



KOTHARI FERMENTATION AND BIOCHEM LTD.

An ISO 22000 : 2018 & HALAL Certified Company

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

TEL : 26517665, 26850004, 40590944 E-mail : kfbf@airtelmail.in

Web : www.kothariyeast.in CIN : L72411DL1990PLC042502

30th May, 2022

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

Ref: Scrip Code No. 507474

Sub: Secretarial Compliance Report for the year ended March 31, 2022.

Dear Sir,

Pursuant to SEBI Regulation 24A of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, we submit herewith the Annual Secretarial Compliance Report of the Company for the year ended March 31, 2022.

Kindly take the same in your records.

Thanking You,

For **Kothari Fermentation and Biochem Limited**

Kavita Tanwar
Company Secretary

V.K SHARMA & CO.

Company Secretaries
B-1902, Ace Aspire, Techzone 4
Greater Noida (West)-201306
Mobile: 9811009592, 9818816592
E-Mail: vks_cosecy@yahoo.com

**SECRETARIAL COMPLIANCE REPORT
OF
KOTHARI FERMENTATION AND BIOCHEM LIMITED FOR THE YEAR ENDED
31st MARCH 2022**

We, **V. K. Sharma & Co. Company Secretaries** have examined:

- (a) all the documents and records made available to us and explanation provided by **Kothari Fermentation and Biochem Limited ("the listed entity")**,
- (b) the filings/ submissions made by the listed entity to the stock exchanges,
- (c) website of the listed entity,
- (d) any other document/ filing, as may be relevant, which has been relied upon to make this certification,

for the year ended **31st March 2022 ("Review Period")** in respect of compliance with the provisions of :

- (a) the Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued thereunder; and
- (b) the Securities Contracts (Regulation) Act, 1956 ("SCRA"), rules made thereunder and the Regulations, circulars, guidelines issued thereunder by the Securities and Exchange Board of India ("SEBI");

The specific Regulations, whose provisions and the circulars/ guidelines issued thereunder, have been examined, include:-

- (a) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- (b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; **NOT APPLICABLE.**
- (c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- (d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; **NOT APPLICABLE**

- (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 (since repealed) and SEBI (Share Based Employee Benefits & Sweat Equity) Regulations, **2021: NOT APPLICABLE**
- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 (since repealed) and SEBI (Issue and Listing of Non-convertible Securities), 2021: **NOT APPLICABLE**
- (g) Securities and Exchange Board of India (Issue and Listing of Non- Convertible and Redeemable Preference Shares) Regulations, 2013 (since repealed); **NOT APPLICABLE**
- (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (i) Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018;

and circulars/ guidelines issued there under;
and based on the above examination, We hereby report that,
during the Review Period:

- (a) The listed entity has complied with the provisions of the above Regulations and circulars/ guidelines issued except as under:

Sl. No.	Compliance Requirement	Deviations	Observations/Remarks of Practicing Company Secretary
1.	Submission of financial results within prescribed time under Regulation 33	Results for year/quarter ended 31.03.2021 submitted late by 24 days	Company had sought extension of time as there was delay in finalization due to pandemic related issues. Request was denied.

- (b) The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued there under insofar as it appears from our examination of those records.

- (c) The following are the details of actions taken against the listed entity/ its promoters/ directors/ material subsidiaries either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under the aforesaid Acts/ Regulations and circulars/ guidelines issued there under:

Sr. No.	Action taken by	Details of violation	Details of action taken E.g. fines, warning letter, debarment, etc.	Observations/ remarks of the Practicing Company Secretary, if any.
1	BSE	Late submission of financial results for the year/quarter ended 31.03.2021	Fine of Rs 120000 plus GST imposed by BSE	The fine has been paid by the company.

Note: A typo error in the Corporate Governance Report submitted for the quarter 31.06.2021 wherein composition of CSR committee was inadvertently filled instead of Audit Committee resulted in BSE issuing directions to file rectified CG Report for the quarter ending 31.06.2021. The company had represented that there was no violation as the constitution of Audit Committee was as per norms but inadvertently composition of CSR committee got filled in the report. Subsequently the Company had filed revised Corporate Governance Report for the quarter 31.06.2021 with BSE. The fine was waived off by BSE.

(d) The listed entity has taken the following actions to comply with the observations made in previous reports:

Sr. No.	Observations of the Practicing Company Secretary in the previous reports	Observations made in the secretarial compliance report for the year ended 2021	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
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V.K SHARMA & CO.
Company Secretaries

	NIL	Late submission of Related Party Transactions by 21 days for the half year ending September 2020	The company represented its case to BSE,	Penalty waived by BSE. Matter closed
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Place: Greater Noida
Date: May 30,2022

For V K Sharma & Co.
Company Secretaries

VIJAY KUMAR SHARMA
Digitally signed by
VIJAY KUMAR SHARMA
Date: 2022.05.30
10:03:44 +05'30'

(V. K. SHARMA)

FCS: 3440

C.P. No. 2019

PR: 887/2020

UDIN: F003440D000423079