

Annexure – I

Format to be submitted by listed entity on quarterly basis

1. Name of Listed Entity: SUTLEJ TEXTILES AND INDUSTRIES LIMITED
2. Quarter ending: March 31, 2019

**I. Composition of Board of Directors**

Title (Mr./ Ms.)	Name of the Director	PAN <sup>s</sup> & DIN	Category (Chairperson / Executive / Non-Executive / Independent / Nominee)&	Date of Appointment in the current term / cessation	Tenure* (to be filled only for Independent Directors)	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.	C.S.Nopany	ABJPN5385K : 00014587	Executive Chairman	01/07/2018	-	0	Audit Committee: NIL Stakeholder Committee: NIL	Audit Committee: NIL Stakeholder Committee: 2
Mr.	Rajiv Podar	AACP5575D : 00086172	Independent Director	23/08/2014	[5 (Five) years w.e.f. 23.08.2014] 4 years 7 months and 7 days	1	Audit Committee: 1 Stakeholder Committee: 1	Audit Committee: NIL Stakeholder Committee: NIL



Mr.	Amit Dalal	AABPD3938R : 00297603	Independent Director	23/08/2014	[5 (Five) years w.e.f. 23.08.2014] 4 years 7 months and 7 days	3	Audit Committee: 1 Stakeholder Committee: 1	Audit Committee: NIL Stakeholder Committee: 1
Mr.	Rajan Dalal	AABPD8799G : 00546264	Independent Director	23/08/2014	[5 (Five) years w.e.f. 23.08.2014] 4 years 7 months and 7 days	3	Audit Committee: 2 Stakeholder Committee: 1	Audit Committee: 1 Stakeholder Committee: 1
Mr.	U.K.Khaitan	AEEP7308G : 01180359	Independent Director	23/08/2014	[5 (Five) years w.e.f. 23.08.2014] 4 years 7 months and 7 days	2	Audit Committee: NIL Stakeholder Committee: 1	Audit Committee: NIL Stakeholder Committee: NIL
Mrs.	Sonu Bhasin	AFBBP3402B : 02872234	Independent Director	31/08/2015	[5 (Five) years w.e.f. 31.08.2015] 3 years 7 months	3	Audit Committee: 3 Stakeholder Committee: 1	Audit Committee: NIL Stakeholder Committee: 1
Mr.	Rohit Dhoot	AABPD0017B: 00016856	Non-Executive Director	31/08/2018	-	2	Audit Committee: 2 Stakeholder Committee: NIL	Audit Committee: NIL Stakeholder Committee: NIL



Mr.	Bipen Valame	ABDPV0925H : 07702511	Whole-Time Director	09/02/2017	-	0	Audit Committee: NIL	Audit Committee: NIL
							Stakeholder Committee: 1	Stakeholder Committee: NIL
Mr.	Ashok Mittal	AEVPM9072L : 00016275	Additional Non-Executive Director	05/02/2019	-	0	Audit Committee: NIL	Audit Committee: NIL
							Stakeholder Committee: NIL	Stakeholder Committee: NIL

\$ PAN number of any director would not be displayed on the website of Stock Exchange

& Category of directors means executive/ non-executive/independent/ Nominee. if a director fits into more than one category write all categories separating them with hyphen

\* to be filled only for Independent Director. Tenure would mean total period from which Independent director is serving on Board of directors of the listed entity in continuity without any cooling off period.

\*\* No. of directorships only where the Directors acts as "Independent Director"

### II. Composition of Committees

Name of Committee	Name of Committee members	Category (Chairperson / Executive / Non-Executive / Independent / Nominee) \$
1. Audit Committee	1. Mr. Rajan Dalal 2. Mr. Amit Dalal 3. Mr. Rajiv Podar 4. Mr. Rohit Dhoot	1. Chairman of Committee - Independent Director 2. Independent Director 3. Independent Director 4. Non-Executive Director



2. Nomination & Remuneration Committee	<ol style="list-style-type: none"> <li>1. Mr. U.K.Khaitan</li> <li>2. Mr. Rajan Dalal</li> <li>3. Mr. Rajiv Podar</li> </ol>	<ol style="list-style-type: none"> <li>1. Chairman of Committee - Independent Director</li> <li>2. Independent Director</li> <li>3. Independent Director</li> </ol>
3. Risk Management Committee*	<ol style="list-style-type: none"> <li>1. Rajiv Podar</li> <li>2. S.K. Khandelia</li> <li>3. Bipeen Valame</li> </ol>	<ol style="list-style-type: none"> <li>1. Chairman of Committee - Independent Director</li> <li>2. CEO &amp; President</li> <li>3. Whole-Time Director</li> </ol>
4. Stakeholders Relationship Committee	<ol style="list-style-type: none"> <li>1. Mr. Amit Dalal</li> <li>2. Mr. Rajiv Podar</li> <li>3. Mr Bipeen Valame</li> </ol>	<ol style="list-style-type: none"> <li>1. Chairman of Committee – Independent Director</li> <li>2. Independent Director</li> <li>3. Whole-Time Director</li> </ol>
<p>\$ Category of directors means executive/non-executive/Independent/Nominee. if a director fits into more than one category write all categories separating them with hyphen</p> <p>* As per Listing Regulations, 2015, Risk Management Committee is not applicable to the Company. However, the Committee has been formed voluntarily as a part of better Corporate Governance, at the Board Meeting held on 18/05/2017.</p>		
<p><b>III. Meeting of Board of Directors</b></p>		
Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the relevant quarter	Maximum gap between any two consecutive (in number of days)
1) 13.11.2018	1) 05.02.2019	1) 13.11.2018 to 05.02.2019 = 84 Days



<b>IV. Meeting of Committees</b>			
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 meetings in number of days*
<b>Audit Committee:</b>			
1) 05.02.2019	Yes	1) 12.11.2018	1) 12.11.2018 to 05.02.2019 = 85 Days
<b>Nomination &amp; Remuneration Committee:</b>			
1) 04.02.2019	Yes	1) 01.11.2018	1) 01.11.2018 to 04.02.2019 = 95 Days
<b>Stakeholders Relationship Committee:</b>			
1) 22.01.2019	Yes	1) 01.11.2018	1) 01.11.2018 to 22.01.2019 = 82 Days
* This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional			
<b>V. Related Party Transactions</b>			
<b>Subject</b>		<b>Compliance status (Yes /No / NA) refer note below</b>	
Whether prior approval of audit committee obtained		Yes	
Whether shareholder approval obtained for material RPT		N.A.@	
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee		Yes	



**Note**

1 In the column "Compliance Status", compliance or non-compliance may be indicated by Yes/No/ N.A.. For example, if the Board has been composed in accordance with the requirements of Listing Regulations, "Yes" may be indicated. Similarly, in case the Listed Entity has no related party transactions, the words "N.A." may be indicated.

2 If status is "No" details of non-compliance may be given here.

@ There were no "Material RPTs" requiring approval of shareholders.

**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 - Yes
  - b. Nomination & remuneration committee- Yes
  - c. Stakeholders relationship committee- Yes
  - d. Risk management committee (applicable to the top 100 listed entities )- **Not Applicable #**
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. The report submitted in the previous quarter has been placed before Board of Directors.

Any comments/observations/advice of Board of Directors may be mentioned here: There were no comments received from Board of Directors.

#As per Listing Regulations, 2015 Risk Management Committee is not applicable to the Company. However, the Committee has been formed voluntarily as a part of better Corporate Governance, at the Board Meeting held on 18/05/2017.

**Name : MANOJ CONTRACTOR**

**Designation : COMPANY SECRETARY AND COMPLIANCE OFFICER**

**Date: 08.04.2019**

**Place: Mumbai**

Note: Information at Table I and II above need to be necessarily given in 1st quarter of each financial year. However if there is no change of information in subsequent quarter(s) of that financial year, this information may not be given by Listed entity and instead a statement "same as previous quarter" may be given.

