	<i>Maximum gap between any two consecutive (in number of days)</i>
13.08.2015	09.11.2015	120 DAYS

IV. Meeting of Committees

<i>Date(s) of meeting of the committee in the relevant quarter</i>	<i>Whether requirement of Quorum met (details)</i>	<i>Date(s) of meeting of the committee in the previous quarter</i>	<i>Maximum gap between any two consecutive meetings in number of days*</i>
09.11.2015(AUDIT COMM.)	YES (Mr. VIJAY BURMAN, Mr. MAHARAJ KISHAN TRISAL, Mr. SANDEEP KOHLI, Mr. SATNAM ARORA, Mr. SATISH CHANDRA GUPTA, Mr. H.E KHEDAIM ABDULLA SAEED FARIS ALDEREI, Ms. MADHU VIJ)	13.08.2015 (AUDIT COMM.)	Audit Comm.- Max gap of 4 months between 2 meetings Other Comm. - no specific time is defined under Companies Act, 2013.

V. Related Party Transactions

<i>Subject</i>	<i>Compliance status (Yes/No/NA) refer note below</i>
Whether prior approval of audit committee obtained	NA
Whether shareholder approval obtained for material RPT	NA
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	NA

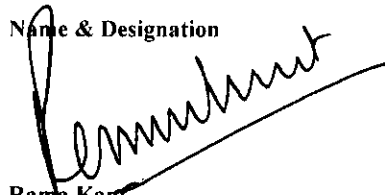
VI. Affirmations

1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
2. The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015
 - a. Audit Committee
 - b. Nomination & remuneration committee
 - c. Stakeholders relationship committee
 - d. Risk management committee



3. The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
4. 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.
5. This report and/or the report submitted in the previous quarter have been placed before Board of Directors. Any comments/observations/advice of Board of Directors may be mentioned here:

Name & Designation



Rama Kant
Company Secretary & GM (Legal)

