

April 09, 2015

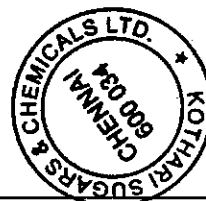
Listing Department  
National Stock Exchange of India Ltd.  
Exchange Plaza, Bandra Kurla Complex  
Bandra [E], Mumbai - 400 051

QUARTERLY COMPLIANCE REPORT ON CORPORATE GOVERNANCE

NAME OF THE COMPANY : KOTHARI SUGARS & CHEMICALS LIMITED

QUARTER ENDING ON : 31.03.2015

Particulars	Clause of Listing agreement	Compliance Status Yes/No	Remarks
1	2	3	4
<b>II. Board of Directors</b>	49 (II)		
(A) Composition of Board	49 (IIA)	Yes	
(B) Independent Directors	49 (IIB)	Yes	
(C) Non-executive Directors' compensation & disclosures	49 (IIC)	Yes	No compensation paid to non executive directors
(D) Other provisions as to Board and Committees	49 (IID)	Yes	
(E) Code of Conduct	49 (IIE)	Yes	
(F) Whistle Blower Policy	49 (IIF)	Yes	
<b>III. Audit Committee</b>	49 (III)		
(A) Qualified & Independent Audit Committee	49 (IIIA)	Yes	
(B) Meeting of Audit Committee	49 (IIIB)	Yes	
(C) Powers of Audit Committee	49 (IIIC)	Yes	
(D) Role of Audit Committee	49 (IIID)	Yes	
(E) Review of Information by Audit Committee	49 (IIIE)	Yes	
<b>IV. Nomination and Remuneration Committee</b>	49 (IV)	Yes	
<b>V. Subsidiary Companies</b>	49 (V)	Yes	
<b>VI. Risk Management</b>	49 (VI)	Yes	
<b>VII. Related Party Transactions</b>	49 (VII)	Yes	



Cont.....2/-

Sugar Units :

Unit - I : Kattur Post - 621 706, Lalgudi Taluk, Trichy Dist., Tamilnadu, Phone : 0431-2541224 / 2541350, Fax : 0431-2541451

Unit - II: Sathamangalam Village, Vetriyur Post : 621 707. Ariyalur Dist., Tamilnadu, Phone : 04329-320800

CIN : L15421TN1960PLC004310  
TIN No. : 33790460019 dt 1-1-2007  
GST No. 24518 dt. 26-06-1961  
Area Code - 024

(2)

<b>VIII. Disclosures</b>	49 (VIII)		
(A) Related party transactions	49 (VIII A)	Yes	
(B) Disclosure of Accounting Treatment	49 (VIII B)	Yes	
(C) Remuneration of Directors	49 (VIII C)	N.A.	No remuneration paid to Non Executive Directors
(D) Management	49 (VIII D)	N.A.	Will be complied in the next Annual Report
(E) Shareholders	49 (VIII E)	Yes	
(F) Proceeds from public issues, rights issue, preferential issues, etc	49 (VIII I)	N.A.	No public issues, right issue, preferential issues
IX. CEO/CFO Certification	49 (IX)	N.A.	Will be complied in the next Annual Report
X. Report on Corporate Governance	49 (X)	N.A.	Will be complied in the next Annual Report
XI. Compliance	49 (XI)	N.A.	Will be complied in the next Annual Report

Thanking You,

Yours faithfully,  
for **Kothari Sugars and Chemicals Limited****R.Prakash**  
Company Secretary & Compliance Officer