

KPL/2024-25/BSE
15/07/2024



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
---	---

Dear Sir,

Sub: **SUBMISSION OF COMPLIANCE REPORT ON CORPORATE GOVERNANCE FOR THE QUARTER ENDED 30.06.2024**

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', is written over a circular stamp or mark.

(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
E-mail : info@kothariproductions.in & kothari@kothariproductions.in
CIN No : L 16008 UP 1983 PLC 006254

[Home](#)[Validate](#)

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	30-06-2024
Risk management committee	Not Applicable
Market Capitalisation as per immediate previous Financial Year	Top 2000 listed entities

Enter the quarter ended date only

[Prev](#)[Next](#)

For KOTHARI PRODUCTS LTD.


(RAJ KUMAR GUPTA)
CS & COMPLIANCE OFFICER

[Home](#)[Validate](#)

Disclosure of notes on composition of board of directors explanatory									
Whether the listed entity has a Regular Chairperson							Add Notes		
Whether Chairperson is related to MD or CEO									
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?
1	Mr	DEEPAK KOTHARI	AAYPK6101C	00088973	Executive Director	Chairperson	MD	26-06-1951	No
2	Mr	MITESH KOTHARI	AFUPK3905M	00089076	Executive Director	Not Applicable		26-08-1976	No
3	Mr	PRAMOD KUMAR TANDON	AAOPT5570C	00089344	Non-Executive - Independent Director	Not Applicable		05-05-1940	No
4	Mr	AVINASH GUPTA	AAIPG428SP	00089371	Non-Executive - Independent Director	Not Applicable		26-05-1950	No
5	Mr	VIKAS CHATURVEDI	AAKPC0656L	00089394	Non-Executive - Independent Director	Not Applicable		05-07-1963	No
6	Mrs	POONAM ACHARYA	AFJPA2311J	07238992	Non-Executive - Non Independent Director	Not Applicable		23-07-1968	No
7	Mr	DEEPAK GAMBHIRDAS GANDHI	AACPG5097K	01627471	Non-Executive - Independent Director	Not Applicable		15-07-1960	No

[Add](#)[Delete](#)[Prev](#)

For KOTHARI PRODUCTS LTD.


(RAJ KUMAR GUPTA)
CS & COMPLIANCE OFFICER

Annexure I

Annexure I to be submitted by listed entity on quarterly basis

I. Composition of Board of Directors

Disqualification of Directors under section 164 of the Companies Act, 2013

Start Date of disqualification	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 cessation
--------------------------------	------------------------------	-----------------------------	----------------	--	------------------------------------	-----------------------------	------------------------	-------------------

			Active	NA		07-09-1988		30-09-2021
			Active	NA		01-10-2002		30-09-2021
			Active	Yes	23-09-2019	03-07-1999		19-09-2019
			Active	Yes	23-09-2019	01-10-1994		19-09-2019
			Active	Yes	23-09-2019	15-09-2006		19-09-2019
			Active	NA		24-07-2015		30-09-2022
			Active	Yes	17-04-2023	21-01-2023		25-09-2023

For KOTHARI PRODUCTS LTD.



(RAJ KUMAR GUPTA)
CS & COMPLIANCE OFFICER

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	0	2	0			
		1	0	1	0			
	297.00	1	1	0	2			
	357.00	1	1	2	0			
	213.00	1	1	1	0			
		1	0	0	0			
	17.00	1	1	0	0			

Next

For KOTHARI PRODUCTS LTD.


 (RAJ KUMAR GUPTA)
 CS & COMPLIANCE OFFICER

Annexure 1

II. Composition of Committees

Disclosure of notes on composition of committees explanatory

Add Notes

For this quarter kindly note the following points:
 1. Date of Appointment and Date of Cessation (if applicable) must be mandatorily filled for every Committee.
 2. Date of Appointment can be any day upto September 30, 2022.
 3. Date of Cessation must be for the current quarter only, i.e. July 1, 2022 to September 30 2022

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

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	00089344	PRAMOD KUMAR TANDON	Non-Executive - Independent Director	Chairperson	22-05-2014		
2	00088973	DEEPAK KOTHARI	Executive Director	Member	22-05-2014		
3	00089371	AVINASH GUPTA	Non-Executive - Independent Director	Member	22-05-2014		
4	00089394	VIKAS CHATURVEDI	Non-Executive - Independent Director	Member	22-05-2014		
5							
6							
7							
8							
9							
10							

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

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	00089344	PRAMOD KUMAR TANDON	Non-Executive - Independent Director	Chairperson	22-05-2014		
2	00089371	AVINASH GUPTA	Non-Executive - Independent Director	Member	22-05-2014		
3	00089394	VIKAS CHATURVEDI	Non-Executive - Independent Director	Member	22-05-2014		
4							
5							
6							
7							
8							
9							
10							

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	00089344	PRAMOD KUMAR TANDON	Non-Executive - Independent Director	Chairperson	22-05-2014		
2	00088973	DEEPAK KOTHARI	Executive Director	Member	22-05-2014		
3	00089371	AVINASH GUPTA	Non-Executive - Independent Director	Member	22-05-2014		
4	00089076	MITESH KOTHARI	Executive Director	Member	22-05-2014		
5							
6							
7							
8							

For KOTHARI PRODUCTS LTD.

(RAJ KUMAR GUPTA)
CS & COMPLIANCE OFFICER

9						
10						

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
1							
2							
3							
4							
5							
6							
7							
8							
9							
10							

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

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	00089344	PRAMOD KUMAR TANDON	Non-Executive - Independent Director	Chairperson	03-04-2014		
2	00088973	DEEPAK KOTHARI	Executive Director	Member	03-04-2014		
3	00089371	AVINASH GUPTA	Non-Executive - Independent Director	Member	03-04-2014		
4							
5							
6							
7							
8							
9							
10							

Other Committee						
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks
1						
2						
3						
4						
5						
6						
7						
8						
9						
10						

For KOTHARI PRODUCTS LTD.

 (RAJ KUMAR GUPTA)
 CS & COMPLIANCE OFFICER

Home

Validate

Annexure 1

III. Meeting of Board of Directors

Disclosure of notes on meeting of board of directors explanatory

Add Notes

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*
1	12-02-2024			Yes	7	3	2
2	27-05-2024	104		Yes	7	7	4

Add

Delete

Next

Prev

For KOTHARI PRODUCTS LTD.



(RAJ KUMAR GUPTA)
CS & COMPLIANCE OFFICER

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	12-02-2024				Yes	4	2	2	0
2	Audit Committee	27-05-2024	104			Yes	4	3	2	0
3	Corporate Social Responsibility Committee	15-03-2024				Yes	3	2	1	0
4	Stakeholders relationship Committee	15-02-2024				Yes	4	3	1	0
5	Stakeholders relationship Committee	13-06-2024	118			Yes	4	2	1	0

* to be filled in only for the current quarter meetings

For KOTHARI PRODUCTS LTD.



(RAJ KUMAR GUPTA)
CS & COMPLIANCE OFFICER

Home

Validate

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	
Other details of cyber security incidence or breaches or loss of data event	<p>Add Notes</p>	
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

For KOTHARI PRODUCTS LTD.



(RAJ KUMAR GUPTA)
CS & COMPLIANCE OFFICER

[Home](#)[Validate](#)**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	NA	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	
Disclosure of notes on related party transactions			Add Notes
Disclosure of notes of material transaction with related party			Add Notes

[Prev](#)[Next](#)

For KOTHARI PRODUCTS LTD.




(RAJ KUMAR GUPTA)
CS & COMPLIANCE OFFICER

[Home](#)[Validate](#)

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
9	Any comments/observations/advice of Board of Directors may be mentioned here:	Add Notes

[Prev](#)[Next](#)

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

For KOTHARI PRODUCTS LTD.

(RAJ KUMAR GUPTA)
CS & COMPLIANCE OFFICER

Home

Validate

Signatory Details

Name of signatory	RAJ KUMAR GUPTA
Designation of person	Company Secretary and Compliance Officer
Place	KANPUR
Date	12-07-2024

Prev

For KOTHARI PRODUCTS LTD.


(RAJ KUMAR GUPTA)
CS & COMPLIANCE OFFICER