

### General information about company

Scrip code	532698
NSE Symbol	NITINSPIN
MSEI Symbol	
ISIN	INE229H01012
Name of the entity	NITIN SPINNERS LIMITED
Date of start of financial year	01-04-2023
Date of end of financial year	31-03-2024
Reporting Quarter	Yearly
Date of Report	31-03-2024
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		Add Notes																			
Whether the listed entity has a Regular Chairperson		Yes																			
Is there any change in information of board of directors compare to previous quarter																					
Whether Chairperson is related to MD or CEO		Yes																			
		Disqualification of Directors under section 164 of the Companies Act, 2013																			
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 the director is disqualified?	Current status	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 [with reference to proviso to regulation 17A(1) & 17A(2)]	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]	
		Add		Delete																	
1	Mr	DINESH NOLKHA	AAJPN4579N	00054658	Executive Director	Chairperson related to Promoter	MD	13-10-1970	No	Active	NA		15-10-1992	01-10-2022			1	0	1	0	
2	Mr	NITIN NOLAKHA	ABEPN3269K	00054707	Executive Director	Not Applicable		26-01-1976	No	Active	NA		01-10-1998	01-10-2021			1	0	1	0	
3	Mr	RABISANKAR CHATTOPADHYAY	AAEPC0915A	06928729	Non-Executive - Independent Director	Not Applicable		20-01-1957	No	Active	NA		11-09-2014	11-09-2019	115.00	1	1	2	1		
4	Mrs	ADITI MEHTA	ADXPM6186F	06917890	Non-Executive - Independent Director	Not Applicable		17-06-1953	No	Active	NA		11-09-2014	11-09-2019	115.00	1	1	1	0		
5	Mr	ROHIT SWADHEEN MEHTA	AAFPM5317D	09449679	Non-Executive - Independent Director	Not Applicable		22-04-1970	No	Active	NA		30-12-2021	30-12-2021	27.00	1	1	1	1		
6	Mr	RISHABH CHAND LODHA	ABCPL4774F	07177605	Non-Executive - Independent Director	Not Applicable		14-02-1957	No	Active	NA		09-11-2023	09-11-2023	4.76	1	1	0	0		





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	6917890	ADITI MEHTA	Non-Executive - Independent Director	Member	11/09/2014		
2	6928729	RABISANKAR CHATTOPADHYAY	Non-Executive - Independent Director	Member	11/09/2014		
3	9449679	ROHIT SWADHEEN MEHTA	Non-Executive - Independent Director	Chairperson	30/12/2021		

### 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	6917890	ADITI MEHTA	Non-Executive - Independent Director	Member	11/09/2014		
2	6928729	RABISANKAR CHATTOPADHYAY	Non-Executive - Independent Director	Member	11/09/2014		
3	9449679	ROHIT SWADHEEN MEHTA	Non-Executive - Independent Director	Chairperson	30/12/2021		





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	54658	DINESH NOLKHA	Executive Director	Member	06/05/2014		
2	54707	NITIN NOLAKHA	Executive Director	Member	06/05/2014		
3	6928729	RABISANKAR CHATTOPADH YAY	Non-Executive - Independent Director	Chairperson	09/11/2021		

Corporate Social Responsibility Committee							
Whether the Corporate Social Responsibility 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	54658	DINESH NOLKHA	Executive Director	Chairperson	06/05/2014		
2	54707	NITIN NOLAKHA	Executive Director	Member	09/11/2023		
3	6917890	ADITI MEHTA	Non-Executive - Independent Director	Member	11/09/2014		
4	9449679	ROHIT SWADHEEN MEHTA	Non-Executive - Independent Director	Member	08/11/2022		



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	00054658	DINESH NOLKHA	Executive Director	Chairperson	03-08-2021		
2	06928729	RABISANKAR CHATTOPADHYAY	Non-Executive - Independent Director	Member	03-08-2021		
3	99999999	PURUSHOTTAM MAHESHWARI	CFO	Member	03-08-2021		
4	07177605	RISHABH CHAND LODHA	Non-Executive - Independent Director	Member	29-01-2024		



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

Disclosure of notes on meeting of

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)	Total Number of Directors as on date of the meeting	Number of Directors present* (All directors including Independent Director)	No. of Independent Directors attending the meeting*
1	09/11/2023				Yes	6	6	4
2		29/01/2024			Yes	6	5	3





Details of Cyber security incidence	
Whether as per Regulation 27(2)(ba) of SEBI (LODR) Regulations, 2015 there has been cyber security incidents or breaches or loss of data or documents during the quarter	No
Other details of cyber security incidence or breaches or loss of data event	<input type="button" value="Add Notes"/>
Number of cyber security incidence or breaches or loss of data event occurred during the quarter	
<b>Sr.</b>	<b>Date of the event</b>
	<b>Brief details of the event</b>



**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 requiremen t of Quorum met (Yes/No)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors Present (All Directors including Independent Director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
1	Audit Committee	09/11/2023				Yes	3	3	3	0
2	Audit Committee	29/01/2024				Yes	3	2	2	0

**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	





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 1000 listed entities)	Yes
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

Annexure 1		
Sr	Subject	Compliance status
1	Name of signatory	SUDHIR KUMAR GARG
2	Designation	Company Secretary and Compliance Officer



Annexure II				
Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)				
I. Disclosure on website in terms of Listing Regulations				
Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
1	Details of business	Yes		www.nitinspinners.com
2	Terms and conditions of appointment of independent directors	Yes		www.nitinspinners.com
3	Composition of various committees of board of directors	Yes		www.nitinspinners.com
4	Code of conduct of board of directors and senior management personnel	Yes		www.nitinspinners.com
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		www.nitinspinners.com
6	Criteria of making payments to non-executive directors	Yes		www.nitinspinners.com
7	Policy on dealing with related party transactions	Yes		www.nitinspinners.com
8	Policy for determining 'material' subsidiaries	NA		
9	Details of familiarization programmes imparted to independent directors	Yes		www.nitinspinners.com
10	Email address for grievance redressal and other relevant details	Yes		www.nitinspinners.com
11	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		www.nitinspinners.com
12	Financial results	Yes		www.nitinspinners.com
13	Shareholding pattern	Yes		www.nitinspinners.com
14	Details of agreements entered into with the media companies and/or their associates	NA		
15.1	Schedule of analyst or institutional investor meet and presentations made by the listed entity to analysts or institutional investors simultaneously with submission to stock exchange	Yes		www.nitinspinners.com
15.2	Audio or video recordings and transcripts of post earnings/quarterly calls	Yes		www.nitinspinners.com
16	New name and the old name of the listed entity	NA		
17	Advertisements as per regulation 47 (1)	Yes		www.nitinspinners.com
18	Credit rating or revision in credit rating obtained	Yes		www.nitinspinners.com
19	Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	NA		
20	Secretarial Compliance Report	Yes		www.nitinspinners.com
21	Materiality Policy as per Regulation 30 (4)	Yes		www.nitinspinners.com
22	Disclosure of contact details of KMP who are authorized for the purpose of determining materiality as required under regulation 30(5)	Yes		www.nitinspinners.com
23	Disclosures under regulation 30(8)	Yes		www.nitinspinners.com
24	Statements of deviation(s) or variations(s) as specified in regulation 32	NA		
25	Dividend Distribution policy as per Regulation 43A(1)	Yes		www.nitinspinners.com
26	Annual return as provided under section 92 of the Companies Act, 2013	Yes		www.nitinspinners.com
27	Confirmation that the above disclosures are in a separate section as specified in regulation 46(2)	Yes		www.nitinspinners.com
28	Compliance with regulation 46(3) with respect to accuracy of disclosures on the website and timely updating	Yes		www.nitinspinners.com
29	Disclosure of notes on website in terms of Listing Regulations explanatory [Text Block]			





## Annexure II

## II. Annual Affirmations

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b) & 25(6)	Yes	
2	Board composition	17(1), 17(1A) & 17(1C), 17(1D) & 17(1E)	Yes	
3	Meeting of Board of directors	17(2)	Yes	
4	Quorum of Board meeting	17(2A)	Yes	
5	Review of Compliance Reports	17(3)	Yes	
6	Plans for orderly succession for appointments	17(4)	Yes	
7	Code of Conduct	17(5)	Yes	
8	Fees/compensation	17(6)	Yes	
9	Minimum Information	17(7)	Yes	
10	Compliance Certificate	17(8)	Yes	
11	Risk Assessment & Management	17(9)	Yes	
12	Performance Evaluation of Independent Directors	17(10)	Yes	
13	Recommendation of Board	17(11)	Yes	
14	Maximum number of Directorships	17A	Yes	
15	Composition of Audit Committee	18(1)	Yes	
16	Meeting of Audit Committee	18(2)	Yes	
17	Role of Audit Committee and information to be reviewed by the audit committee	18(3)	Yes	
18	Composition of nomination & remuneration committee	19(1) & (2)	Yes	
19	Quorum of Nomination and Remuneration Committee meeting	19(2A)	Yes	
20	Meeting of Nomination and Remuneration Committee	19(3A)	Yes	
21	Role of Nomination and Remuneration Committee	19(4)	Yes	
22	Composition of Stakeholder Relationship Committee	20(1), 20(2) & 20(2A)	Yes	
23	Meeting of Stakeholders Relationship Committee	20(3A)	Yes	
24	Role of Stakeholders Relationship Committee	20(4)	Yes	
25	Composition and role of risk management committee	21(1),(2),(3),(4)	Yes	
26	Meeting of Risk Management Committee	21(3A)	Yes	
27	Quorum of Risk Management Committee meeting	21(3B)	Yes	
28	Gap between the meetings of the Risk Management Committee	21(3C)	Yes	
29	Vigil Mechanism	22	Yes	
30	Policy for related party Transaction	23(1), (1A), (5), (6), & (8)	Yes	
31	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes	
32	Approval for material related party transactions	23(4)	NA	
33	Disclosure of related party transactions on consolidated basis	23(9)	Yes	
34	Composition of Board of Directors of unlisted material Subsidiary	24(1)	NA	
35	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	NA	
36	Alternate Director to Independent Director	25(1)	NA	
37	Maximum Tenure	25(2)	Yes	
38	Appointment, Re-appointment or removal of an Independent Director through special resolution or the alternate mechanism	25(2A)	Yes	
39	Meeting of independent directors	25(3) & (4)	Yes	
40	Familiarization of independent directors	25(7)	Yes	
41	Declaration from Independent Director	25(8) & (9)	Yes	
42	Directors and Officers insurance	25(10)	Yes	
43	Confirmation with respect to appointment of Independent Directors who resigned from the listed entity	25(11)	NA	
44	Memberships in Committees	26(1)	Yes	
45	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes	
46	Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes	
47	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes	
48	Approval of the Board and shareholders for compensation or profit sharing in connection with dealings in the securities of the listed entity	26(6)	NA	
49	Vacancies in respect Key Managerial Personnel	26A(1) & 26A(2)	Yes	





Annexure II		
1	Name of signatory	SUDHIR KUMAR GARG
2	Designation	Company Secretary and Compliance Officer

Annexure II		
III. Affirmations		
Sr	Particulars	Compliance status (Yes/No/NA)
1	The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied	NA
	Any other information to be provided	

Annexure II		
1	Name of signatory	SUDHIR KUMAR GARG
2	Designation	Company Secretary and Compliance Officer





Additional Half yearly Disclosure			
Applicability of disclosure	Applicable		
Reason for Non Applicability			
<b>I. Disclosure of Loans/ guarantees/comfort letters /securities etc.refer note below</b>		The Figure should be mentioned in Actual INR only	
<b>(A)Any loan or any other form of debt advanced by the listed entity directly or indirectly to</b>			
<b>Entity</b>	<b>Aggregate amount advanced during six months</b>	<b>Balance outstanding at the end of six months</b>	
Promoter or any other entity controlled by them	0.00	0.00	
Promoter Group or any other entity controlled by them	0.00	0.00	
Directors (including relatives) or any other entity controlled by them	0.00	0.00	
KMPs or any other entity controlled by them	0.00	0.00	
<b>(B) Any guarantee / comfort letter (by whatever name called) provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed By</b>			
<b>Entity</b>	<b>Type (guarantee, comfort letter etc.)</b>	<b>Aggregate amount of issuance during six months</b>	<b>Balance outstanding at the end of six months(taking into account any invocation)</b>
Promoter or any other entity controlled by them	0	0.00	0.00
Promoter Group or any other entity controlled by them	0	0.00	0.00
Directors (including relatives) or any other entity controlled by them	0	0.00	0.00
KMPs or any other entity controlled by them	0	0.00	0.00
<b>(C) Any security provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by</b>			
<b>Entity</b>	<b>Type of security (cash, shares etc.)</b>	<b>Aggregate value of security provided during six months</b>	<b>Balance outstanding at the end of six months</b>
Promoter or any other entity controlled by them	0	0.00	0.00
Promoter Group or any other entity controlled by them	0	0.00	0.00
Directors (including relatives) or any other entity controlled by them	0	0.00	0.00
KMPs or any other entity controlled by them	0	0.00	0.00
<b>(D) Additional Information</b>			
<b>II. Affirmations</b>			
<b>Affirmations</b>		<b>Compliance Status</b>	<b>Company Remarks</b>
All loans (or other form of debt), guarantees, comfort letters (by whatever name called) or securities in connection with any loan(s) (or other form of debt) given directly or indirectly by the listed entity to promoter(s), promoter		Yes	
Name	PURSHOTTAM MAHESHWARI		
Designation	CFO		
Place	BHILWARA		
Date	08-04-2024		



Signatory Details	
Name of signatory	SUDHIR KUMAR GARG
Designation of person	Company Secretary and Compliance Officer
Place	BHILWARA
Date	08-04-2024

