

Kohinoor Foods Ltd.

13th January 2023

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 31 December 2022.

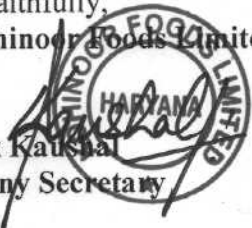
In terms of requirement of Regulation 27(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith Corporate Governance Report for the Quarter on 31 December 2022.

Kindly acknowledge receipt of the same.

Thanking you,

Yours faithfully,
For Kohinoor Foods Limited

Deepak Kaul
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-Dec-2022

i. Composition Of Board Of Director

Titl e (Mr. / Ms)	Na me of the Dir ect or	DI N	PA N	Cat ego ry (Ch airp erson /Exec utive/ Non- Exec utive/ Indepe nde nt/ Nomi nee)	S ub C at eg or y	Initi al Dat e of Ap poi ntment	Dat e of Ap poi ntment	Da te of ces sation	Te nu re	D at e of B irth	Wh ether the dire ctor is disq ualifi ed?	Start Date of disq ualific ation	End Date of disq ualific ation	Detai ls of disq ualific ation	C urren t stat us	Wh ether spe cial reso lution pas sed ? [Ref er Reg . 17 (1A) of Listi ng Reg ulati ons]	Dat e of pas sin g spe cial res olution	No. of Dire ctor ship in liste d entit ies incl uding this liste d entit y [in refe renc e to Reg ulati on 17A (1)]	No of Inde pen dent Dire ctor ship in liste d entit ies incl uding this liste d entit y [in refe renc e to prov iso to regu latio n 17A (1)]	No of mem bers hips in Audi t/ Stak ehol der Com mitte e(s) incl uding this liste d entit y	No of po st of Ch air pe rs on Au dit/ St ak eh old er Com mitte e hel d in list ed entit ies incl uding thi s list ed en	Me mb ers hip in Com mit te es of th e Comp an y	Re ma rks	



Mrs	Ma haj an	003 875 25	AAT PB2 805 P	ID	13- Feb- 2020	13- Feb- 2020	60	M a y - 1 9 4 9	No	Ac tiv e	Yes	30- De c- 20 20	1 1	4 4	4	AC,S C,NR C
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Company Remarks	
Whether Regular chairperson appointed	Yes
Whether Chairperson is related to MD or CEO	Yes

ii. Composition of Committees

a. Audit Committee

Sr. No.	Name of Committee members	Category	Chairperson/Member	Date of Appointment	Date of Cessation
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 Regular chairperson appointed	Yes

b. Stakeholders Relationship Committee

Sr. No.	Name of Committee members	Category	Chairperson/Member	Date of Appointment	Date of Cessation
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	
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Whether Regular chairperson appointed	Yes
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c. Risk Management Committee

Sr. No.	Name of Committee members	Category	Chairperson/Member	Date of Appointment	Date of Cessation
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Company Remarks					
Whether Regular chairperson appointed					

d. Nomination and Remuneration Committee

Sr. No.	Name of Committee members	Category	Chairperson/Member	Date of Appointment	Date of Cessation
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 Regular chairperson appointed					

iii. Meeting of Board of Directors

Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	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)	No. of Independent Directors attending the meeting
08-Jul-2022	Yes	6	6	2
31-Aug-2022	Yes	6	5	3
14-Nov-2022	Yes	6	6	3

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

iv. Meeting of Committees

Name of the Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Whether requirement of Quorum met (Yes/No)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors present (All directors including Independent Director)	Number of Independent directors attending the meeting	Number of Members attending the Meeting (Other than Board of Directors)
Audit Committee	08-Jul-2022	Yes	3	3	2	0
Audit Committee	31-Aug-2022	Yes	3	3	3	0
Audit Committee	14-Nov-2022	Yes	3	3	3	0



Nomination & Remuneration Committee	14-Nov-2022	Yes	3	3	0
Stakeholders Relationship Committee	14-Nov-2022	Yes	3	3	0

Company Remarks	74
Maximum gap between any two consecutive (in number of days) [Only for Audit Committee]	

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	
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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 1000 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) Regulations, 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

Deepak Kaushal
Company Secretary (Legal)