

## **FINANCIAL YEAR 2024-25**

### **DISCLOSURE UNDER REGULATION 25 AND 46 OF SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015**

Kohinoor Foods Limited (“the Company”) has an orientation process/familiarization programme for its independent directors with emphasis on:

1. Roles, Rights and Responsibilities – Board dynamics & functions
2. Strategy, Operations and functions of the Company

The roles, rights and responsibilities of Independent Directors are particularly mentioned in the appointment letter issued to them at the time of their appointment. Moreover, as a process when a new independent director is appointed, an induction programme is conducted by the senior management team and also whenever the independent director is appointed to a Board Committee as a new member, information relevant to the functioning of the Committee and the role and responsibility of Committee members is informed. The Independent Directors have attended such orientation process/familiarization programme.

### **DETAILS OF OTHER FAMILIARIZATION PROGRAMMES IMPARTED DURING FINANCIAL YEAR 2024-25:**

#### **A. Presentation/Updates by Respective Key Persons:**

At the Board and committee meetings of the Company, the key persons also join as an attendee(s)/invitee(s) as and when required, to get the directors more familiarized with the business/operations and risks/challenges faced by the industry on an ongoing basis, by way of presentation/updates. Presentations on the business outlook, plans, business strategies, scale and operations, internal control systems, risks and mitigation plans, various policies of the Company are given to all the directors including the independent directors during the meetings and at other times from time to time. The Directors are also updated in respect of the recent legal amendments as applicable to the Company in respect of discussions in regard to any such matter undertaken in the meetings of the Board and committees of the Board.

#### **B. Regular update on Key Developments:**

The Company is also familiarizing its Independent Directors on the key developments regularly by way of timely communication.

Details of Familiarization Programmes imparted to Independent Directors Number of programmes attended by Independent Directors (during the year and on a cumulative basis till date)				
Sl. No.	Dates	Hours	Minutes	1. To update Independent Directors of the Company regarding scale and details of its operations; 2. Industry updates 3. Business Model of the Company; 4. Rights and responsibilities of Independent Directors.
1	April 24, 2024	1	10	
2	August 08, 2024	1	30	
3	October 16, 2024	1	45	
4	February 12, 2025	1	20	
	Total	5	45	

SN	Particulars of the Programmes / Presentations	Date	Hours	Minutes
1	<i>Regulatory Compliances</i>			
i.	Quarterly Compliance	Each Quarter	00	45
ii.	Update on legal cases relating to Income Tax, GST, Entry Tax, Sales Tax and others	Each Quarter	1	00
2	<i>Governance &amp; Operations</i>			
i.	Review of performance of Company & Financial Results	Each Quarter	1	30
ii	Declaration of dividend out of profit	29-05-2024	00	15
iii	Commission & Remuneration	13-08-2024 & 14-11-2024	00	30
iv	CSR activities done by company	14-11-2024	00	30
v	Investment of Surplus fund & Review of Investments	Each Quarter	00	45
iv	Review of RPTs	Each Quarter	01	15
iiiv.	Review of Performance & Independence of Auditors	29-05-2024	00	30
iiiv.	Review Board Report	13-08-2024	00	45
3	<i>Business Strategy and Future Business Strategy and Future Outlook</i>		1	45
i.	Annual Budget	29-05-2024	00	45
ii.	Analysis of Industry, Company's business model and performance of competitors	Each Quarter	1	30
4	<i>Others</i>			
i	Visit to Company's plant and its Subsidiary	October 16 2024	2	00
ii	Familiarisation session on amendments in SEBI.	29-05-2024 & 14-11-024	1	00
			14	75