

General information about company	
Scrip code	000000
NSE Symbol	KOTARISUG
MSEI Symbol	NOTLISTED
ISIN	INE419A01022
Name of the entity	KOTHARI SUGARS AND CHEMICALS LIMITED
Date of start of financial year	01-04-2024
Date of end of financial year	31-03-2025
Reporting Quarter Type	Quarterly
Date of Quarter Ending	31-12-2024
Type of company	Equity
Whether Annexure I (Part A) of the SEBI Circular dated December 31, 2024 related to Compliance Report on Corporate Governance is applicable to the entity?	Yes
Whether Annexure I (Part B) of the SEBI Circular dated December 31, 2024 related to Investor Grievance Redressal Report is Applicable to the entity?	Yes
Whether Annexure I (Part C) of the SEBI Circular dated December 31, 2024 related to Disclosure of Acquisition of Shares or Voting Rights in Unlisted Companies is Applicable to the entity?	No No acquisition of shares or voting rights aggregating to 5% or more in an unlisted company was made during the quarter ended 31.12.2024
Whether Annexure I (Part D) of the SEBI Circular dated December 31, 2024 related to Disclosure of Imposition of Fine or Penalty is Applicable to the entity?	No No fine or penalty was imposed and paid by the Company during the quarter ended 31.12.2024
Whether Annexure I (Part E) of the SEBI Circular dated December 31, 2024 related to Disclosure of Updates to Ongoing Tax Litigations or Disputes is Applicable to the entity?	Yes
Risk management committee	Not Applicable
Market Capitalisation as per immediate previous Financial Year	Top 2000 listed entities
Is SCORE ID Available ?	Yes
SCORE Registration ID	K00328
Reason For No SCORE ID	
Type of Submission	Original
Remarks (website dissemination)	
Remarks for Exchange (not for Website Dissemination)	



COMPLIANCE REPORT ON CORPORATE GOVERNANCE
Under Regulation 27 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

1. Name of Listed Entity : Kothari Sugars and Chemicals Limited
2. Quarter ending : December 31, 2024

I. Composition of Board of Directors

Title (Mr. / Ms)	Name of the Director	DIN	Category (Chairperson/ Executive/ Non-Executive/ Independent / Nominee)	Initial Date of Appointment	Date of Re-appointment	Date of Cessation	Tenure (in months) (*)	Date of Birth	No. of directorship in listed entities including this listed entity [Reg 17A]	No of Independent Directorship in listed entities including this listed entity [Reg 17A(1)&(2)]	Number of memberships in Audit/ Stakeholder Committee including this listed entity (Reg 26(1))	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (reg 26(1))
Mrs.	Nina Bhadrashyam Kothari	DIN: 00020119	Chairperson - Non-Executive Non-Independent	27.05.2014	--	--	--	21.07.1962	2	--	1	1
Mr.	Arjun Bhadrashyam Kothari	DIN:07117816	Executive - Managing Director	08.04.2015	01.09.2022	--	--	11.09.1991	2	--	2	--
Mr.	Mariathangam Silvester Goldwin	DIN:08145634	Executive - Whole Time Director	01.08.2018	01.08.2024	--	--	30.05.1968	1	--	--	--
Mr.	Krishnan Venkatakrishnan Coimbatore	DIN:01606522	Non-Executive - Independent Director	28.05.2018	28.05.2023	--	79.03	09.03.1950	1	1	2	--
Mr.	Raju Chettiar Mohan	DIN: 10289673	Non-Executive - Independent Director	08.11.2023	08.11.2023	--	13.23	29.07.1952	1	1	2	1
Mr.	Sitharaman Sundarraman	DIN: 01032768	Non-Executive - Independent Director	08.11.2023	08.11.2023	--	13.23	11.05.1968	2	2	3	2

Whether Regular chairperson appointed	Yes
Whether Chairperson is related to Managing Director or CEO	Yes



KOTHARI SUGARS AND CHEMICALS LIMITED (KSCL)

II. Composition of Committees					
Name of Committee	Whether Regular chairperson appointed	Name of Committee members	Category (Chairperson/Executive/ Non-Executive/ Independent/ Nominee)	Date of Appointment	Date of Cessation
1. Audit Committee	Yes	Mr. Sitharaman Sundarraman	Chairman-Non-Executive - Independent	01.04.2024	--
		Mr. Krishnan Venkatakrishnan Coimbatore	Member-Non-Executive - Independent	25.05.2021	--
		Mr. Raju Chettiar Mohan	Member-Non-Executive - Independent	01.04.2024	--
2. Nomination & Remuneration Committee	Yes	Mr. Krishnan Venkatakrishnan Coimbatore	Chairman-Non-Executive - Independent	01.04.2024	--
		Mr. Sitharaman Sundarraman	Member-Non-Executive - Independent	01.04.2024	--
		Mr. Raju Chettiar Mohan	Member-Non-Executive - Independent	01.04.2024	--
3. Risk Management Committee (if applicable)		Not Applicable			
4. Stakeholders Relationship Committee	Yes	Mr. Raju Chettiar Mohan	Chairman - Non-Executive - Independent	01.04.2024	--
		Mr. Arjun Bhadrashyam Kothari	Member - Executive	08.04.2015	--
		Mr. Krishnan Venkatakrishnan Coimbatore	Member- Non-Executive - Independent	25.05.2021	--

III. Meeting of Board of Directors					
Date(s) of Meeting in the relevant quarter	Whether requirement of Quorum met*	Number of Directors present*	Number of independent directors present*	Date(s) of Meeting in the previous quarter	Maximum gap between any two consecutive meetings (in number of days)
Nov 05, 2024	Yes, Adequate quorum was present	06	03	Aug 02, 2024	70 days
				Aug 26, 2024	
* to be filled in only for the current quarter meetings					

IV. Meeting of Committees					
1. Audit Committee					
Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)	Number of Directors present*	Number of independent directors present*	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days
Nov 05, 2024	Yes, Adequate quorum was present	03	03	Aug 02, 2024	94 days



2. Nomination and Remuneration Committee					
Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)	Number of Directors present*	Number of independent directors present*	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days
-	-	-	-	-	-

3. Stakeholders Relationship Committee					
Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)	Number of Directors present*	Number of independent directors present*	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days
Nov 12, 2024	Yes, Adequate quorum was present	03	02	-	-
Nov 27, 2024					

VI. Affirmations

- The composition of Board of Directors is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015. - **Yes**
- The composition of the following Committees is in terms of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015
 - Audit Committee - **Yes**
 - Nomination & Remuneration Committee - **Yes**
 - Stakeholders Relationship Committee - **Yes**
- 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**
- 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**
- This report and/or the report submitted in the previous quarter have been placed before the Board of Directors. - **Yes**
Any comments/observations/advice of Board of Directors: Nil

for Kothari Sugars and Chemicals Limited



R. Prakash

Company Secretary & Compliance Officer



- * **Mr. C. V. Krishnan** was re-appointed as Independent Director through a Special Resolution passed in the Annual General Meeting held on 03.08.2022.
- * **Mr. M. R. Mohan and Mr. S. Sundarraman**, have been appointed as Independent Directors of the Company with effect from 08.11.2023 through Special Resolution passed by way of Postal Ballot by the shareholders on 30.12.2023.

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



Investor Grievance Details	
No. of investor complaints pending at the beginning of Quarter	0
No. of investor complaints received during the Quarter	0
No. of investor complaints disposed off during the Quarter	0
No. of investor complaints those remaining unresolved at the end of the Quarter	0



Disclosure of Updates to Ongoing Tax Litigations or Disputes
The updates on tax litigations or disputes in terms of sub-para 8 of para B of Part A of Schedule III read with corresponding provisions of Annexure 18 of the Master Circular are given below:

Any Other Information for Disclosure of Updates to Ongoing Tax Litigations or Disputes				
Sr. No.	Name of the opposing party	Date of initiation of the litigation / dispute	Status of the litigation / dispute as per last disclosure	Current status of the litigation / dispute
1	(a) The Commissioner of CGST and Central Excise, Trichy (b) The Deputy Commissioner of Central Excise and Service Tax, Trichy. (c) The Assistant Commissioner of Central Excise and Service Tax, Trichy, and (d) The Superintendent of Central Excise and Service Tax, Ariyalur	01-Dec-2010	The Hon'ble High Court of Madras, Madurai Bench has passed an Order quashing the 12 show cause notices issued by the Department of Central Excise & Service Tax. However, the Departments may go for an appeal and the same would be updated upon such occurrence. There was no impact on the financial position of the Company	The Department has filed 12 Writ Appeals against the Writ Petitions orders before the Division Bench of the Hon'ble High Court of Madras, Madurai Bench and the matter was heard on both sides. Judgment reserved 25.07.2024 and yet to be pronounced. Expected financial implications Rs. 4.43 Crores.
2	(a) State of Tamil Nadu, Energy Department, (b) Electrical Inspector Electricity Dept., Govt. of Tamil Nadu and (c) TNEB	20-Aug-2008	Challenging the Tamil Nadu electricity validation Act 2007 which ratifies the imposing of tax on consumption of self-generated electricity as well as sale of electricity. Pending before the Hon'ble Supreme Court for final hearing. Expected financial implications Rs.4.69 crores	Pending before the Hon'ble Supreme Court for final hearing. Expected financial implications Rs. 4.34 Crores.
3	(a) Electrical Inspector (b) The Chief Electrical Inspector to Govt. (CEIG)	18-Jun-2018	Challenging the electricity tax on sale of power to TNEB through PTC under the Tamil Nadu Tax on Consumption or Sale of Electricity Act, 2003. Pending before the Secretary to TN Govt. Energy Department. Expected financial implications Rs.13.92 crores.	Pending before the Secretary to TN Govt. Energy Department. Expected financial implications Rs. 14.58 Crores.

