

4th January, 2016

**BOMBAY STOCK EXCHANGE LIMITED
PHIROZE JEEJEEBHOY TOWERS,
DALAL STREET,
MUMBAI - 400 023**

Sir,

**SUB: Clause 27(2)(a) Under SEBI (Listing Obligations and Disclosure Requirements),
Regulations 2015**

Please find enclosed herewith CORPORATE GOVERNANCE REPORT under Clause 27(2)(a) of the SEBI (Listing Obligations and Disclosure Requirements), Regulations 2015 for the Quarter ended 31ST December, 2015.

Thanking You,

FOR KOTHARI WORLD FINANCE LIMITED

Liza Kothari

**Liza Kothari
Managing Director
DIN (01273272)**

Encl: as above

KOTHARI WORLD FINANCE LTD.

C-121, Mittal Tower, Nariman Point, Mumbai - 400 021. (India) www.kothariworld.com
Tel. +91-22-22851620 • Fax: +91-22-22871695 • Email: info@kothariworld.com

CIN L65993MH1985PLC035005

Compliance Report on Corporate Governance

Name of Listed Entity : Kothari World Finance Limited
Quarter Ending : 31st December, 2015

I. Composition of Board of Directors								
Title (Mr./Ms)	Name of the Director	Pan & DIN	Category (Chairperson/Executive/Non-Executive/Independent/Nominee)	Date of Appointment in the current term/cessation	Tenure	No of Directorship in listed entities including this listed entity (Refer Regulation 25(1) of Listing Regulations)	Number of Memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)
Mr.	Nitesh P Kothari	AABPK4831E00024195	Non – Executive	29/08/2002	-	0	2	1
Mrs.	Liza N Kothari	AJDPK3796K01273272	Executive	30/01/2012	-	0	nil	nil
Mr.	Manohar Mhatre	AEJPM7475C00024326	Non – Executive	14/01/2003	-	0	1	nil
Mr.	Jayesh Gandhi	AABPG5669E01497163	Non-Executive/Independent	26/09/2014	5 years	1	3	2
Ms.	Meena Dalvi	ASAPD3377P05188976	Non-Executive/Independent	26/09/2014	5 years	1	1	1
Ms.	Nina Tulsidas Ashar	ACZPA2012L01499876	Non-Executive/Independent	28/09/2015	5 years	1	1	nil

II. Composition of Committees		
Name of Committee	Name of Committee Members	Category (Chairperson/Executive/Non-Executive/Independent/Nominee)
Audit Committee	Ms. Meena Dalvi Mr. Jayesh Gandhi Mr. Nitesh Kothari Ms. Nina Tulsidas Ashar	Chairperson/ Non- Executive/independent Member/ Non- Executive/independent Member/ Non- Executive Member/ Non- Executive/independent
Nomination & Remuneration Committee	Ms. Meena Dalvi Mr. Jayesh Gandhi Mr. Nitesh Kothari Ms. Nina Tulsidas Ashar	Chairperson/ Non- Executive/independent Member/ Non- Executive/independent Member/ Non- Executive Member/Non-Executive/independent Independent
Risk Management Committee (if applicable)	Not Applicable	Not Applicable
Stakeholder Relationship Committee	Mr. Nitesh Kothari Mr. Manohar Mhatre	Chairperson (Non-Executive) Member/ Non- Executive

III. Meeting of Board of Directors		
Date(s) of Meeting in the previous quarter	Date(s) of Meeting in the relevant quarter	Maximum gap between any two consecutive (in number of days)
28 th July, 2015	30 th October, 2015	93 days

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IV. Meeting of Committees			
Date(s) of Meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive (in number of days)
30th October, 2015 Attended by: Ms. Meena Dalvi-Chairperson Mr. Jayesh Gandhi- Member Mr. Nitesh Kothari-Member Ms. Nina Tulsidas Ashar- Member	Yes	28 July, 2015 Attended by: Mr. Jeetendra Wala- Chairperson Ms. Meena Dalvi-Member Mr. Jayesh Gandhi-Member Mr. Nitesh Kothari-Member	93 Days

V. Related Party Transactions	
Subject	Compliance status (Yes/No/NA)
Whether prior approval of Audit Committee obtained	Yes
Whether shareholder approval obtained for material RPT	Not Applicable
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Not Applicable

VI. Affirmations
1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015
2. The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015
a. Audit Committee
b. Nomination & Remuneration Committee
c. Stakeholders relationship Committee
d. Risk Management Committee (applicable to the top 100 listed entities)
3. The Committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and disclosure requirements) Regulations, 2015.
4. 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.
5. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. Any comments/observations/advice of the Board of Directors may be mentioned here: Not Applicable

For KOTHARI WORLD FINANCE LIMITED



Liza Kothari
Managing Director
(DIN: 01273272)

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