

ANNEXURE I

Format to be submitted by listed entity on quarterly basis

1. Name of Listed Entity - Nitin Spinners Limited
2. Quarter ending - 30-Sep-2019

i. Composition Of Board Of Director

| Title (Mr./Ms) | Name of the Director | DIN | PAN | Category (Chairperson / Executive / Non-Executive / Independent / Nominee) | Sub Category | Initial Date of Appointment | Date of Appointment | Date of cessation | Tenure | Date of Birth | No. of Directors hip in listed entities including this listed entity | No of Independent Directorship in listed entities including this listed entity | No of memberships in Audit/ Stakeholder Committee(s) including this listed entity | No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity | Memberships in Committees of the Company | Remarks |
|----------------|--------------------------|----------|------------|--|--------------|-----------------------------|---------------------|-------------------|--------|---------------|--|--|---|--|--|---------|
| Mr. | RABISANKAR CHATTOPADHYAY | 06928729 | AAEPC0915A | ID | | 11-Sep-2014 | 11-Sep-2019 | | 60 | 20-Jan-1957 | 1 | 1 | 1 | 0 | AC,NRC | |
| Mr. | RATAN LAL NOLKHA | 00060746 | AAHPN1293K | C & ED | | 15-Oct-1992 | 01-Sep-2018 | | 36 | 08-May-1946 | 1 | 1 | 0 | 0 | NRC | |
| Mr. | DINESH NOLKHA | 00054658 | AAJPN4579N | ED | MD | 15-Oct-1992 | 01-Oct-2016 | | 36 | 13-Oct-1970 | 1 | 1 | 1 | 0 | SC | |
| Mr. | NITIN NOLAKHA | 00054707 | ABEPN3269K | ED | | 10-Oct-2001 | 01-Oct-2018 | | 36 | 26-Jan-1976 | 1 | 1 | 1 | 0 | SC | |

| | | | | | | | | | | | | | | | | |
|------|-----------------------------|----------|----------------|----|--|---------------------|-----------------|--|----|-------------------------|---|---|---|---|----------------|--|
| Mrs. | ADITI MEHTA | 06917890 | ADXPM61 86F | ID | | 11- Sep- 2014 | 11-Sep- 2019 | | 60 | 17- Jun- 195 3 | 1 | 1 | 1 | 0 | AC,NRC | |
| Mr. | YESHWANTLAL RATILAL SHAH | 00019557 | AAFPS461 5N | ID | | 24- Feb- 2005 | 11-Sep- 2019 | | 54 | 31- Aug- 194 2 | 1 | 1 | 2 | 2 | AC,NRC, SRC | |

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| Company Remarks | |
| Whether Permanent chairperson appointed | Yes |
| Whether Chairperson is related to MD or CEO | |

ii. **Composition of Committees**

a. **Audit Committee**

| Sr. No. | Name of the Director | Category | Chairperson/Membership | Appointment Date | Cessation Date |
|----------------|-----------------------------|-----------------|-------------------------------|-------------------------|-----------------------|
| 1 | RABISANKAR CHATTOPADHYAY | ID | Member | 11-Sep-2019 | |
| 2 | YESHWANTLAL RATILAL SHAH | ID | Chairperson | 11-Sep-2019 | |
| 3 | ADITI MEHTA | ID | Member | 11-Sep-2019 | |

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| Company Remarks | OK |
| Whether Permanent chairperson appointed | Yes |

b. **Stakeholders Relationship Committee**

| Sr. No. | Name of the Director | Category | Chairperson/Membership | Appointment Date | Cessation Date |
|----------------|-----------------------------|-----------------|-------------------------------|-------------------------|-----------------------|
| 1 | YESHWANTLAL RATILAL SHAH | ID | Chairperson | 11-Sep-2019 | |
| 2 | NITIN NOLAKHA | ED | Member | 01-Sep-2018 | |
| 3 | DINESH NOLKHA | ED | Member | 01-Oct-2016 | |

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| Company Remarks | OK |
| Whether Permanent chairperson appointed | Yes |

c. Risk Management Committee

| <i>Sr. No.</i> | <i>Name of the Director</i> | <i>Category</i> | <i>Chairperson/Membership</i> | <i>Appointment Date</i> | <i>Cessation Date</i> |
|----------------|-----------------------------|-----------------|-------------------------------|-------------------------|-----------------------|
|----------------|-----------------------------|-----------------|-------------------------------|-------------------------|-----------------------|

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|---|----|
| Company Remarks | OK |
| Whether Permanent chairperson appointed | |

d. Nomination and Remuneration Committee

| <i>Sr. No.</i> | <i>Name of the Director</i> | <i>Category</i> | <i>Chairperson/Membership</i> | <i>Appointment Date</i> | <i>Cessation Date</i> |
|----------------|-----------------------------|-----------------|-------------------------------|-------------------------|-----------------------|
| 1 | RABISANKAR CHATTOPADHYAY | ID | Member | 11-Sep-2019 | |
| 2 | ADITI MEHTA | ID | Member | 11-Sep-2019 | |
| 3 | YESHWANTLAL RATILAL SHAH | ID | Chairperson | 11-Sep-2019 | |
| 4 | RATAN LAL NOLKHA | C & ED | Member | 01-Jun-2019 | |

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| Company Remarks | ok |
| Whether Permanent chairperson appointed | Yes |

iii. Meeting of Board of Directors

| <i>Date(s) of Meeting (if any) in the previous quarter</i> | <i>Date(s) of Meeting (if any) in the relevant quarter</i> | <i>Whether requirement of Quorum met</i> | <i>Number of Directors present</i> | <i>Number of Independent Directors present</i> |
|--|--|--|------------------------------------|--|
| 25-May-2019 | 10-Aug-2019 | Yes | 5 | 2 |

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| Company Remarks | |
| Maximum gap between any two consecutive (in number of days) | 76 |

iv. Meeting of Committees

| <i>Name of the Committee</i> | <i>Date(s) of meeting during of the committee in the previous quarter</i> | <i>Date(s) of meeting of the committee in the relevant quarter</i> | <i>Whether requirement of Quorum met (Yes/No)</i> | <i>Number of Directors present</i> | <i>Number of independent directors present</i> |
|-------------------------------------|---|--|---|------------------------------------|--|
| Audit Committee | 25-May-2019 | 10-Aug-2019 | Yes | 2 | 2 |
| Nomination & Remuneration Committee | 25-May-2019 | 10-Aug-2019 | Yes | 3 | 2 |

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| Company Remarks | |
| Maximum gap between any two consecutive (in number of days) [Only for Audit Committee] | 76 |

v. **Related Party Transactions**

| Subject | Compliance status (Yes/No/NA) | Remark |
|--|--------------------------------------|---------------|
| 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 | Yes | |
| Disclosure of notes on related party transactions and Disclosure of notes of material related party transactions | NA | |

VI. Affirmations

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**
 - 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. - **Yes**
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.- **Yes**
5. a. This report and / or the report submitted in the previous quarter has been placed before Board of Directors.- **Yes**
b. Any comments / observations / advice of Board of Directors may be mentioned here:

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Name : **SUDHIR GARG**
Designation : **Company Secretary**

ANNEXURE-III**Affirmations**

| <i>Broad Heading</i> | <i>Regulation Number</i> | <i>Compliance Status</i> | <i>Company Remark</i> |
|--|--------------------------------------|--------------------------|-----------------------|
| Copy of the annual report including balance sheet, profit and loss account, directors report, corporate governance report, business responsibility report displayed on website | 46(2) | Yes | |
| Presence of Chairperson of Audit Committee at the Annual General Meeting | 18(1)(d) | Yes | |
| Presence of Chairperson of the nomination and remuneration committee at the annual general meeting | 19(3) | Yes | |
| Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting | 20(3) | Yes | |
| Whether "Corporate Governance Report" disclosed in Annual Report | 34(3) read with para C of Schedule V | Yes | |

Note:

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Name : **SUDHIR GARG**
Designation : **Company Secretary**