

# KOTHARI INDUSTRIAL CORPORATION LIMITED

CIN No.L24310TN1970PLC005865

"Kothari Buildings" No.114/117, Mahatma Gandhi Salai

Nungambakkam, Chennai - 600 034

Ph: +91 44 2833 4565 | Fax: +91 44 2833 4581

E-mail: enquiries@kotharis.in | www.kotharis.in



## Compliance Report to be submitted along with the Draft Scheme

It is hereby certified that the draft scheme of Capital Reduction involving Kothari Industrial Corporation Limited does not, in any way violate, override or limit the provisions of securities laws or requirements of the Stock Exchange(s) and the same is in compliance with the applicable provisions of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and this circular, including the following:

Sl.	Reference	Particulars	Compliance
1	Regulations 17 to 27 of LODR Regulations	Corporate governance requirements	Corporate Governance requirements are not applicable to the Company. Non applicability certificate is attached herewith.
2	Regulation 11 of LODR Regulations	Compliance with securities laws	Yes, Complied
Requirements of this circular			
(a)	Para (I)(A)(2)	Submission of documents to Stock Exchanges	Yes, Submitted
(b)	Para (I)(A)(3)	Conditions for schemes of arrangement involving unlisted entities	N.A.
(c)	Para (I)(A)(4) (a)	Submission of Valuation Report	Yes, Submitted
(d)	Para (I)(A)(5)	Auditors certificate regarding compliance with Accounting Standards	Yes, Submitted
(e)	Para (I)(A)(9)	Provision of approval of public shareholders through e-voting	N.A.

For Kothari Industrial Corporation Limited

*Anil Kumar Padhiali*

Anil Kumar Padhiali

Company Secretary

Date: 31.10.2020

Jinnah Rafiq Ahmed

Managing Director

Date: 31.10.2020



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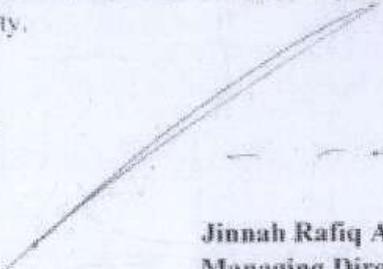
Certified that the transactions / accounting treatment provided in the draft scheme of Capital Reduction involving Kothari Industrial Corporation Limited are in compliance with all the Accounting Standards applicable to a listed entity.

For Kothari Industrial Corporation Limited

  
Vimalanathan Singaravel

Chief Financial Officer

Date: 31.10.2020

  
Jinnah Rafiq Ahmed

Managing Director

Date: 31.10.2020



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31.10.2020

To,  
**BSE Limited**  
P.J. Towers, Dalal Street, Fort  
Mumbai-400001

**Scrip Code: 509732 (BSE)**

**Sub: Submission of Certificate of Non applicability of Regulation 27(2) of the SEBI (LODR) Regulations, 2015**

Dear Sir/Madam,

We wish to inform you that as per provision of Regulation 15 (2) of SEBI (LODR) Regulations 2015 that the compliance with the corporate governance provisions as specified in regulations 17, 17A, 18, 19, 20, 21, 22, 23, 24, 24A, 25, 26, 27 and clauses (b) to (i) of sub-regulation (2) of regulation 46 and para C, D and E of Schedule V shall not apply to the listed entity having paid up equity share capital not exceeding rupees ten crore and net worth not exceeding rupees twenty five crore, as on the last day of the previous financial year.

We further inform you that as per the audited balance sheet of the Company for the FY 2019-20 paid up share capital of the Company is Rs. 9,55,54,425/- and net worth of the Company is Rs (2,79,074,541)/- which is within the limit as prescribed in the Regulations 15(2) of the SEBI (LODR) Regulations 2015.

We hereby submitting the certificate of Non applicability of Regulation 27 of the SEBI (LODR) Regulations, 2015 for your records.

Yours Faithfully

**For KOTHARI INDUSTRIAL CORPORATION LIMITED**

*Anil Kumar Padhiali*

Anil Kumar Padhiali

Company Secretary and Compliance Officer



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31.10.2020

To,  
**BSE Limited**  
P.J. Towers, Dalal Street, Fort  
Mumbai-400001

**Scrip Code: 509732 (BSE)**

**Sub: Certificate regarding of Non applicability of Regulation 27(2) of the SEBI (LODR) Regulations, 2015**

Dear Sir/Madam,

I, Anil Kumar Padhiali, Company Secretary and Compliance Officer of the Company "Kothari Industrial Corporation Limited" having its registered office at Kothari Buildings, No: 114/117 Nungambakkam, Chennai-600034, hereby certify that provisions of Regulation 27(2) of SEBI (LODR) Regulations, 2015 are not applicable on our Company as the paid up share capital of the Company is Rs. 9,55,54,425/- and net worth of the Company is Rs (2,79,074,541)/- as on 31<sup>st</sup> March, 2020 which is within the limit as prescribed in the Regulations 15(2) of the SEBI (LODR) Regulations 2015.

I further certified that the Company is not required to submit Corporate Governance report as on 31.10.2020.

Yours Faithfully

**For KOTHARI INDUSTRIAL CORPORATION LIMITED**

*Anil Kumar padhiali*

Anil Kumar Padhiali

Company Secretary and Compliance Officer

