

General information about company	
Scrip code	509732
NSE Symbol	NOTLISTED
MSEI Symbol	NOTLISTED
ISIN	INE972A01020
Name of the entity	KOTHARI INDUSTRIAL CORPORATION LIMITED
Date of start of financial year	01-04-2025
Date of end of financial year	31-03-2026
Reporting Quarter Type	Half Yearly
Date of Quarter Ending	30-09-2025
Type of company	Equity
Whether Annexure I (Part A) of the SEBI Circular dated December 31, 2024 related to Compliance Report on Corporate Governance is applicable to the entity?	Yes
Whether Annexure I (Part B) of the SEBI Circular dated December 31, 2024 related to Investor Grievance Redressal Report is Applicable to the entity?	Yes
Whether Annexure I (Part C) of the SEBI Circular dated December 31, 2024 related to Disclosure of Acquisition of Shares or Voting Rights in Unlisted Companies is Applicable to the entity?	Yes
Whether Annexure I (Part D) of the SEBI Circular dated December 31, 2024 related to Disclosure of Imposition of Fine or Penalty is Applicable to the entity?	Yes
Whether Annexure I (Part E) of the SEBI Circular dated December 31, 2024 related to Disclosure of Updates to Ongoing Tax Litigations or Disputes is Applicable to the entity?	No There is no ongoing tax litigation or disputes.
Whether Annexure I (Part F) of the SEBI Circular dated December 31, 2024 related to Disclosure Of Loans / Guarantees / Comfort Letters / Securities Etc. is Applicable to the entity?	Yes
Risk management committee	Not Applicable
Market Capitalisation as per immediate previous Financial Year	Any other
Is SCORE ID Available ?	Yes
SCORE Registration ID	k00186
Reason For No SCORE ID	
Type of Submission	Original
Remarks (website dissemination)	
Remarks for Exchange (not for Website Dissemination)	

Annexure I**Annexure I to be submitted by listed entity on quarterly basis****I. Composition of Board of Directors**

Disclosure of notes on composition of board of directors explanatory								Textual Information(1)
Whether the listed entity has a Regular Chairperson								Yes
Whether Chairperson is related to MD or CEO								Yes
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
1	Mr	RAFIQ AHMED	AFDPJ5580N	02861341	Executive Director	Chairperson	MD	17-08-1974
2	Mr	DAKSHINAMOORTHY GUNASEKARAN	AIBPG6944Q	07326495	Non-Executive - Independent Director	Not Applicable	Shareholder Director	19-01-1953
3	Mrs	T A RAJALAXMI	AGBPR6785L	08148628	Non-Executive - Non Independent Director	Not Applicable		18-11-1961
4	Mr	GNANASAMBANDAM VENKATRAGHAVAN	AECPV3568C	03482581	Non-Executive - Independent Director	Not Applicable	Employee Director	02-01-1977

I. Composition of Board of Directors**Disqualification of Directors under section 164 of the Companies Act, 2013**

Sr	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status
1	No				Active
2	No				Active
3	No				Active
4	No				Active

I. Composition of Board of Directors

Sr	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	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) & reg. 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 no provid DI
1	NA		21-04-2017	28-09-2025		101.1	1	0	0	0			
2	NA		30-10-2015	30-10-2020		119.01	1	1	0	3			
3	NA		11-06-2018			87.2	1	0	2	0			
4	NA		05-05-2025			4.26	2	2	5	0			

Text Block

Textual Information(1)

1) Mr. Rafiq Ahmed is the Chairperson as well as MD of the company.

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	07326495	DAKSHINAMOORTHY GUNASEKARAN	Non-Executive - Independent Director	Chairperson	30-10-2015		Textual Information(1)
2	08148628	T A RAJALAXMI	Non-Executive - Non Independent Director	Member	31-03-2025		
3	03482581	GNANASAMBANDAM VENKATRAGHAVAN	Non-Executive - Independent Director	Member	17-05-2025		

Sr Text Block

Textual Information(1)

Due to the completion of the second term of Mr. Dilip Machado, Independent Director and Chairman of the Audit Committee on 30.03.2025 , Mr. Gunasekaran has been appointed as the Chairman of the Committee with effect from 31.03.2025.

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	07326495	DAKSHINAMOORTHY GUNASEKARAN	Non-Executive - Independent Director	Chairperson	30-10-2015		Textual Information(1)
2	08148628	T A RAJALAXMI	Non-Executive - Non Independent Director	Member	11-06-2018		
3	03482581	GNANASAMBANDAM VENKATRAGHAVAN	Non-Executive - Independent Director	Member	17-05-2025		

Sr Text Block

Textual Information(1)

Due to the completion of the second term of Mr. Dilip Machado, Independent Director and Chairman of the Audit Committee on 30.03.2025 , Mr. Gunasekaran has been appointed as the Chairman of the Committee with effect from 31.03.2025.

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	07326495	DAKSHINAMOORTHY GUNASEKARAN	Non-Executive - Independent Director	Chairperson	30-10-2015		
2	08148628	T A RAJALAXMI	Non-Executive - Non Independent Director	Member	11-06-2018		
3	03482581	GNANASAMBANDAM VENKATRAGHAVAN	Non-Executive - Independent Director	Member	17-05-2025		

Other Committee						
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks

Annexure 1

Annexure 1

III. Meeting of Board of Directors

Disclosure of notes on meeting of board of directors explanatory								
Sr. No.	Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting (if any) in the current quarter	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	08-04-2025				Yes	4	4	2
2	03-05-2025		24		Yes	4	4	2
3	17-05-2025		13		Yes	4	4	2
4	30-05-2025		12		Yes	4	4	2
5	04-06-2025		4		Yes	4	4	2
6		23-07-2025	48		Yes	4	4	2
7		02-08-2025	9		Yes	4	4	2
8		14-08-2025	11		Yes	4	4	2
9		26-08-2025	11		Yes	4	4	2

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	17-05-2025				Yes	3	3	2	2
2	Audit Committee	30-05-2025	12			Yes	3	3	2	4
3	Audit Committee	14-08-2025	75			Yes	3	3	2	4
4	Audit Committee	26-08-2025	11			Yes	3	3	2	2
5	Nomination and remuneration committee	03-05-2025				Yes	3	3	2	1
6	Nomination and remuneration committee	17-05-2025	13			Yes	3	3	2	1

Annexure 1

IV. Meeting of Committees

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)
7	Nomination and remuneration committee	26-06-2025	39			Yes	3	3	2	1
8	Nomination and remuneration committee	26-08-2025	60			Yes	3	3	2	1
9	Stakeholders Relationship Committee	12-09-2025				Yes	3	3	2	1

Annexure 1

V. 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

Annexure 1

Sr	Subject	Compliance status
1	Name of signatory	ANIL KUMAR PADHIALI
2	Designation	Company Secretary and Compliance Officer

Affirmations on Compliance Requirements for AGM (applicable only for the first half-year filing i.e., 2nd quarter)

I. Affirmations

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, BRSR & BRSR core, if applicable, displayed on website	46(2)	Yes	
2	Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes	
3	Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	Yes	
4	Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting	20(3)	Yes	
5	Disclosure of the Secretarial Audit Report of the listed entity and the material subsidiaries in the Annual Report	24A(1)	Yes	
6	Compliance with the conditions laid down for Secretarial Auditor or the person signing the Secretarial Compliance Report	24A(1A), 24A(1B), 24A(1C)	Yes	
7	Submission of Annual Secretarial Compliance Report	24A(2)	Yes	
8	Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes	
Any other information to be provided			Textual Information(1)	

Text Block

Textual Information(1)

There is no material subsidiary so disclosure of secretarial audit report for material subsidiary in annual report is not applicable.

Annexure III

1	Name of signatory	ANIL KUMAR PADHIALI
2	Designation	Company Secretary and Compliance Officer

Additional Half yearly Disclosure DISCLOSURE OF LOANS / GUARANTEES / COMFORT LETTERS / SECURITIES ETC. (applicable only for half-yearly filings)

Any Other Information for Disclosure of Loans / Guarantees / Comfort Letters / Securities Etc.	Textual Information(1)
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I. Disclosure of Loans/ guarantees/comfort letters /securities etc. Refer note below

(A) Any loan or any other form of debt advanced by the listed entity directly or indirectly to			
Entity	Aggregate amount advanced during six months	Balance outstanding at the end of six months	
Promoter or any other entity controlled by them	0	0	
Promoter Group or any other entity controlled by them	0	0	
Directors (including relatives) or any other entity controlled by them	0	0	
KMPs or any other entity controlled by them	0	30000	

(B) Any guarantee / comfort letter (by whatever name called) provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed By

Entity	Type (guarantee, comfort letter etc.)	Aggregate amount of issuance during six months	Balance outstanding at the end of six months(taking into account any invocation)
Promoter or any other entity controlled by them	0	0	0
Promoter Group or any other entity controlled by them	0	0	0
Directors (including relatives) or any other entity controlled by them	0	0	0
KMPs or any other entity controlled by them	0	0	0

(C) Any security provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by

Entity	Type of security (cash, shares etc.)	Aggregate value of security provided during six months	Balance outstanding at the end of six months
Promoter or any other entity controlled by them	0	0	0
Promoter Group or any other entity controlled by them	0	0	0
Directors (including relatives) or any other entity controlled by them	0	0	0
KMPs or any other entity controlled by them	0	0	0

(D) Additional Information	Textual Information(2)
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II. Affirmations

Affirmations	Compliance Status	Company Remarks
All loans (or other form of debt), guarantees, comfort letters (by whatever name called) or securities in connection with any loan(s) (or other form of debt) given directly or indirectly by the listed entity to promoter(s), promoter group, director(s) (including their relatives), key managerial personnel (including their relatives) or any entity controlled by them are in the economic interest of the company.	Yes	Textual Information(3)
Name	V ANAND	
Designation	CFO	
Place	CHENNAI	

Date	29-10-2025		
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Text Block

Textual Information(3)

The Company had granted a loan to Mr. Anil Kumar Padhiali, Key Managerial Personnel (KMP) of the Company, during the financial year 2024-25, and as on 30th September 2025, an amount of Rs.30,000 remains outstanding.

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
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

Signatory Details

Name of signatory	ANIL KUMAR PADHIALI
Designation of person	Company Secretary and Compliance Officer
Place	CHENNAI
Date	29-10-2025

Investor Grievance Details

No. of investor complaints pending at the beginning of Quarter	0
No. of investor complaints received during the Quarter	1
No. of investor complaints disposed off during the Quarter	1
No. of investor complaints those remaining unresolved at the end of the Quarter	0

Disclosure of Acquisition of Shares or Voting Rights in Unlisted Companies- The details of acquisition of shares or voting rights in unlisted companies during the quarter in terms of sub-para 1 of para A of Part A of Schedule III are given

Any Other Information for Disclosure of Acquisition of Shares or Voting Rights in Unlisted Companies **below:**

Sr. No.	Name of the unlisted company in which shares or voting rights have been acquired	Date of acquisition	Aggregate holding (% shares or voting rights) as at the end of the previous quarter	% shares or voting rights acquired during the quarter	Aggregate holding (% shares or voting rights) as at the end of the quarter
1	Phoenix Kothari Footwear Limited	29-09-2025	0	30	30

Disclosure of Imposition of Fine or Penalty The details of imposition of fine or penalty during the quarter in terms of sub-para 20 of para A of Part A of Schedule III are given below:

Any Other Information for Disclosure of Imposition of Fine or Penalty					
Sr. No.	Name of the authority	Nature and details of the action(s) taken or order(s) passed	Date of receipt of direction or order, including any ad interim or interim orders, or any other communication from the authority	Details of the violation(s)/ contravention(s) committed or alleged to be committed	Impact on financial, operation or other activities of the listed entity, quantifiable in monetary terms to the extent possible
1	Legal Metrology Department, UP	Issuance of closing letter	26-08-2025	Maximum Retail price of the products with inclusive of all taxes and Name and address of the manufactures or marketer or brand owner or importer with with country of origin was not found in the e commerce webiste. Relevant deatails were analyzed and compunding fees of Rs.25000 was paid at the department level and the matter has been closed.	Except for the amount of Rs.25000, The said order doest not have any impact on financial, operation or other activities of the Company.

