

Kothari Industrial Corporation Limited



BOARD OF DIRECTORS

Mr. Pradip D. Kothari	DIN 01315682	Chairman
Mr.J.Rafiq Ahmed	DIN 02861341	Vice Chairman & Managing Director
Mr. Dilip Machado	DIN 06895289	Independent Director
Mr. D.Gunasekaran	DIN 07326495	Independent Director
Mrs. T.A. Rajalaxmi	DIN 08148628	Independent Director (Appointed w.e.f.11.06.2018)

COMPANY SECRETARY

Mr. Anil Kumar Padhiali

CHIEF FINANCIAL OFFICER

Mr. V. Singaravel

STATUTORY AUDITORS

M/s. Arockiasamy & Raj (Regn. No. 006850S)
Chartered Accountants
New No.8/2, Old No. 19, 2nd Cross Street,
Kalaimagal Nagar, Ekkaduthangal,
Chennai - 600 032.

INTERNAL AUDITOR

M/s. N. Ganesan Associates
Chartered Accountants
Lake View Building, 2nd Floor,
TNSC Bank upstairs,
New No.177/3, Old No.136
Valluvarkottam High Road,
Nungambakkam,
Chennai - 600 034.

SECRETARIAL AUDITOR

Mr. R. Srinivasan
Practicing Company Secretary,
A-2, Sri Vijayam - Ceebros Apartments,
9, Vijayaraghava Road, T. Nagar,
Chennai 600 017.

BANKERS:

Karur Vysya Bank
State Bank of India
City Union Bank

REGISTERED OFFICE:

"Kothari Buildings"
114, Mahathma Gandhi Salai,
Chennai – 600 034.
Tel.No.+91 044-28334565
CIN No. L24110TN1970PLC005865
Email: enquiries@kotharis.in
Website: www.kotharis.in

FACTORY:

Super Phosphate Factory,
(under lease arrangement with
Gemini Fertilizers)
Ennore, Chennai-600 057.

REGISTRARS:

**M/s. Integrated Registry Management
Services Private Limited**
2nd Floor, "Kences Towers",
1, Ramakrishna Street, off North Usman Road,
T. Nagar, Chennai 600 017.

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KOTHARI INDUSTRIAL CORPORATION LIMITED

CIN No. L24110TN1970PLC005865

Regd. Office : "Kothari Buildings", 114, Mahatma Gandhi Salai, Nungambakkam, Chennai 600 034

Email: enquiries@kotharis.in | Website: www.kotharis.in | Tel.No.+91 044-28334565

NOTICE TO MEMBERS

NOTICE is hereby given that the **49th** Annual General Meeting of the Company will be held at **10.30 a.m. on Monday, 30th September, 2019** at Company's Super Phosphate Factory situated at Kathivakkam Village, Ennore, Chennai 600057, to transact the following business:

ORDINARY BUSINESS

- To consider and adopt:
 - The Audited Standalone Financial Statements of the Company for the financial Year ended 31st March, 2019 and the Reports of Board of Directors and Auditors thereon.
 - The Audited Consolidated Financial Statements of the Company for the financial Year ended 31st March, 2019 and the Report of Auditors thereon.
- To appoint a Director in the place of Mr. Pradip D Kothari (DIN: 01315682), who retires by rotation and being eligible offers himself for re-appointment.

SPECIAL BUSINESS:

3. Re-appointment of Mr. Dilip Machado Machado (DIN 06895289) as an Independent Director of the Company

To consider and if thought fit, to pass, with or without modification(s), the following resolution **as Special Resolution:**

"RESOLVED THAT pursuant to the provisions of Sections 149, 150, 152 read with Schedule IV and any other applicable provisions, if any, of the Companies Act, 2013 and the Companies (Appointment and Qualification of Directors) Rules, 2014 and the applicable provisions of the Securities and Exchange Board of India (Listing Obligations and Disclosures Requirements) Regulations, 2015 (including any statutory modification(s) or re-enactment thereof for the time being in force), and the approval of the Members of the Company be and is hereby accorded for re-appointment of Mr. Dilip Machado Machado (DIN 06895289) whose current period of office is expiring on 30th March, 2020 and who has submitted a declaration confirming the criteria of Independence under Section 149(6) of the Companies Act, 2013 read with the Listing Regulations, as amended from time to time, and is hereby re-appointed as an Independent Director of the Company, not liable to retire by rotation and hold office for a second term five (5) consecutive years, i.e., up to 30th March, 2025;

"RESOLVED FURTHER THAT the Board of Directors be and is hereby authorized to do and perform all such

acts, deeds, matters or things as may be considered necessary, appropriate, expedient or desirable to give effect to above resolution."

4. Approval of Related party Transactions

To consider and if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution:**

"RESOLVED THAT pursuant to the provisions of Section 188 and all other applicable provisions, if any, of the Companies Act, 2013 ("Act") read with rules made thereunder (including any statutory modification(s) or re-enactment thereof for the time being in force) and in terms of Regulation 23 of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, consent of the members be and is hereby accorded for approval of material related party transactions entered into by the Company with related party as mentioned below;

Rs. in lakhs

Name of the Related Party	Nature of transactions	Transactions during the Financial Year 2018-19	Proposed transactions to be entered during the year 2019-20	From April 01, 2020 till the date of 50 th Annual General Meeting to be held in Calendar Year 2020
Gemini Fertilizers	Purchase of raw materials & finished goods	465.99	10000.00	5000.00

"RESOLVED FURTHER THAT the Board of Directors and/or a Committee thereof, be and is hereby, authorized to do all acts and take all such steps as may be necessary, proper or expedient to give effect to this resolution."

By Order of the Board of Directors
For KOTHARI INDUSTRIAL CORPORATION LIMITED

Place : Chennai
Date : 10.08.2019

PRADIP D KOTHARI
CHAIRMAN

Important Notes:-

1. A MEMBER ENTITLED TO ATTEND AND VOTE AT THE MEETING IS ENTITLED TO APPOINT A PROXY/ PROXIES TO ATTEND AND VOTE INSTEAD OF HIMSELF / HERSELF, SUCH A PROXY/ PROXIES NEED NOT BE A MEMBER OF THE COMPANY.

A person can act as proxy on behalf of members not exceed fifty(50) and holding in the aggregate not more than ten percent of the total share capital of the Company. Member holding more than 10% of the total share capital of the Company is entitled to appoint a single proxy, who cannot be proxy of any other member. Corporate members intending to send their authorized representatives to attend the meeting are requested to send a certified copy of the Board resolution to the Company, authorizing their representative to attend and vote on their behalf at the meeting.

The instrument of Proxy in order to be effective, should be deposited at the Registered Office of the Company, duly completed, stamped and signed, not less than 48 hours before the commencement of the meeting. A Proxy form is sent herewith. Proxies submitted on behalf of companies, societies etc., must be supported by an appropriate resolution/authority, as applicable.

During the period beginning 24 hours before the time fixed of the commencement of the meeting and ending with the conclusion of the meeting, a member would be entitled to inspect the proxies lodged at any time during the business hours of the Company, provided that not less than three days of the notice in writing is given to the Company.

2. Relevant Explanatory Statement pursuant to provisions of Section 102 of the Companies Act, 2013, in respect of Special Business item nos. 3 to 4, as set out above is annexed hereto.
3. Under Section 125(1) of the Companies Act, 2013, the amount of dividend remaining unpaid or unclaimed for a period of seven years from the due date is required to be transferred to the Investor Education and Protection Fund (IEPF), constituted by the Central Government. Since the Company has not declared any dividend from the year 1995 onwards, the necessity of transferring the unpaid or unclaimed dividend to IEPF does not arise.

4. The Register of Members and the Share Transfer books of the Company will remain closed from 24.09.2019 to 30.09.2019 (both days inclusive), for the purpose of Annual General Meeting.
5. The Register of Contracts or Arrangements in which the directors are interested, maintained under Section 189 of the Companies Act, 2013, will be available for inspection by the members at the AGM.
6. Securities and Exchange Board of India ("SEBI") has mandated that securities of listed companies can be transferred only in dematerialised form w.e.f. April 1, 2019. Accordingly, the Company/Integrated has stopped accepting any fresh lodgment of transfer of shares in physical form. Members holding shares in physical form are advised to avail of the facility of dematerialization.
7. Pursuant to Section 72 of the Companies Act, 2013 and the Rules made there under the Members holding shares in single name may, at any time, nominate in form SH-13, any person as his/her nominee to whom the securities shall vest in the event of his/ her death. Nomination would help the nominees to get the shares transmitted in their favor without any hassles. Members desirous of making any cancellation/ variation in the said nomination can do so in form SH14. The nomination forms can be downloaded from the Company's website www.kotharis.in.
8. To prevent fraudulent transactions, members are advised to exercise due diligence and notify the Company of any change in address or demise of any member as soon as possible. Members are also advised not to leave their demat account(s) dormant for long. Periodic statement of holdings should be obtained from the concerned Depository Participant and holdings should be verified.
9. In terms of circulars issued by Securities and Exchange Board of India (SEBI), it is now mandatory to furnish a copy of PAN card to the RTA in the following cases viz. Transfer of Shares, Deletion of Name, Transmission of Shares and Transposition of Shares. Shareholders are requested to furnish copy of PAN card for all the above mentioned transactions
10. Re-appointment of Directors {Disclosure under Regulation 36(3) of the Listing Regulations and Secretarial Standard-2 issued by the Institute of

Kothari Industrial Corporation Limited

Company Secretaries of India are set out in the Annexure to the Explanatory Statement}.

11. Electronic copy of the Full Version of the Annual Report for the year 2018-19 and the notice of the 49th AGM are being sent to all the members whose email IDs are registered with the Company/Depository Participant(s) for communication purposes unless any member has requested for a hard copy of the same. For members who have not registered their email address, physical copies of the Annual Report for the year is being sent in the permitted mode. These members are requested to register their e-mail ids with the DP/RTA/Company.
12. Full version of the Report and the Notice of the AGM are available in the Company's website viz., www.kotharis.in. Members desirous of receiving the complete annual report may send a request in writing to the Registrar or Company and send the same by post/courier or email with a scanned copy of the request.
13. No dividend has been proposed by the Board of Directors for the year ended 31st March, 2019.
14. All documents referred to in the accompanying Notice and the Explanatory Statement shall be open for inspection at the Registered Office of the Company during normal business hours (9.30 a.m. to 6.30 p.m.) Monday to Saturday, except Holidays, upto and including the date of the Annual General Meeting of the Company.
15. Members are also hereby informed that the equity shares of the Company are available for dematerialization/rematerialisation under the Depository System. The ISIN Code allotted to the Company is INE972A01020.
16. M/s. Integrated Registry Management Services Private Limited, Chennai-600 017 are the Registrars & Share Transfer Agents for dealing with electronic form of equity shares of the Company.
17. Members with identical order of names who are holding shares in multiple folios are requested to write to the Company enclosing their Share Certificates to enable the Company to consolidate their holdings into one folio.
18. Shareholders/Proxies/Authorized Representatives are requested to affix their signatures at the space provided on the Attendance Slip and surrender the same at the AGM venue.

19. Members/Proxies/Authorized Representatives are requested to bring the copy of the Annual Report for the AGM.

Voting Through Electronics Means

20. In compliance with provisions of Section 108 of the Companies Act, 2013, Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Regulation 44 of the Listing Regulations and Secretarial Standard-2 issued by the Institute of Company Secretaries of India, as amended from time to time, the Company is pleased to provide Members with the facility to exercise their right to vote on resolutions proposed to be considered at the 49th Annual General Meeting by electronic means and the business may be transacted through e-voting services. The facility of casting the votes by the Members using an electronic voting system from a place other than venue of the Meeting ("remote e-voting") will be provided by Central Depository Services (India) Limited (CDSL).
21. The facility for voting through ballot paper shall be made available at the Meeting and the Members attending the Meeting who have not cast their vote by remote e-voting shall be able to exercise their right at the Meeting through ballot paper.
22. The Members who have cast their vote by remote e-voting prior to the Meeting may also attend the Meeting but shall not be entitled to cast their vote again.

The instructions for shareholders voting electronically are as under:

- (i) The voting period begins on 27th September 2019 at 09.00 a.m. and ends on 29th September 2019 at 05.00 p.m. During this period shareholders' of the Company, holding shares either in physical form or in dematerialized form, as on the cut-off date of 23rd September 2019 may cast their vote electronically. The e-voting module shall be disabled by CDSL for voting thereafter.
- (ii) After dispatch of the notice, any person who acquires shares of the Company and becomes member of the Company as on the cut-off date i.e. Monday, 23rd September 2019 may obtain the login ID and password by sending an email toenquiries@kotharis.in or helpdesk.evoting@cdslindia.com by mentioning

their Folio No./DP ID and Client ID No. However, if you are already registered with CDSL for remote e-voting then you can use your existing user ID and password for casting your vote.

(iii) The voting rights of shareholders shall be in proportion to their shares of the paid up equity share capital of the Company as on the cutoff date i.e. Monday, 23rd September 2019.

(iv) The shareholders should log on to the e-voting website www.evotingindia.com.

(v) Click on Shareholders.

(vi) Now Enter your User ID

- For CDSL: 16 digits beneficiary ID,
- For NSDL: 8 Character DP ID followed by 8 Digits Client ID,
- Members holding shares in Physical Form should enter Folio Number registered with the Company.

(vii) Next enter the Image Verification as displayed and Click on Login.

(viii) If you are holding shares in demat form and had logged on to www.evotingindia.com and voted on an earlier voting of any company, then your existing password is to be used.

(ix) If you are a first time user follow the steps given below:

(x)

For Members holding shares in Demat Form and Physical Form	
PAN	<p>Enter your 10 digit alpha-numeric PAN issued by Income Tax Department (Applicable for both demat shareholders as well as physical shareholders)</p> <ul style="list-style-type: none"> Members who have not updated their PAN with the Company/RTA/Depository Participant are requested to use the first two letters of their name and the sequence number in the PAN field. In case the sequence number is less than 8 digits enter the applicable number of 0's before the number after the first two characters of the name of the CAPITAL letters. Example, if your name is Ramesh Kumar with sequence number 1 then enter RA00000001 in the PAN field. (SI. No. mentioned in your address label can be used as Sequence No. for this purpose)

Dividend Bank Details OR Date of Birth (DOB)	<ul style="list-style-type: none"> Enter the Dividend Bank Details or Date of Birth (in dd/mm/yyyy format) as recorded in your demat account or in the company records in order to login. If both the details are not recorded with the depository or company please enter the member id / folio number in the Dividend Bank details field as mentioned in instruction (iv).
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(xi) After entering these details appropriately, click on "SUBMIT" tab.

(xii) Members holding shares in physical form will then directly reach the Company selection screen. However, members holding shares in demat form will now reach 'Password Creation' menu wherein they are required to mandatorily enter their login password in the new password field. Kindly note that this password is to be also used by the demat holders for voting for resolutions of any other company on which they are eligible to vote, provided that company opts for e-voting through CDSL platform. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential.

(xiii) For Members holding shares in physical form, the details can be used only for e-voting on the resolutions contained in this Notice.

(xiv) Click on the EVSN for the relevant Company Name **"KOTHARI INDUSTRIAL CORPORATION LIMITED"** on which you choose to vote.

(xv) On the voting page, you will see "RESOLUTION DESCRIPTION" and against the same the option "YES/NO" for voting. Select the option YES or NO as desired. The option YES implies that you assent to the Resolution and option NO implies that you dissent to the Resolution.

(xvi) Click on the "RESOLUTIONS FILE LINK" if you wish to view the entire Resolution details.

(xvii) After selecting the resolution you have decided to vote on, click on "SUBMIT". A confirmation box

Kothari Industrial Corporation Limited

will be displayed. If you wish to confirm your vote, click on "OK", else to change your vote, click on "CANCEL" and accordingly modify your vote.

(xviii) Once you "CONFIRM" your vote on the resolution, you will not be allowed to modify your vote.

(xix) You can also take a print of the votes cast by clicking on "Click here to print" option on the Voting page.

(xx) If a demat account holder has forgotten the login password then Enter the User ID and the image verification code and click on Forgot Password & enter the details as prompted by the system.

(xxi) **Shareholders can also cast their vote using CDSL's mobile app m-Voting available for android based mobiles. The m-Voting app can be downloaded from Google Play Store. Apple and Windows phone users can download the app from the App Store and the Windows Phone Store respectively. Please follow the instructions as prompted by the mobile app while voting on your mobile.**

(xxii) **Note for Non – Individual Shareholders and Custodians**

- Non-Individual shareholders (i.e. other than Individuals, HUF, NRI etc.) and Custodian are required to log on to www.evotingindia.com and register themselves as Corporates.
- A scanned copy of the Registration Form bearing the stamp and sign of the entity should be emailed to helpdesk.evoting@cdslindia.com.
- After receiving the login details a Compliance User should be created using the admin login and password. The Compliance User would be able to link the account(s) for which they wish to vote on.
- The list of accounts linked in the login should be mailed to helpdesk.evoting@cdslindia.com and on approval of the accounts they would be able to cast their vote.
- A scanned copy of the Board Resolution and Power of Attorney (POA) which they have issued in favour of the Custodian, if any, should be

uploaded in PDF format in the system for the scrutinizer to verify the same.

(xxiii) In case you have any queries or issues regarding e-voting, you may refer the Frequently Asked Questions ("FAQs") and e-voting manual available at www.evotingindia.com, under help section or write an email to helpdesk.evoting@cdslindia.com or call 18002005533.

23. Mr. R. Srinivasan, Practicing Company Secretary, (C.P.No.7779) Email id:momu18@gmail.com, Mobile no. 9840158156 has been appointed as the Scrutinizer to scrutinize the e-voting as well as physical ballot process in a fair and transparent manner.

24. The Scrutinizer shall, immediately after the conclusion of voting at the AGM, count the votes cast at the AGM and thereafter unblock the votes cast through remote e-voting in the presence of at least two witnesses not in employment of the Company. The Scrutinizer shall submit a consolidated Scrutinizer's Report of the total votes cast in favour of or against, if any, not later than 48 hours from the conclusion of the AGM to the Chairman of the Annual General Meeting. The Chairman, or any other person authorized by the Chairman, shall declare the result of the voting forthwith. The results declared along with the Scrutinizer's Report shall be placed on the Company's website www.kotharis.in and website of CDSL <http://www.evotingindia.com> and also forward the same to Bombay Stock Exchange Limited, Mumbai simultaneously, where the Company's shares are listed.

25. Route Map showing directions to reach to the venue of the 49th Annual General Meeting is given at the end of this Notice as per the requirement of the Secretarial Standard-2(SS-2) on "General Meeting."

Explanatory Statement pursuant to the provisions of Sec.102 (1) of the Companies Act, 2013:

Item No.3

Mr. Dilip Machado Machado (DIN: 06895289) was appointed as an Additional Director cum Independent Director on the Board of the Company on March 31, 2015. In terms of Section 149 and other applicable provisions of the Companies Act, 2013, members of the Company at the Annual General Meeting held on 30th March, 2016 approved the appointment of Mr. Dilip Machado Machado as an Independent Director of the Company for a period of 5 years.

As per the provisions of Section 149 (6) of the Companies Act, 2013, an Independent Director shall hold office for a term up to five consecutive years on the Board of a Company but shall be eligible for re-appointment, for another term of up to five years, on passing of a special resolution by shareholders at the General Meeting.

The Company has received declaration that he meets with the criteria of independence as prescribed under Section 149 (6) of the Companies Act, 2013 & Regulation 16(1) (b) of SEBI Listing Regulations and his consent to continue as an Independent Director.

The resolution seeks the approval of members for the re-appointment of Mr. Dilip Machado Macahdo as an Independent Director of the Company commencing from, 31st March 2020 up to 30th March, 2025 in terms of Section 149 and other applicable provisions of the Act and Rules made there under. He is not liable to retire by rotation.

Based on the recommendations of the Nomination & Remuneration Committee and keeping in view the expertise of Mr. Dilip Machado Macahdo, the Board of Directors at its meeting held on 30 May, 2019 approved the continuance of office of Mr. Dilip Machado Machado as mentioned in the resolution.

The Nomination & Remuneration Committee and the Board evaluated the performance of Mr. Dilip Machado Machado, rated him satisfactory on all parameters and recommended his re-appointment.

The disclosure containing the profile and other details of Mr. Dilip Machado Machado as required under Regulation 36(3) of SEBI (Listing Obligations And Disclosure Requirement) Regulations, 2015 and Secretarial Standard -2 (SS-2) issued by the Institute of Company Secretaries of India is annexed to the Notice.

Copy of the draft letter for re-appointment of Mr. Dilip Machado Machado as an Independent Director setting out the terms and conditions is available for inspection by members at the Registered Office of the Company.

Except Mr. Dilip Machado Machado, None of the Directors or Key Managerial Personnel of the Company and / or their relatives is concerned or interested, financially or otherwise, in the resolution.

Board recommends the resolution set-forth in Item No.3 for approval of the members, by way of Special Resolution.

Item No.4

During the Financial Year 2018-19, your Company has entered into certain business transactions with "Related Parties" as defined under Section 2 (76) of the Companies Act, 2013. The Company is also proposed to increase business transactions with one of the related party i.e. Gemini Fertilizers, during Financial Year 2019-20.

Current and future transactions with all related party will be deemed to be material in nature as defined in Regulation 23 of SEBI (LODR) Regulations, 2015, as the transactions may exceed 10% of the Annual Turnover of last Audited Financial Statement of the company. Thus in terms of Sec., 188 of Companies Act, 2013 and in rules 15 (3) of the companies (meetings of Board and its Powers) Rules, 2014 and Regulation 23 of SEBI (LODR) Regulations 2015 these transactions would require the approval of the members by way of Ordinary Resolution.

In respect of voting on such resolution(s), the said related party shall abstain from voting.

Particulars of the contracts/arrangements/transactions:

Kothari Industrial Corporation Limited

Name of the Related Party	Gemini Fertilizers
Name of Director(s) or KMP who is/are related	Rafiq Ahmed
Nature of Relationship	The Proprietor of Gemini Fertilizers is Mr. J. Rafiq Ahmed who is also Managing Director/KMP in Kothari Industrial Corporation Limited.
Nature of contracts / arrangements / transactions	Purchase of Raw Materials & finished goods
Material terms of the contracts / arrangements / Transactions	The transactions would be at arm's length and at prices which would be competitive and not prejudicial to the interest of the company.
Monetary Value	Amount mentioned in the resolution for corresponding period
Are the transactions in the ordinary course of business	Yes
Are the transactions on an arm's length basis	Yes
Whether the transactions have been/would be approved by the Audit Committee and the Board of Directors of the Company	Yes
Any other information relevant or important for the members to make a decision on the proposed transactions	None

The monetary value of the transaction proposed is estimated on the basis of the Company's current transactions and future business. The transactions would be at arm's length and at prices which would be competitive and not prejudicial to the interest of the company.

Except Mr. J Rafiq Ahmed, Vice Chairman and Managing Director & KMP, none of the Directors or KMP or their relatives are interested in the resolution set out in item no. 4.

The Board accordingly recommends the Ordinary Resolution set out at Item No. 4 of the accompanying Notice for approval of the Members.

By Order of the Board of Directors
For KOTHARI INDUSTRIAL CORPORATION LIMITED

Place : Chennai
Date : 10.08.2019

PRADIP D KOTHARI
CHAIRMAN

ANNEXURE TO THE NOTICE

Particulars of the Director seeking Reappointment/Appointment in the forthcoming Annual General Meeting pursuant to pursuant to Reg. 36(3) of SEBI (Listing Obligations And Disclosure Requirement) Regulations, 2015 and Secretarial Standard -2 (SS-2) issued by the Institute of Company Secretaries of India.

I.

Name of the Director	Mr. Pradip D Kothari
Date of Birth	08.12.1947
Age	71
Date of Appointment	28.04.1972
Qualification	B.A
Expertise	Industrialist
Directorships in other companies	Kothari Marine International Limited
Membership / Chairman in other companies	Nil
Committee Membership	Member a) Audit Committee
Shareholding in Kothari Industrial Corporation Limited	3266288
Relationship with Other Directors, Manager and others Key Managerial Personnel of the Company.	Nil
Number of meetings attended during the year	Please refer Corporate Governance Section

II.

Name of the Director	Mr.Dilip Machado Machado
Date of Birth	01.10.1970
Age	49
Date of Appointment	31.03.2015
Qualification	U.G
Expertise	Industrialist (Shipping & Logistics)
Directorships in other companies	1) I.S.Machado Logistics (P) Ltd 2) Kothari Madras International Limited
Membership / Chairman in other companies	Nil
Committee Membership	Chairman a) Audit Committee b) Nomination and Remuneration Member a) Stakeholders Relationship Committee
Shareholding in Kothari Industrial Corporation Limited	1
Relationship with Other Directors, Manager and others Key Managerial Personnel of the Company.	Nil
Number of meetings attended during the year	Please refer Corporate Governance Section