

Kohinoor Foods Ltd.

12th April, 2022

**The National Stock Exchange of
India Limited**
Exchange Plaza, 5th 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,

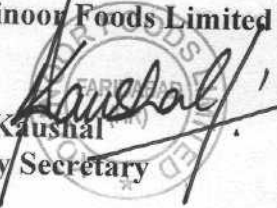
RE: Corporate Governance Report for the Quarter ended 31st March, 2022.

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 31st March, 2022.

Kindly acknowledge receipt of the same.

Thanking you,

Yours faithfully,
For Kohinoor Foods Limited


Deepak Kaushal
Company Secretary
F-8722

Encl: As above

ANNEXURE I

Format to be submitted by listed entity on quarterly basis

1. Name of Listed Entity - Kohinoor Foods Limited
2. Quarter ending - 31-Mar-2022

i. Composition of Board of Director

Title (Mr./Mrs)	Name of the Director	DIN	PAN	Category (Chairperson/Executive/Independent/Nominee)	Sub Category	Initial Date of Appointment	Date of Appointment	Director's tenure	Date of Birth	Whether special resolution passed?	Date of passing special resolution	No. of Directors in list including this listed entity	No of Independent Directorship in this listed entity	No of members in Audit/ Stakeholder Committee(s) including this listed entity	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entity	Membership in Companies	Remarks
Mr.	Jugal Kishore Arora	00010704	AAJPA9385M	C, ED		26-Jul-1989	26-Sep-2017		11-Oct-1943	NA		1	0	0	0		
Mr.	Satnam Arora	00010667	AAKPA2694L	ED	MD	26-Jul-1989	26-Sep-2017		23-Jan-1949	NA		2	1	4	0		SC
Mr.	Gurnam Arora	00010731	AAJPA1064F	ED	MD	26-Jul-1989	26-Sep-2017		26-Mar-1950	NA		1	0	2	0		SC
Mr.	Sunil Sharma	08699033	APVPS2813K	ID		13-Feb-2020	13-Feb-2020	60	30-Apr-1956	NA		1	1	2	0		AC, NRC
Mr.	Yash Pal Mahajan	08699040	AITPM1755D	ID		13-Feb-2020	13-Feb-2020	60	04-May-1949	NA		1	1	2	0		AC, NRC
Mrs.	Mani Chandra Bhandari	00387525	AATPB2805P	ID		13-Feb-2020	13-Feb-2020	60	18-Sep-1945	Yes	30-Dec-2020	1	1	4	4		AC, SC, NRC

Company Remarks

Whether Permanent chairperson appointed

Yes

Whether Chairperson is related to MD or CEO

Yes

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ii. Composition of Committees

a. Audit Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Mani Chandra Bhandari	ID	Chairperson	20-Jul-2021	
2	Sunil Sharma	ID	Member	20-Jul-2021	
3	Yash Pal Mahajan	ID	Member	20-Jul-2021	
Company Remarks					
Whether Permanent chairperson appointed					

b. Stakeholders Relationship Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Mani Chandra Bhandari	ID	Chairperson	20-Jul-2021	
2	Satnam Arora	ED	Member	20-Jul-2021	
3	Gurnam Arora	ED	Member	20-Jul-2021	
Company Remarks					
Whether Permanent chairperson appointed					

c. Risk Management Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
Company Remarks					
Whether Permanent chairperson appointed					

d. Nomination and Remuneration Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Mani Chandra Bhandari	ID	Chairperson	20-Jul-2021	
2	Sunil Sharma	ID	Member	20-Jul-2021	
3	Yash Pal Mahajan	ID	Member	20-Jul-2021	
Company Remarks					
Whether Permanent chairperson appointed					

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	Whether requirement of Quorum met	Number of Directors present	Number of Independent Directors present
14-Oct-2021		Yes	6	3
12-Nov-2021		Yes	6	3
	14-Feb-2022	Yes	5	3
	24-Mar-2022	Yes	5	3

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Company Remarks	
Maximum gap between any two consecutive (in number of days)	93

iv. Meeting of Committees

Name of the Committee	Date(s) of meeting during of the committee in the previous quarter	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (Yes/No)	Number of Directors present	Number of independent directors present
Audit Committee	12-Nov-2021		Yes	3	3
Audit Committee		14-Feb-2022	Yes	3	3
Audit Committee		24-Mar-2022	Yes	3	3
Nomination & Remuneration Committee		24-Mar-2022	Yes	3	3
Company Remarks					
Maximum gap between any two consecutive (in number of days) [Only for Audit Committee]	93				

v. Related Party Transactions

Whether prior approval of audit committee obtained	Subject	Compliance status (Yes/No/NA)	Remark
Whether shareholder approval obtained for material RPT		Not Applicable	Not Applicable
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee		Not Applicable	Not Applicable
Disclosure of notes on related party transactions and Disclosure of notes of material related party transactions			

vi. Affirmations

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**
 - b. Nomination & remuneration committee - **Yes**
 - c. Stakeholders relationship committee - **Yes**
 - d. Risk management committee (applicable to the top 100 listed entities) - **Not applicable**
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. - **Yes**
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. - **Yes**
5. a. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. - **Yes**
 b. Any comments/observations/advice of Board of Directors may be mentioned here:

Name : Deepak Kaushal
 Designation : Company Secretary

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