

Kohinoor Foods Ltd.

15.01.2024

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 December, 2023.

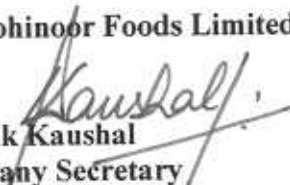
In terms of requirement of Regulation 27(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith Corporate Governance Report for the Quarter on 31st December, 2023.

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-Dec-2023

I. Composition Of Board Of Director

Title (Mr./Ms)	Name of the Director or	DIN	PAN	Category (Chairperson/Executive/Non-Executive/Independent/Nominee)	Sub Category	Initial Date of Appointment	Date of Appointment	Date of Resignation	Age as on Date 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 to Listing Regulations)	Date of passing special resolution	No. of Directorship in listed entities including this reference on 17A (1)]	No. of Independent Directorship in listed entities including this reference to provision 17A (2)]	No. of members in Audit/ Stakeholder Committee(s) including this listed entity	No. of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity	Membership in Committees of the Company	
	Jugal Kishore Arora	00010704	AAJPA9385M	C.ED		26-Jul-1989	26-Sep-2017		11-10-1943	No				Active	NA		1	0	0	0	0	Member ship in Committees of the Company
Mr.	Salma Arora	00010667	AAKPA2694L	ED	MD	26-Jul-1989	26-Sep-2017		23-01-1949	No				Active	NA		2	1	4	0	SC	
Mr.	Gurmit Arora	00010731	AAJPA1064F	ED	MD	26-Jul-1989	26-Sep-2017		26-05-1950	No				Active	NA		1	0	2	0	SC	
Mr.	Sunil Sharma	08699033	APVPS2813K	ID		13-Feb-2020	13-Feb-2020		30-04-1958	No				Active	NA		1	1	2	0	AC,NRC	
Mr.	Yash Pal Mahajan	08699040	AITPM1755D	ID		13-Feb-2020	13-Feb-2020		04-04-1949	No				Active	Yes	29-Sep-2023	1	1	2	0	AC,NRC	
Mrs.	Mani Chand Bhand	00387525	AATPB2805P	ID		13-Feb-2020	13-Feb-2020		18-09-1945	No				Active	Yes	30-Dec-2020	1	1	4	4	AC,SC,NRC	

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

Whether Regular chairperson appointed Yes

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 Yes

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
14-Aug-2023	Yes	6	5	3



14-Nov-2023	Yes	6	6	3
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Company Remarks

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

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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	14-Aug-2023	Yes	3	3	3	0
Audit Committee	14-Nov-2023	Yes	3	3	3	0
Nomination & Remuneration Committee	14-Nov-2023	Yes	3	3	3	0
Stakeholders Relationship Committee	14-Nov-2023	Yes	3	3	1	0

Company Remarks

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

MEETING OF INDEPENDENT DIRECTORS

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V. Related Party Transactions

Subject	Whether prior approval of audit committee obtained	Compliance status (Yes/No/NA)	Remark
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. - Yes
 - 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:

Details of cyber security incidence



1. Whether as per Regulation 27(2)(ba) of SEBI (LODR) Regulations, 2015 there has been cyber security incidents or breaches or loss of data or documents during the quarter	No
2. Date of the Event	
3. Brief details of the event	

Name : Deepak Kaushal
Designation : Company Secretary

For KOHINOOR FOODS LIMITED
Company Secretary & Manager (Legal)