



KOTHARI FERMENTATION AND BIOCHEM LTD.

CIN : L72411DL1990PLC042502

REGD. OFFICE: 16, COMMUNITY CENTRE, 1ST FLOOR, SAKET, NEW DELHI-110017

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Web : www.kothariyeast.in

To,

13th January, 2016

The Manager- Listing,
The Bombay Stock Exchange Limited,
Phiroz Jeejeebhoy Towers,
25th Floor, Dalal Street,
Mumbai-400001

Ref: Scrip Code No. 507474

Subject: Submission of Quarterly Corporate Governance Report for the Quarter
Ended 31st December, 2015

Dear Sir,

Please find enclosed herewith the Corporate Governance Report for the Quarter Ended 31st December, 2015, as per the format given in Annexure I of the Regulation 27(2) of the SEBI (Listing Obligation and Disclosure Requirement) Regulation 2015 ("Listing Regulation").

We hope that you will find the above in order.

Kindly take the above on record and acknowledge the receipt.

Thanking you,

Yours sincerely,
For KOTHARI FERMENTATION & BIOCHEM LIMITED

Isha Gupta
Company Secretary

Encl.: as above

ANNEXURE - I

Quarterly Compliance Report on Corporate Governance

1. Name of Listed Entity: Kothari Fermentation and Biochem Limited
 2. Quarter ending : 31st December, 2015

I. Composition of Board of Directors								
Title (Mr. / Ms)	Name of the Director	PANS & DIN	Category (Chairperson /Executive/ Non-Executive/ Independent/ Nominee) *	Date of Appointment in the current term - cessation	Tenure* (Upto 31.12.2015)	No. of Directorship in listed entities including this listed entity (Refer Regulation 25(1) of Listing Regulations)	Number of membership 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)
Mr	Pranod Kumar Kothari	AEPJK6948J 00086145	Executive / Managing Director	26/12/1990	--	1	1	---
Mrs.	Kavita Devi Kothari	AFWPK1469A 00120415	Executive / Whole-Time Director	01/04/2013	--	1	---	---
Mr.	Kapil Dev Puri	AARPP9891K 00278929	Non-Executive/ Independent Director	30/09/2011	4	1	4	---
Mr.	Prasan Pagaria	AFVPP1755R 00162904	Non-Executive/ Independent Director	30/09/2002	13	1	---	2
Mr.	Ratan Lal Dudheria	ACEPDI386J 02437129	Non-Executive/ Independent Director	10/03/2003	12	1	1	--

For Kothari Fermentation & Biochem Ltd.


 Company Secretary

SPAN number of any director would not be displayed on the website of Stock Exchange

&Category of directors means executive/non-executive/independent/Nominee. If a director fits into more than one category write all categories separating them with hyphen

* to be filled only for Independent Director. Tenure would mean total period from which Independent director is serving on Board of directors of the listed entity in continuity without any cooling off period.

II. Composition of Committees

Name of Committee	Name of Committee members	Category (Chairperson/Executive/ Non-Executive/ Independent/ Nominee) \$
1. Audit Committee	1. Mr. Prasan Pagaria 2. Mr. Ratan Lal Dudheria 3. Mr. Kapil Dev Puri	Chairman /Non-Executive Independent Director Member /Non-Executive Independent Director Member/ Non-Executive Independent Director
2. Nomination & Remuneration Committee	1. Mr. Prasan Pagaria 2. Mr. Ratan Lal Dudheria 3. Mr. Kapil Dev Puri	Chairman /Non-Executive Independent Director Member /Non-Executive Independent Director Member/ Non-Executive Independent Director
3. Risk Management Committee		NA
4. Stakeholders Relationship Committee*	1. Mr. Prasan Pagaria 2. Mr. Pramod Kumar Kohari 3. Mr. Kapil Dev Puri	Chairman /Non-Executive Independent Director Member /Executive Director Member/ Non-Executive Independent Director

*Category of directors means executive/non-executive/independent/Nominee. If a director fits into more than one category write all categories separating them with hyphen

III. Meeting of Board of Directors


Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter	Maximum gap between any two consecutive (in number of days)
14/08/2015	07/11/2015	85 days

IV. Meeting of Committees (Audit Committee)

Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days*
07/11/2015	Yes	14/08/2015	85 days

* This information has to be mandatorily given for audit committee, for rest of the committees giving this information is optional

For Kothari Fermentation & Biochem Ltd.


Sona Gupta
Company Secretary

V. Related Party Transactions

Subject	Compliance status (Yes/No/NA)refer note below
Whether prior approval of audit committee obtained	NA
Whether shareholder approval obtained for material RPT	NA
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	NA

VI. Affirmations

1. The composition of Board of Directors is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
2. The composition of the following committees is in terms of SEBI(Listing Obligations and Disclosure Requirements) Regulations, 2015.
 - a) Audit Committee
 - b) Nomination & remuneration committee
 - c) Stakeholders relationship committee
 - d) Risk management committee (applicable to the top 100 listed entities) – Not Applicable
3. The committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing Obligations and Disclosure Requirements), 2015.
4. 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.
5. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. Any comments/observations/advice of Board of Directors may be mentioned here: First Report – This will be placed at the ensuing Board Meeting.

For KOTHARI FERMENTATION & BIOCHEM LIMITED

For Kothari Fermentation & Biochem Ltd,



Company Secretary

Isha Gupta

Company Secretary

Date: 13.01.2016

Place: New Delhi