

Kohinoor Foods Ltd.

14th October, 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 30th September, 2022.

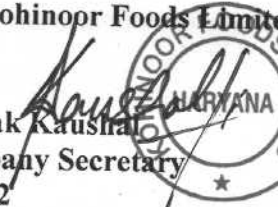
In terms of requirement of Regulation 27(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith Corporate Governance Report for the Quarter on 30th September, 2022.

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

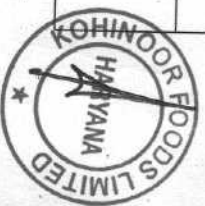
1. Name of Listed Entity - Kohinoor Foods Limited
2. Quarter ending - 30-Sep-2022

i. Composition Of Board Of Director

Item (Mr./Ms)	Name of the Director	DI	PA	Category (Chairperson /Executive/ Non-Executive/ Independent / Nominnee)	Sub Category	Initial Date of Appointment	Date of Appointment	Date of cessation	Term	Duration of Birth	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status	Whether special resolution passed? [Refer Reg. 17 (1A) of Listing Regulations]	Date of passing special resolution	No. of Directorship in listed entity	No. of Independent Directorship in listed entity	No. of members in Audit / Stakeholder Committee(s) including this listed entity	No. of post of Chairperson in Audit / Stakeholder Committee(s) including this listed entity	Membership in Companies of the Company	Remarks	



Mr.	JU GAL KISHO REAR ORA	000 107 04	AAJ PA93 85M	CED	MD	26- Jul- 1989	26- Sep- 2017		1 1 1 - O ct - 1 9 4 3	No					Ac tiv e	NA	1	0	0	0	in g thi s lis te d en tit y	
Mr.	SATN AMAR ORA	000 106 67	AAK PA26 94L	ED	MD	26- Jul- 1989	26- Sep- 2017		2 3 - J a n - 1 9 4 9	No					Ac tiv e	NA	2	1	4	0	SC	
Mr.	GURN AMAR ORA	000 107 31	AAJ PA10 64F	ED	MD	26- Jul- 1989	26- Sep- 2017		2 6 - M a r - 1 1 9 5 0	No					Ac tiv e	NA	1	0	2	0	SC	
Mr.	Sunil Sharma	086 990 33	APV PS28 13K	ID		13- Feb- 2020	13- Feb- 2020		60 3 0 - A	No					Ac tiv e	NA	1	1	2	0	AC, NRC	



Mr.	Yash Pal Mahajan	086 990 40	AITP M17 55D	ID		13-Feb-2020	13-Feb-2020	60	0406	No	Ac tive	NA	1	1	2	0	AC, NRC	
Mrs	Mani Chandra Bhandari	003 875 25	AAT PB28 05P	ID		13-Feb-2020	13-Feb-2020	60	1894945	No	Ac tive	Yes	30-Dec-2020	1	1	4	4	AC,S C,NR C

Company Remarks	
Whether Permanent chairperson appointed	Yes
Whether Chairperson is related to MD or CEO	Yes

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	Yes



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

Yes

c. Risk Management Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
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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

Yes

iii. Meeting of Board of Directors

Date(s) of meeting of the committee(s) in the previous quarter and in the relevant quarter	Whether requirement of Quorum met (Yes/No)	Total Number of Directors as on date of the meeting	Number of Directors present (All directors including Independent Director)	Number of Independent Directors present
27-Apr-2022	Yes	6	6	3
30-May-2022	Yes	6	5	2
08-Jul-2022	Yes	6	6	2
31-Aug-2022	Yes	6	5	3

Company Remarks

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

53

iv. Meeting of Committees

Name of the Committee	Date(s) of meeting of the committee(s) in the previous quarter and in the relevant quarter	Whether requirement of Quorum met (Yes/No)	Total Number of Directors as on date of the meeting	Total Number of Directors attended the meeting (All directors)	Number of Independent directors attending the meeting	Number of Members attending the Meeting (Other than Board Directors)
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					including Independent Director)		
Audit Committee	27-Apr-2022	Yes	3		3	0	
Audit Committee	30-May-2022	Yes	3		2	0	
Audit Committee	08-Jul-2022	Yes	3		2	0	
Audit Committee	31-Aug-2022	Yes	3		3	0	

Company Remarks	
Maximum gap between any two consecutive (in number of days) [Only for Audit Committee]	53

v. **Related Party Transactions**

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

VI. **Affirmations**

- The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. - **Yes**
- The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015
 - Audit Committee - **Yes**
 - Nomination & remuneration committee - **Yes**
 - Stakeholders relationship committee - **Yes**
 - Risk management committee (applicable to the top 100 listed entities) - **Not applicable**
- The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements), 2015. - **Yes**
- 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**
- This report and/or the report submitted in the previous quarter has been placed before Board of Directors. - **Yes**
- Any comments/observations/advice of Board of Directors may be mentioned here:

Name : **Deepak Kaushal**
 Designation : **Company Secretary**

For KOHINOOR FOODS LIMITED

Company Secretary & Manager (Legal)