

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	01-04-2024
Date of end of financial year	31-03-2025
Reporting Quarter	Half Yearly
Date of Report	30-09-2024
Risk management committee	Not Applicable
Market Capitalisation as per immediate previous Financial Year	Any other

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							No	
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	Not Applicable	MD	17-08-1974
2	Mr	PRADIP DAYANAND KOTHARI	AEEP6866L	01315682	Non-Executive - Non Independent Director	Chairperson		08-12-1947
3	Mr	DILIP MACAHDO	AFTPM7007H	06895289	Non-Executive - Independent Director	Not Applicable	Shareholder Director	01-10-1970
4	Mr	DAKSHINA MOORTHY GUNASEKARAN	AIBPG6944Q	07326495	Non-Executive - Independent Director	Not Applicable	Shareholder Director	19-01-1953
5	Mrs	T A RAJALAXMI	AGBPR6785L	08148628	Non-Executive - Non Independent Director	Not Applicable		18-11-1961

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
5	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 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 not provided
1	NA		21-04-2017	12-08-2022		89	1	0	0	0			
2	Yes	27-09-2022	28-04-1972			629	1	0	1	0			
3	NA		31-03-2015	30-05-2019		114	1	1	2	1			
4	NA		30-10-2015	28-08-2020		107	1	1	2	1			
5	NA		11-06-2018			75	1	0	1	0			

Text Block

Textual Information(1)

As on 31.08.2024, company allotted shares to Promoter and Non promoters, due to allotment companys paid up capital is more than 10 crores so corporate governance is applicable to the company. We have to comply the corporate governace requirements with in 6 months from the date of increase of capital. As of now composition of Board of directors are not as per Regulation 17 of SEBI LODR 2015. We will comply the requirements with in the time periods.

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	01315682	PRADIP DAYANAND KOTHARI	Non-Executive - Non Independent Director	Member	31-05-2017		
2	06895289	DILIP MACAHDO	Non-Executive - Independent Director	Chairperson	31-03-2015		
3	07326495	DAKSHINA MOORTHY GUNASEKARAN	Non-Executive - Independent Director	Member	30-10-2015		

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	06895289	DILIP MACAHDO	Non-Executive - Independent Director	Chairperson	31-03-2015		
2	07326495	DAKSHINA MOORTHY GUNASEKARAN	Non-Executive - Independent Director	Member	30-10-2015		
3	08148628	T A RAJALAXMI	Non-Executive - Non Independent Director	Member	11-06-2018		

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	06895289	DILIP MACAHDO	Non-Executive - Independent Director	Member	31-03-2015		
2	07326495	DAKSHINA MOORTHY GUNASEKARAN	Non-Executive - Independent Director	Chairperson	30-10-2015		
3	08148628	T A RAJALAXMI	Non-Executive - Non Independent Director	Member	11-06-2018		

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

Corporate Social Responsibility Committee							
Whether the Corporate Social Responsibility 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

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	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	27-05-2024				Yes	5	4	2
2	28-05-2024		0		Yes	5	4	2
3	29-05-2024		0		Yes	5	4	2
4		29-07-2024	60		Yes	5	5	2
5		14-08-2024	15		Yes	5	5	2
6		31-08-2024	16		Yes	5	5	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	27-05-2024				Yes	3	2	2	3
2	Audit Committee	28-05-2024	0			Yes	3	2	2	3
3	Audit Committee	29-05-2024	0			Yes	3	2	2	3
4	Audit Committee	14-08-2024	76			Yes	3	3	2	3
5	Stakeholders Relationship Committee	06-06-2024				Yes	3	3	2	3
6	Stakeholders Relationship Committee	13-07-2024	36			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	Stakeholders Relationship Committee	26-07-2024	12			Yes	3	3	2	1
8	Stakeholders Relationship Committee	12-09-2024	47			Yes	3	3	2	1

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	

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	No
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.	No
9	Any comments/observations/advice of Board of Directors may be mentioned here:	Textual Information(1)

Annexure 1

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

Text Block

Textual Information(1)

As on 31.08.2024, company allotted shares to Promoter and Non promoters, due to allotment companys paid up capital is more than 10 crores so corporate governance is applicable to the company. We have to comply the corporate governnace requirements with in 6 months from the date of increase of capital.

This report will be submitted in the next Board meeting before the Board of directors.

As on 31.08.2024, company allotted shares to Promoter and Non promoters, due to allotment companys paid up capital is more than 10 crores so corporate governance is applicable to the company. We have to comply the corporate governnace requirements with in 6 months from the date of increase of capital. As of now composition of Board of directors are not as per Regulation 17 of SEBI LODR 2015. We will comply the requirements with in the time periods.

Annexure III

III. 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, business responsibility report 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	Submission of Annual Secretarial Compliance Report	24A(2)	NA	
7	Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	NA	
Any other information to be provided			Textual Information(1)	

Text Block

Textual Information(1)

SECRETARIAL AUUNAU COMPLIANCE CERTIFICATE AND CORPORATE GOVERNANCE REPORT DISCLOSURE IN ANNUAL REPORT FOR THE FY 2023-2024 WAS NOT APPLICABLE.

Annexure III

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

Additional Half yearly Disclosure			
Applicability of disclosure	Applicable		
Reason for Non Applicability	Textual Information(1)		
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	300000	120000	
(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	NA	0	0
Promoter Group or any other entity controlled by them	NA	0	0
Directors (including relatives) or any other entity controlled by them	NA	0	0
KMPs or any other entity controlled by them	NA	0	0
(D) Additional Information			Textual Information(2)
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	HARI KISHORE		
Designation	CFO		

Place	CHENNAI		
Date	18-10-2024		

Text Block

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	18-10-2024

