

KPL/2021-22/BSE
12/07/2021



Bombay Stock Exchange Ltd. Phiroze Jeejeebhoy Towers 25th Floor, Dalal Street MUMBAI - 400 001 Scrip Code : 530299	National Stock Exchange Of India Ltd. Exchange Plaza 5th Floor Plot No.C/1, G Block Bandra Kurla Complex Bandra (E) MUMBAI - 400 051 Scrip Code : KOTHARIPRO
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Dear Sir,

Sub: **SUBMISSION OF COMPLIANCE REPORT ON CORPORATE GOVERNANCE FOR THE QUARTER ENDED 30.06.2021**

Pursuant to Regulation 27 of the SEBI (Listing obligations and disclosure requirements) Regulations, 2015 please find attached herewith Annexure I of the compliance report on Corporate Governance for the aforesaid quarter.

Kindly take the aforesaid information on your records.

Thanking you,

Yours faithfully
for **KOTHARI PRODUCTS LTD.**

A handwritten signature in blue ink, appearing to be 'Raj Kumar Gupta', written over a circular stamp.

(RAJ KUMAR GUPTA)
CS & COMPLIANCE OFFICER
FCS – 3281

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"Pan Parag House
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Kanpur



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CIN No. - L 16008 UP 1983 PLC 006254

ANNEXURE - I

1. Name of Listed Entity: KOTHARI PRODUCTS LIMITED
2. Quarter ending: 30th June, 2021

1. Composition of Board of Directors												
Title (Mr./Ms.)	Name of the Directors	PAN & DIN	Category (Chairperson/Executive/Non-Executive/Independent/Nominee)	Initial Date of Appointment	Date of Re-appointment	Date of Cessation	Tenure*	Date of Birth	No. of Directorship in listed entities including this listed entity [in reference to regulation 17A(1)]	No. of Independent Directorship in listed entities including this listed entity [in reference to proviso to regulation 17A (1)]	No. 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)
Mr.	Deepak Kohari	AAYP6101C & 00088973	Chairman & Managing Director	07.09.1988	23.09.2016	-	N.A.	26.06.1951	1	NIL	2	NIL
Mr.	Mitlesh Kohari	AFUPK3905M & 00089076	Executive Director	01.10.2002	23.09.2016	-	N.A.	26.08.1976	1	NIL	1	NIL
Mr.	Avinash Gupta	AAIPG4289P & 00089371	Independent/Non Executive	01.10.1994	19.09.2019	-	25 years	26.05.1950	1	1	2	NIL
Mr.	Pramod Kumar Tandon	AAOPT5570C & 00089344	Independent/Non Executive	03.07.1999	19.09.2019	-	20 years	05.05.1940	1	1	NIL	2
Mr.	Vikas Chaturvedi	AAKPC0656L & 00089394	Independent/Non Executive	15.09.2006	19.09.2019	-	13 years	05.07.1963	1	1	1	NIL
Mrs.	Poonam Acharya	AFJPAZ311J & 07238992	Non Executive	24.07.2015	25.09.2018	-	N.A.	23.07.1968	1	NIL	NIL	NIL
Whether Regular Chairperson appointed - Yes												
Whether Chairperson is related to managing director or CEO - N.A.												

*: If any year for Independent Director Tenure = Nil, total period from when Independent Director is serving on Board of Directors of the listed entity in continuity without any cooling period.

For KOTHARI PRODUCTS LTD.

(RAJ KUMAR GUPTA)
CS & COMPLIANCE OFFICER

II. Composition of Committees						
Name of Committee	Whether Regular Chairperson appointed	Name of Committee members	Category	Date of Appointment	Date of Cessation	
			(Chairperson/Executive/Non-Executive/Independent/Nominee)			
1	Audit Committee	Yes	1. Sri Pramod Kumar Tandon	Chairperson/Independent	22.05.2014	-
			2. Sri Deepak Kothari	Executive	22.05.2014	-
			3. Dr.Avinash Gupta	Independent/Non Executive	22.05.2014	-
			4. Sri Vikas Chaturvedi	Independent/Non Executive	22.05.2014	-
2	Nomination & Remuneration Committee	Yes	1. Sri Pramod Kumar Tandon	Chairperson/Independent	22.05.2014	-
			2. Dr.Avinash Gupta	Independent/Non Executive	22.05.2014	-
			3. Sri Vikas Chaturvedi	Independent/Non Executive	22.05.2014	-
3	Risk Management Committee	Yes	1. Sri Pramod Kumar Tandon	Chairperson/Independent	18.09.2014	-
			2. Sri Deepak Kothari	Executive	18.09.2014	-
			3. Dr.Avinash Gupta	Independent/Non Executive	18.09.2014	-
			4. Sri Vikas Chaturvedi	Independent/Non Executive	18.09.2014	-
4	Stakeholders Relationship Committee	Yes	1. Sri Pramod Kumar Tandon	Chairperson/Independent	22.05.2014	-
			2. Sri Deepak Kothari	Executive	22.05.2014	-
			3. Dr.Avinash Gupta	Independent/Non Executive	22.05.2014	-
			4. Sri Mitesh Kothari	Executive	22.05.2014	-
5	Corporate Social Responsibility Committee	Yes	1. Sri Pramod Kumar Tandon	Chairperson/Independent	03.04.2014	-
			2. Sri Deepak Kothari	Executive	03.04.2014	-
			3. Dr.Avinash Gupta	Independent/Non Executive	03.04.2014	-

III. Meeting of Board of Directors					
Date of Meeting (if any) in the previous quarter	Date of Meeting (if any) in the relevant quarter	Whether requirement of Quorum met*	Number of Directors presents*	Number of Independent Directors Present*	Maximum gap between any two consecutive meetings in number of days
22.03.2021	09.06.2021	Yes	3	1	78
22.03.2021	29.06.2021	Yes	5	2	70

IV. Meeting of Committees						
Name of Committee	Dates of meeting of the committee in the relevant quarter	Whether requirement of quorum met*	Number of Directors presents*	Number of Independent Directors presents*	Dates of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days
Audit committee	29.06.2021	Yes	3	2	22.03.2021	98
Stakeholders Relationship Committee	09.06.2021	Yes	2	1		
Nomination & Remuneration Committee	11.06.2021	Yes	2	2		

* details given only for current quarter

For KOTHARI PRODUCTS LTD.


(RAJ KUMAR GUPTA)
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V. Related Party Transactions	
Subject	Compliance Status (Yes/No/NA)
Whether prior approval of audit committee obtained	YES
Whether shareholder approval obtained for material RPT	N.A.
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	YES

VI. Affirmations
1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
2. The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015
a. Audit Committee
b. Nomination & remuneration committee
c. Stakeholders relationship committee
d. Risk management committee
e. Corporate Social Responsibility Committee
3. The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
4. 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.
5. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. Any comments/observations/advice of Board of Directors may be mentioned here : NIL

For KOTHARI PRODUCTS LTD.


(RAJKUMAR GUPTA)
CS & COMPLIANCE OFFICER