

08.01.2025

**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 31<sup>st</sup> December, 2024.**

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<sup>st</sup> December, 2024.

Kindly acknowledge receipt of the same.

Thanking you,

Yours faithfully,

For Kohinoor Foods Limited

  
Deepak Kaushal  
Company Secretary  
F-8722

**Encl: As above**

## Kohinoor Foods Limited

Registered/Corporate Office: Pinnacle Business Tower, 10th Floor, Shooting Range Road, Surajkund, Faridabad, Haryana-121001.  
Corporate Identity No. L52110HR1989PLC070351, Phone: +91-129-424-2222, Fax: +91-129-424-2233  
E-mail: info@kohinoorfoods.in, Website: www.kohinoorfoods.in

General information about company	
Scrip code	512559
NSE Symbol	KOHINOOR
MSEI Symbol	NOTLISTED
ISIN	INE080B01012
Name of the entity	KOHINOOR FOODS LIMITED
Date of start of financial year	01-04-2024
Date of end of financial year	31-03-2025
Reporting Quarter	Quarterly
Date of Report	31-12-2024
Risk management committee	Not Applicable
Market Capitalisation as per immediate previous Financial Year	Any other



Annexure I								
Annexure I to be submitted by listed entity on quarterly basis								
I. Composition of Board of Directors								
Disclosure of notes on composition of board of directors explanatory								
Whether the listed entity has a Regular Chairperson							Yes	
Whether Chairperson is related to MD or CEO							Yes	
Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth
1	Mr	Jugal Kishore Arora	AAJPA9385M	00010704	Executive Director	Chairperson related to Promoter		11-10-1943
2	Mr	Satnam Arora	AAKPA2694L	00010667	Executive Director	Not Applicable	MD	23-01-1949
3	Mr	Gurnam Arora	AAJPA1064F	00010731	Executive Director	Not Applicable	MD	26-03-1950
4	Mr	Sunil Sharma	APVPS2813K	08699033	Non-Executive - Independent Director	Not Applicable		30-04-1956
5	Mr	Yash Pal Mahajan	AITPM1755D	08699040	Non-Executive - Independent Director	Not Applicable		04-05-1949
6	Mrs	Mani Chandra Bhandari	AATPB2805P	00387525	Non-Executive - Independent Director	Not Applicable		18-09-1945



I. Composition of Board of Directors					
Disqualification of Directors under section 164 of the Companies Act, 2013					
Sr	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status
1	No				Active
2	No				Active
3	No				Active
4	No				Active
5	No				Active
6	No				Active



# I. Composition of Board of Directors

Sr	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity [with reference to proviso to regulation 17A(1) & 17A(2)]	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)	Reason for Cessation	Notes for not providing PAN	Notes for not providing DIN
1	NA		26-07-1989	26-09-2017			1	0	0	0			
2	NA		26-07-1989	26-09-2017			1	0	2	0			
3	NA		26-07-1989	26-09-2017			1	0	2	0			
4	NA		13-02-2020	13-02-2020		60	1	1	2	0			
5	Yes	29-09-2023	13-02-2020	13-02-2020		60	1	1	2	0			
6	Yes	30-12-2020	13-02-2020	13-02-2020		60	1	1	4	4			



Audit Committee Details							
Whether the Audit Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00387525	Mani Chandra Bhandari	Non-Executive - Independent Director	Chairperson	20-07-2021		
2	08699033	Sunil Sharma	Non-Executive - Independent Director	Member	20-07-2021		
3	08699040	Yash Pal Mahajan	Non-Executive - Independent Director	Member	20-07-2021		



Nomination and remuneration committee							
Whether the Nomination and remuneration committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00387525	Mani Chandra Bhandari	Non-Executive - Independent Director	Chairperson	20-07-2021		
2	08699033	Sunil Sharma	Non-Executive - Independent Director	Member	20-07-2021		
3	08699040	Yash Pal Mahajan	Non-Executive - Independent Director	Member	20-07-2021		



Stakeholders Relationship Committee							
Whether the Stakeholders Relationship Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00387525	Mani Chandra Bhandari	Non-Executive - Independent Director	Chairperson	20-07-2021		
2	00010667	Satnam Arora	Executive Director	Member	20-07-2021		
3	00010731	Gurnam Arora	Executive Director	Member	20-07-2021		





Risk Management Committee							
Whether the Risk Management Committee has a Regular Chairperson							
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks



Corporate Social Responsibility Committee							
Whether the Corporate Social Responsibility Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00387525	Mani Chandra Bhandari	Non-Executive - Independent Director	Chairperson	20-07-2021		
2	00010667	Satnam Arora	Executive Director	Member	20-07-2021		
3	00010731	Gurnam Arora	Executive Director	Member	20-07-2021		



Other Committee						
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks



## Annexure 1

### Annexure 1

#### III. Meeting of Board of Directors

Disclosure of notes on meeting of board of directors explanatory								
Sr	Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting (if any) in the current quarter	Maximum gap between any two consecutive (in number of days)	Notes for not providing Date	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*
1	13-08-2024				Yes	6	6	3
2		14-11-2024	92		Yes	6	4	2



## Annexure 1

### IV. Meeting of Committees

Disclosure of notes on meeting of committees explanatory										
Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Name of other committee	Reason for not providing date	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)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
1	Audit Committee	13-08-2024				Yes	3	3	3	0
2	Audit Committee	14-11-2024	92			Yes	3	2	2	0
3	Nomination and remuneration committee	13-08-2024				Yes	3	3	3	0
4	Nomination and remuneration committee	14-11-2024	92			Yes	3	2	2	0
5	Stakeholders Relationship Committee	14-11-2024				Yes	3	2	1	0
6	Corporate Social Responsibility Committee	14-11-2024				Yes	3	2	1	0



# Annexure 1

## IV. Meeting of Committees

Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Name of other committee	Reason for not providing date	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)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
7	Other Committee	14-11-2024		Independent Director		Yes	3	2	2	0



**Annexure 1**

**V. Related Party Transactions**

Sr	Subject	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Whether prior approval of audit committee obtained	NA	
2	Whether shareholder approval obtained for material RPT	NA	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	NA	



## Annexure 1

### VI. Affirmations

Sr	Subject	Compliance status (Yes/No)
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
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	Yes
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	Yes
5	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 1000 listed entities)	NA
6	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
7	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
8	This report and/or the report submitted in the previous quarter has been placed before Board of Directors.	Yes





Annexure 1		
Sr	Subject	Compliance status
1	Name of signatory	Deepak Kaushal
2	Designation	Company Secretary



Details of Cyber security incidence		
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
Number of cyber security incidence or breaches or loss of data event occurred during the quarter		
Sr.	Date of the event	Brief details of the event



Signatory Details	
Name of signatory	Deepak Kaushal
Designation of person	Company Secretary
Place	Faridabad, Haryana
Date	08-01-2025

