

KPL/2024-25/BSE 18/01/2025

Bombay Stock Exchange Ltd. Phiroze Jeejeebhoy Towers 25th Floor, Dalal Street MUMBAI - 400 001 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: 530299 Scrip Code: KOTHARIPRO

Dear Sir,

Sub: <u>SUBMISSION OF QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE FOR</u>
THE QUARTER ENDING 31.12.2024

Pursuant to Regulation 27 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 please find attached herewith Annexure I of quarterly 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.**

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

Regd. Off.: "Pan Parag House", 24/19, The Mall, Kanpur - 208 001 (INDIA) Phone: +91 512 2312171-72-73-74 • Fax: +91 512 2312058

E-mail: kotheri@papparag.co

info@kothariproducts.in

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General information about	company
Scrip code	530299
NSE Symbol	KOTHARIPRO
MSEI Symbol	NOTAPPLICA
ISIN	INE823A01017
Name of the entity	KOTHARI PRODUCTS 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	Top 2000 listed entities

ended date only

Enter the quarter

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(RAJ KUMAR GUPTA)

25%			Disclosure of	nates on composit	ion of board of directors explanatory	Add Notes				
				Whether the lis	sted entity has a Regular Chairperson	Yes				
				Whether	Chairperson is related to MD or CEO	Yes				Disqualification
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	Whether the director is disqualified?	Start Date of disqualification
	Add	Delete								
1	Mr	DEEPAK KOTHARI	AAYPK6101C	00088973	Executive Director	Chairperson	MD	26-06-1951	No	* 58 % y
ż	Mr	MITESH KOTHARI	AFUPK3905M	00089076	Executive Director	Not Applicable		26-08-1976	No	THE RESERVE OF THE PARTY OF THE
3	Mr	DEEPAK GAMBHIRDAS GANDHI	AACPG5097K	01627471	Non-Executive - Independent Director	Not Applicable		15-07-1960	No	
4	Mr	PRADEEP KUMAR	ADJPK1649K	10671085	Non-Executive - Independent Director	Not Applicable		11-08-1955	No	TO STREET TO
5	Mr	JAYANT CHATURVEDI	ANLPC3268Q	03639031	Non-Executive - Independent Director	Not Applicable		14-02-1992	No	
6	Mrs	POONAM ACHARYA	AFJPA2311J	07238992	Non-Executive - Non Independent Director	Not Applicable		23-07-1968	No	

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For KOTHARI PRODUCTS LTD.

		Annexure I litted by listed entity on quitten of Board of Director								
	i. Compos	ittigit of Boata of Director					100000			
				* (= () * () () () () () () () () () () () () ()				. *		
ectors under section 264 of the C	Companies Act, 2013									
End Date of disqualification	Details of disqualification	Current status	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 dir	enure of rector (in nonths)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	entities including this listed entity (with reference to proviso to
£Sonomally		Active	NA NA	, , , _x	07-09-1988	14-09-2024			1	
		Active	NA		10-10-2002	14-09-2024			1	
		Active	Yes	17-04-2023	21-01-2023	25-09-2023		23.00	1	
		Active	Yes	14-09-2024	13-08-2024			4.00	1	
		Active	Yes	14-09-2024	13-08-2024			4.00	1	
		Active	NA		24-07-2015	14-09-2024			1	

FOR KOTHARI PRODUCTS LTD.

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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
2	0			
1	0			
1	0			
0				
0	0			

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For KOTHARI PRODUCTS LTD.

5000 EU		Annexure 1			For this quarter kindly note	the following points: 1 Date of Cessation (if applie	nahla) must ha
	THE STATE OF THE S	II. Composition of Comm	littees.		mandatorily filled for every	Committee.	· ·
		Disclosure of n	otes on composition of committees explanatory	Add Notes	2. Date of Appointment car 3. Date of Cessation must to September 30 2022	n be any day upto Septembe be for the current quarter on	
ote: Please enter DIN. After e	ntering DIN, Name of Committee mem	bers and Category 1 of Directors shall be prefi	lled automatically				
udit Committee Details							
		Wheti	her 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	
	JAYANT CHATURVEDI	Non-Executive - Independent Director	Chairperson	19-09-2024			
03639031				40.00.000			
1 03639031 2 00088973	DEEPAK KOTHARI	Executive Director	Member	19-09-2024			
	DEEPAK KOTHARI PRADEEP KUMAR	Executive Director Non-Executive - Independent Director	Member Member	19-09-2024			

Note: Please enter DIN. After entering DIN, Name of Committee members and Category 1 of Directors shall be prefilled automatically

ioi	mination and remune	ration committee					
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	03639031	JAYANT CHATURVEDI	Non-Executive - Independent Director	Chair erson	19-09-2024		
2	01627471	DEEPAK GAMBHIRDAS GANDHI	Non-Executive - Independent Director	Member	19-09-2024		
3	10671085	PRADEEP KUMAR	Non-Executive - Independent Director	Member	19-09-2024		
4							
5	***************************************						

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8			***************************************	(h)	r and management and the second	MINISTERIOR OF THE PROPERTY OF	
9			•			•	AND THE RESIDENCE AND THE PROPERTY AND T
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Note: Please enter DIN. After entering DIN, Name of Committee members and Category 1 of Directors shall be prefilled automatically

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	03639031	JAYANT CHATURVEDI	Non-Executive - Independent Director	Chairperson	19-09-2024		
2	00088973	DEEPAK KOTHARI	Executive Director	Member	19-09-2024		
3	00089076	MITESH KOTHARI	Executive Director	Member	19-09-2024		
4	10671085	PRADEEP KUMAR	Non-Executive - Independent Director	Member	19-09-2024	•	-
5					THE PERSON NAMED AND POST OF THE PERSON OF T	\$104303000000000000000000000000000000000	BOART FARRER IN E DAY ANDROLDE SESTIMATEURS
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7						And the second s	
8							
9							
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Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
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	***************************************			× •	WALLEST TO THE TOTAL PROPERTY OF THE TOTAL P	***************************************	***************************************
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	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	03639031	JAYANT CHATURVEDI	Non-Executive - Independent Director	Chairperson	19-09-2024						
2	00088973	DEEPAK KOTHARI	Executive Director	Member	19-09-2024						
3	10671085	PRADEEP KUMAR	Non-Executive - Independent Director	Member	19-09-2024						
4											
5											
6											

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(RAI KUMAR GUPTA)

CS & COMPLIANCE OFFICER

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	***************************************	***************************************				Daniel Company of the			DIN Number	9 9 10 Other Committee	THE PROPERTY OF THE PROPERTY O
		and the special control of the special contro	лейнены, меняйличенийн наймайнайданиянияниянияниянайданий і граничейнай М		-	***************************************	ingligeness data and a contract of the contrac	profits street, means as on a trace to	Name of Committee members		en en en fres en la fresse de la company à part des del debus de l'amminus de material marché de désendates de l'été de
				***************************************	***************************************			to the A. I was the first of the party of the second of th	Name of other committee		ele de de la companya
								HILLIAND THE THE PARTY THE PARTY PROPERTY AND THE PARTY PART	Category 1 of directors		
	And the second s	***************************************		м деления принципальный принци	Martin and the control of the contro	***************************************	***************************************	The production of the state of	Category 2 of directors		
MINISTER STREET, STREE	A CONTRACTOR OF THE PARTY OF TH	erene eren 1 de maria parte de la company		se our sanstroumentententententententillelibre deriffert ste	And the state of t	***************************************		THE SECTION OF THE PERSONAL PROPERTY.	Remarks		

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	The Assessment of the Second Company of the		A	nnexure 1			
11	II. Meeting of Board of Directors		A 497/				
	Disclosure of notes on meeting of board of direc	tors explanatory	Add No	tes			
Sr	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)	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*
	Add Delete						
1	15-07-2024			Yes	7	3	
2	13-08-2024	28		Yes		3	
3	19-09-2024	36		Yes	6	4	
4	13-11-2024	54		Yes	6	4	
	27-12-2024	43	9-11	Yes	6	3	

^{*} to be filled in only for the current quarter meetings

Labora .			980000			nexure 1				8023
		W. W. 10	STATE OF THE PARTY	Disclosure	Mary Mary	of committees explanatory			e	, , , , , , , , , , , , , , , , , , ,
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	Reson 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	15-07-2024	000-10			Yes			,	
	Nomination and remuneration committee	01-08-2024	16			Yes	3		2 2	0
	Audit Committee Stakeholders Relationship	12-08-2024	10	<u> </u>		Yes	4		2 2	
	Committee Stakeholders Helationship Committee	18-09-2024 06-11-2024	36			Yes	4		2	0
	Audit Committee	13-11-2024	6			Yes				

^{*} to be filled in only for the current quarter meetings

FOR KOTHARI PRODUCTS LTD.

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Details of Cyber secur	rity 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
Other details of cyber security incidence or breaches or loss of data event	Add Notes
Number of cyber security incidence or breaches or loss of data event occurred during the quarter	
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	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	Yes		
2	Whether shareholder approval obtained for material RPT	Yes	The same of the sa	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes		
Ž	Disclosure of notes on related p	party transactions	Add Notes	
Disclosure of notes of material transaction with related party		Add Notes -		

For KOTHARI PRODUCTS LTD.

RATKUMAR GUPTA

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1	Annexure 1 VI. Affirmations				
10					
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			
S	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 (Usting 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			
9	Any comments/observations/advice of Board of Directors may be mentioned here:	Add Notes			

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THE S	Annexure 1		
Sr	Subject	Compliance status	
1	Name of signatory	RAJ KUMAR GUPTA	
2	Designation	Company Secretary and	

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RAIKUHAAR GUPTA)

CAA CAPE MACA OFFICER

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Signatory Details		
Name of signatory	RAJ KUMAR GUPTA	
Designation of person	Company Secretary and Compliance Officer	
Place	KANPUR	
Date	18-01-2025	

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