

# Kohinoor Foods Ltd.

4<sup>th</sup> July, 2019

**The National Stock Exchange of  
India Limited**

Exchange Plaza, 5<sup>th</sup> Floor  
Plot No. C/1, G Block  
Bandra-Kurla Complex  
Bandra (East)  
**MUMBAI – 400 051**

The Listing Department  
**BSE Limited**

P.J. Tower, Dalal Street  
**MUMBAI – 400 001**

**Trading Symbol: KOHINOOR**

**Scrip Code: 512559**

Dear Sirs,

**RE: Corporate Governance Report for the Quarter ended 30<sup>th</sup> June, 2019.**


In terms of requirement of Regulation 27(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith Corporate Governance Report for the Quarter on 30<sup>th</sup> June, 2019.

Kindly acknowledge receipt of the same.

Thanking you,

Yours faithfully,

For Kohinoor Foods Limited

Satnam Arora  
Jt. Managing Director  
DIN No. 00010667

**Encl: As above**

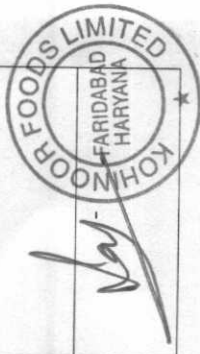
Kohinoor Foods Limited  
Corporate Governance Report for the Quarter ended on 30<sup>th</sup> June, 2019

Annexure -1

Format to be submitted by Listed Entity on Quarterly basis

1. Name of Listed Entity – Kohinoor Foods Limited
2. Quarter ending- 30<sup>th</sup> June, 2019

<b>I. Composition of Board of Directors</b>									
Title (Mr. / Ms)	Name of the Director	PAN <sup>s</sup> & DIN	Category (Chairperson /Executive/Non-Executive/Independent/No minee) <sup>&amp;</sup>	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-Executive	26.09.2017	Not Applicable	1	0	0	
Mr.	SATNAM ARORA	PAN-AAKPA2694L DIN-00010667	Executive Director	26.09.2017	Not Applicable	2	4	0	
Mr.	GURNAM ARORA	PAN-AAJPA1064F DIN-00010731	Executive Director	26.09.2017	Not Applicable	1	0	0	
Mr.	VIJAY BURMAN	PAN-AAEPB7494H DIN-00013710	Non Executive-Independent Director	01.04.2016	w.e.f. 01.04.2016 to 31.03.2021	1	2	2	
Mr.	SATISH CHANDRA GUPTA	PAN-AAJPG2317F DIN-00025780	Non Executive-Independent Director	(Resigned w.e.f 28.05.2019)	-	-	-	-	
Ms.	MADHU VIJ	PAN-AAADPV0701A DIN-00025006	Non Executive-Independent Director	(Resigned w.e.f 12.06.2019)	-	-	-	-	



		Independent Director		
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<sup>s</sup> PAN number of any director would not be displayed on the website of Stock Exchange  
<sup>&</sup> Category of directors means executive/non-executive/independent/Nominee. If a director fits into more than one category write all categories separating them with hyphen  
<sup>\*</sup> To be filled only for Independent Director.  
Tenure would mean total period from which Independent director is serving on Board of Directors of the listed entity in continuity without any cooling off period.

II. Composition of Committees		
Name of Committee	Name of Committee members	Category (Chairperson/Executive/Non-Executive/independent/Nominee) <sup>s</sup>
1. Audit Committee	Mr. VIJAY BURMAN Mr. SATNAM ARORA	Chairman - Non Executive - Independent Executive
2. Nomination & Remuneration Committee	Mr. VIJAY BURMAN Mr. SATNAM ARORA	Chairman - Non Executive - Independent Executive
3. Risk Management Committee	Mr. GURNAM ARORA Mr. VIJAY BURMAN	Executive Non Executive – Independent
4. Stakeholders Relationship Committee	Mr. VIJAY BURMAN Mr. SATNAM ARORA	Chairman - Non Executive – Independent Executive

<sup>s</sup> Category of directors means executive/non-executive/independent/Nominee. If a director fits into more than one category write all categories separating them with hyphen

III. Meeting of Board of Directors		
Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter	Maximum gap between any two consecutive (in number of days)
14.02.2019	29.05.2019	103 Days
	13.06.2019	14 Days



IV. Meeting of Committees			
Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days*
<b>Audit Committee Meeting</b>			
29.05.2019	Yes, quorum duly met (Mr. VIJAY BURMAN, Mr. SATNAM ARORA, Mrs. MADHU VIJ)	14.02.2019	103 Days
<b>Nomination &amp; Remuneration Committee</b>			
-	-	-	-
<b>Risk Management Committee</b>			
-	-	-	-
<b>Stakeholders Relationship Committee</b>			
-	-	-	-
* This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional			
<b>V. Related Party Transactions</b>			
<b>Subject</b>		<b>Compliance status (Yes/No/NA)</b> refer note below	
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	
<b>Note</b>			
1. In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/N.A.. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transaction, the words "N.A." may be indicated.			
2. If status is "No" details of non-compliance may be given here.			
<b>VI. Affirmations</b>			
1. The composition of Board of Directors is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. <b>No</b>			
2. The composition of the following Committees is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.			



1. The composition of Board of Directors is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. **No**

2. The composition of the following Committees is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.