

| General information about company | |
|--|--|
| Scrip code | 532782 |
| NSE Symbol | SUTLEJTEX |
| MSEI Symbol | NA |
| ISIN | INE645H01027 |
| Name of the entity | SUTLEJ TEXTILES AND INDUSTRIES LIMITED |
| Date of start of financial year | 01-04-2020 |
| Date of end of financial year | 31-03-2021 |
| Reporting Quarter | Quarterly |
| Date of Report | 30-06-2020 |
| Risk management committee | Not Applicable |
| Market Capitalisation as per immediate previous Financial Year | Top 1000 listed entities |

Annexure I

Annexure I to be submitted by listed entity on quarterly basis

I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory

Whether the listed entity has a Regular Chairperson

Yes

Whether Chairperson is related to MD or CEO

No

| Sr | Title (Mr / Ms) | Name of the Director | PAN | DIN | Category 1 of directors | Category 2 of directors | Category 3 of directors | Date of Birth | Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations] | Date of passing special resolution | Initial Date of appointment | Date of Re-appointment | Date of cessation | Tenure of director (in months) | No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations) | No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(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) | Notes for not providing PAN | Notes for not providing DIN |
|----|-----------------|------------------------|------------|----------|--------------------------------------|---------------------------------|-------------------------|---------------|---|------------------------------------|-----------------------------|------------------------|-------------------|--------------------------------|--|---|---|--|-----------------------------|-----------------------------|
| 1 | Mr | CHANDRA SHEKHAR NOPANY | ABJPN5385K | 00014587 | Executive Director | Chairperson related to Promoter | | 19-09-1965 | NA | | 19-09-2006 | 22-08-2019 | | 7 | 0 | 0 | 2 | | | |
| 2 | Mr | RAJIV KANTIKUMAR PODAR | AACPP5575D | 00086172 | Non-Executive - Independent Director | Not Applicable | | 24-05-1964 | NA | | 21-07-2009 | 23-08-2019 | | 70 | 1 | 1 | 2 | 0 | | |
| 3 | Mr | AMIT NALINKANT DALAL | AABPD3938R | 00297603 | Non-Executive - Independent Director | Not Applicable | | 31-01-1963 | NA | | 01-06-2006 | 23-08-2019 | | 70 | 3 | 2 | 2 | 1 | | |
| 4 | Mr | RAJAN ARVIND DALAL | AABPD8799G | 00546264 | Non-Executive - Independent Director | Not Applicable | | 18-09-1949 | NA | | 19-11-2008 | 23-08-2019 | | 70 | 2 | 2 | 1 | 2 | | |

I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory

Whether the listed entity has a Regular Chairperson

| Sr | Title (Mr / Ms) | Name of the Director | PAN | DIN | Category 1 of directors | Category 2 of directors | Category 3 of directors | Date of Birth | Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations] | Date of passing special resolution | Initial Date of appointment | Date of Re-appointment | Date of cessation | Tenure of director (in months) | No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations) | No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(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) | Notes for not providing PAN |
|----|-----------------|------------------------|------------|----------|--|-------------------------|-------------------------|---------------|---|------------------------------------|-----------------------------|------------------------|-------------------|--------------------------------|--|---|---|--|-----------------------------|
| 5 | Mr | UMESH KUMAR KHAITAN | AFEPK7308G | 01180359 | Non-Executive - Independent Director | Not Applicable | | 20-12-1948 | NA | | 01-06-2006 | 23-08-2019 | | 70 | 3 | 3 | 0 | 0 | |
| 6 | Mrs | SONU HALAN BHASIN | AFBBP3402B | 02872234 | Non-Executive - Independent Director | Not Applicable | | 28-09-1963 | NA | | 07-05-2015 | 07-05-2015 | | 58 | 3 | 3 | 3 | 1 | |
| 7 | Mr | ROHIT RAJGOPAL DHOOT | AABPD0017B | 00016856 | Non-Executive - Non Independent Director | Not Applicable | | 29-09-1968 | NA | | 25-10-2017 | 25-10-2017 | | | 3 | 1 | 2 | 0 | |
| 8 | Mr | BIPEEN YASHWANT VALAME | ABDPV0925H | 07702511 | Executive Director | Not Applicable | | 03-03-1969 | NA | | 09-02-2017 | 31-08-2018 | | | 1 | 0 | 1 | 0 | |

I. Composition of Board of Directors

Disclosure of notes on composition of board of directors explanatory

Whether the listed entity has a Regular Chairperson

| Sr | Title (Mr / Ms) | Name of the Director | PAN | DIN | Category 1 of directors | Category 2 of directors | Category 3 of directors | Date of Birth | Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations] | Date of passing special resolution | Initial Date of appointment | Date of Re-appointment | Date of cessation | Tenure of director (in months) | No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations) | No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(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) | Notes for not providing PAN | No |
|----|-----------------|----------------------|------------|----------|--|-------------------------|-------------------------|---------------|---|------------------------------------|-----------------------------|------------------------|-------------------|--------------------------------|--|---|---|--|-----------------------------|----|
| 9 | Mr | ASHOK MITTAL | AEYPM9072L | 00016275 | Non-Executive - Non Independent Director | Not Applicable | | 03-03-1965 | NA | | 05-02-2019 | 22-08-2019 | | | 1 | 0 | 0 | 0 | | |

| | |
|--|------------------------|
| Annexure 1 | |
| II. Composition of Committees | |
| Disclosure of notes on composition of committees explanatory | Textual Information(1) |

Annexure 1 Text Block

Textual Information(1)

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.

*Mr. S. K. Khandelia, member of Risk Management Committee, is the Chief Executive Officer and President of the Company.

| Audit Committee Details | | | | | | | |
|---|------------|---------------------------|--|-------------------------|---------------------|-------------------|---------|
| Whether the Audit Committee has a Regular Chairperson | | | | | Yes | | |
| Sr | DIN Number | Name of Committee members | Category 1 of directors | Category 2 of directors | Date of Appointment | Date of Cessation | Remarks |
| 1 | 00546264 | RAJAN ARVIND DALAL | Non-Executive - Independent Director | Chairperson | 05-10-2012 | | |
| 2 | 00297603 | AMIT NALINKANT DALAL | Non-Executive - Independent Director | Member | 23-10-2008 | | |
| 3 | 00086172 | RAJIV KANTIKUMAR PODAR | Non-Executive - Independent Director | Member | 24-01-2012 | | |
| 4 | 00016856 | ROHIT RAJGOPAL DHOOT | Non-Executive - Non Independent Director | Member | 25-10-2017 | | |

| Nomination and remuneration committee | | | | | | | |
|---|------------|---------------------------|--------------------------------------|-------------------------|---------------------|-------------------|---------|
| Whether the Nomination and remuneration committee has a Regular Chairperson | | | | | Yes | | |
| Sr | DIN Number | Name of Committee members | Category 1 of directors | Category 2 of directors | Date of Appointment | Date of Cessation | Remarks |
| 1 | 01180359 | UMESH KUMAR KHAITAN | Non-Executive - Independent Director | Chairperson | 01-06-2006 | | |
| 2 | 00546264 | RAJAN ARVIND DALAL | Non-Executive - Independent Director | Member | 24-01-2012 | | |
| 3 | 00086172 | RAJIV KANTIKUMAR PODAR | Non-Executive - Independent Director | Member | 03-11-2015 | | |

| Stakeholders Relationship Committee | | | | | | | |
|---|------------|---------------------------|--------------------------------------|-------------------------|---------------------|-------------------|---------|
| Whether the Stakeholders Relationship Committee has a Regular Chairperson | | | | | Yes | | |
| Sr | DIN Number | Name of Committee members | Category 1 of directors | Category 2 of directors | Date of Appointment | Date of Cessation | Remarks |
| 1 | 00297603 | AMIT NALINKANT DALAL | Non-Executive - Independent Director | Chairperson | 13-05-2011 | | |
| 2 | 00086172 | RAJIV KANTIKUMAR PODAR | Non-Executive - Independent Director | Member | 13-05-2011 | | |
| 3 | 07702511 | BIPEEN YASHWANT VALAME | Executive Director | Member | 09-02-2017 | | |

| Risk Management Committee | | | | | | | |
|---|------------|---------------------------|--------------------------------------|-------------------------|---------------------|-------------------|---------|
| Whether the Risk Management Committee has a Regular Chairperson | | | | | Yes | | |
| Sr | DIN Number | Name of Committee members | Category 1 of directors | Category 2 of directors | Date of Appointment | Date of Cessation | Remarks |
| 1 | 00086172 | RAJIV KANTIKUMAR PODAR | Non-Executive - Independent Director | Chairperson | 18-05-2017 | | |
| 2 | 07702511 | BIPEEN YASHWANT VALAME | Executive Director | Member | 18-05-2017 | | |
| 3 | 99999999 | SURESH KUMAR KHANDELIA | Member | Member | 18-05-2017 | | |

| Other Committee | | | | | | |
|------------------------|------------|---------------------------|-------------------------|-------------------------|-------------------------|---------|
| Sr | DIN Number | Name of Committee members | Name of other committee | Category 1 of directors | Category 2 of directors | Remarks |

Annexure 1**Annexure 1****III. Meeting of Board of Directors**

| Disclosure of notes on meeting of board of directors explanatory | | | | | | | |
|--|---|--|---|------------------------------|--|------------------------------|---|
| Sr | Date(s) of meeting (if any) in the previous quarter | Date(s) of meeting (if any) in the current quarter | Maximum gap between any two consecutive (in number of days) | Notes for not providing Date | Whether requirement of Quorum met (Yes/No) | Number of Directors present* | No. of Independent Directors attending the meeting* |
| 1 | 03-02-2020 | | | | Yes | 9 | 5 |
| 2 | 03-03-2020 | | 28 | | Yes | 6 | 3 |
| 3 | | 12-05-2020 | 69 | | Yes | 9 | 5 |
| 4 | | 12-06-2020 | 30 | | Yes | 9 | 5 |

Annexure 1

IV. Meeting of Committees

| Disclosure of notes on meeting of committees explanatory | | | | | | | | |
|--|---------------------------------------|---|---|-------------------------|-------------------------------|--|------------------------------|---|
| Sr | Name of Committee | Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order) | Maximum gap between any two consecutive (in number of days) | Name of other committee | Reason for not providing date | Whether requirement of Quorum met (Yes/No) | Number of Directors present* | No. of Independent Directors attending the meeting* |
| 1 | Audit Committee | 31-01-2020 | | | | Yes | 2 | 2 |
| 2 | Audit Committee | 11-06-2020 | 131 | | | Yes | 4 | 3 |
| 3 | Nomination and remuneration committee | 03-02-2020 | | | | Yes | 3 | 3 |
| 4 | Stakeholders Relationship Committee | 31-01-2020 | | | | Yes | 2 | 1 |

Annexure 1

V. Related Party Transactions

| Sr | Subject | Compliance status (Yes/No/NA) | If status is "No" details of non-compliance may be given here. |
|---|--|----------------------------------|--|
| 1 | Whether prior approval of audit committee obtained | Yes | |
| 2 | Whether shareholder approval obtained for material RPT | NA | |
| 3 | Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee | Yes | |
| Disclosure of notes on related party transactions | | | Textual Information(1) |

Text Block

Textual Information(1)

There were no Material RPTs requiring approval of shareholders.

Annexure 1**VI. Affirmations**

| Sr | Subject | Compliance status (Yes/No) |
|----|--|----------------------------|
| 1 | The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015 | Yes |
| 2 | The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 a. Audit Committee | Yes |
| 3 | The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee | Yes |
| 4 | The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee | Yes |
| 5 | The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. d. Risk management committee (applicable to the top 500 listed entities) | NA |
| 6 | 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 |
| 7 | 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 |
| 8 | This report and/or the report submitted in the previous quarter has been placed before Board of Directors. | Yes |
| 9 | Any comments/observations/advice of Board of Directors may be mentioned here: | Textual Information(1) |

Annexure 1

| Sr | Subject | Compliance status |
|----|-------------------|--|
| 1 | Name of signatory | Manoj Contractor |
| 2 | Designation | Company Secretary and Compliance Officer |

Text Block

Textual Information(1)

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.

Signatory Details

| | |
|-----------------------|--|
| Name of signatory | MANOJ CONTRACTOR |
| Designation of person | Company Secretary and Compliance Officer |
| Place | Mumbai |
| Date | 10-07-2020 |

