

Office Copy

6<sup>st</sup> APRIL 2015

**THE STOCK EXCHANGE  
PHIROZE JEEJEEBHOY TOWERS  
DALAL STREET,  
MUMBAI - 400023**

Sir,

**SUB: CLAUSE 49 OF THE LISTING AGREEMENT**

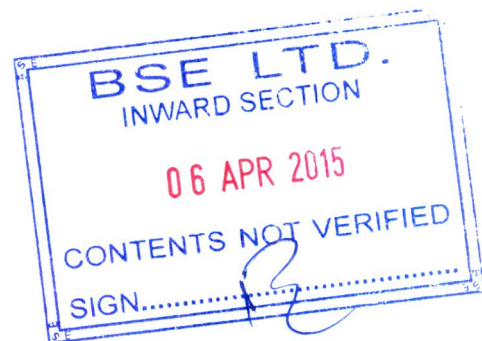
Please find enclosed herewith **CORPORATE GOVERNANCE REPORT** under Clause 49 of the listing Agreement for the quarter ended 31<sup>st</sup> March 2015

Thanking You,

**FOR KOTHARI WORLD FINANCE LIMITED**

  
**DIRECTOR**

Encl: as above



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**KOTHARI WORLD FINANCE LTD.**

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

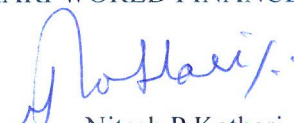
**CIN L65993MH1985PLC035005**

Name of the Company : **KOTHARI WORLD FINANCE LIMITED**  
Quarter Ending on : **31<sup>ST</sup> MARCH , 2015**

Particulars	Clause of Listing agreement	Compliance Status Yes/No	Remarks
<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	
(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)	NA	
<b>VI. Risk Management</b>	49 (VI)	Yes	
<b>VII. Related Party Transactions</b>	49 (VII)	Yes	
<b>VIII. Disclosures</b>	49 (VIII)		
(A) Related party transactions	49 (VIIIA)	Yes	No material transactions requiring disclosures.
(B) Disclosure of Accounting Treatment	49 (VIIIB)	Yes	
(C) Remuneration of Directors	49 (VIII C)	Yes	
(D) Management	49 (VIII D)	Yes	
(E) Shareholders	49 (VIII E)	Yes	
(F) Proceeds from public issues, rights issue, preferential issues, etc	49 (VIII F)	Yes	Will be complied as and when required.
<b>IX. CEO/CFO Certification</b>	49 (IX)	Yes	
<b>X. Report on Corporate Governance</b>	49 (X)	Yes	
<b>XI. Compliance</b>	49 (XI)	Yes	

For : KOTHARI WORLD FINANCE LIMITED

Date : 6<sup>TH</sup> APRIL, 2015  
Place : Mumbai

  
Nitesh P Kothari  
DIN (00024195)  
Director

**KOTHARI WORLD FINANCE LTD.**

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