

FINANCIAL YEAR 2022-23

DISCLOSURE UNDER REGULATION 25 AND 46 OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015

Kohinoor Foods Limited (“the Company”) has an orientation process/familiarization programme for its independent directors with emphasis on:

1. Roles, Rights and Responsibilities – Board dynamics & functions
2. Strategy, Operations and functions of the Company

The roles, rights and responsibilities of Independent Directors are particularly mentioned in the appointment letter issued to them at the time of their appointment. Moreover, as a process when a new independent director is appointed, an induction programme is conducted by the senior management team and also whenever the independent director is appointed to a Board Committee as a new member, information relevant to the functioning of the Committee and the role and responsibility of Committee members is informed. The Independent Directors have attended such orientation process/familiarization programme.

DETAILS OF OTHER FAMILIARIZATION PROGRAMMES IMPARTED DURING FINANCIAL YEAR 2022-23:

A. Presentation/Updates by Respective Key Persons:

At the Board and committee meetings of the Company, the key persons also join as an attendee(s)/invitee(s) as and when required, to get the directors more familiarized with the business/operations and risks/challenges faced by the industry on an ongoing basis, by way of presentation/updates. Presentations on the business outlook, plans, business strategies, scale and operations, internal control systems, risks and mitigation plans, various policies of the Company are given to all the directors including the independent directors during the meetings and at other times from time to time. The Directors are also updated in respect of the recent legal amendments as applicable to the Company in respect of discussions in regard to any such matter undertaken in the meetings of the Board and committees of the Board.

B. Regular update on Key Developments:

The Company is also familiarizing its Independent Directors on the key developments regularly by way of timely communication.

Details of Familiarization Programmes imparted to Independent Directors Number of programmes attended by Independent Directors (during the year and on a cumulative basis till date)				
Sl. No.	Dates	Hours	Minutes	
1	April 23, 2022	1	30	1. To update Independent Directors of the Company regarding scale and details of its operations; 2. Industry updates 3. Business Model of the Company; 4. Rights and responsibilities of Independent Directors.
2	August 22, 2022	1	15	
3	October 10, 2022	1	1	
4	January 17, 2023	1	30	
	Total	6	15	

SN	Particulars of the Programmes / Presentations	Date	Hours	Minutes
1	Regulatory Compliances			
i.	Quarterly Compliance	Each Quarter	1	15
ii.	Update on legal cases relating to Income Tax, Entry Tax, Sales Tax and others	Each Quarter	1	30
2	Governance & Operations			
i.	Review of performance of Company & Financial Results	Each Quarter	1	15
ii.	Review of RPTs	Each Quarter		45
iii.	Review of Performance & Independence of Auditors	31.08.2022		15
iv.	Review Board Report	31.08.2022 Induction Meeting		45
3	Business Strategy and Future Business Strategy and Future Outlook		1	30
i.	Annual Budget	25.05.2022		30
ii.	Analysis of Industry, Company's business model and performance of competitors	Each Quarter	1	15
			9	00