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## ALSTONE TEXTILES (INDIA) LIMITED

## Formerly known as SHALINI HOLDINGS LIMITED

Regd. Off.: 2127-28, 3rd Floor, Block-K, Gali No. 58, Gurudwara Road, Karol Bagh, New Delhi-110095

Email: alstonetextiles@gmail.com, shaliniholdings@gmail.com Website: alstonetextiles.in, CIN: L65929DL1985PLC021037

Tel.: +91-11-28755261, +91-11-28756902, +91-11-32622647, +91-11-28753857

Mob.: +91-8745958543, +91-9310776202

Date: 08th October, 2016

To,

Department of Corporate Services **Bombay Stock Exchange Limited**P. J. Towers, Dalal Street,

Mumbai-400001

<u>Sub:- Submission of XBRL Report of Corporate Governance Report under Regulation 27(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the quarter ended 30<sup>th</sup> September, 2016 Scrip code: (539277).</u>

Dear Sir,

With reference to the above captioned subject, we are submitting herewith the XBRL Corporate Governance Report as per Regulation 27(2) as per SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the quarter ended on 30<sup>th</sup> September, 2016.

You are requested to take the above on your records and acknowledge the same.

Thanking You,

For Alstone Textiles (India) Limited

(Formerly Known as Shalini Holdings Limited)

Pooja Mittal

(Company Secretary)

M.No: A38988

Encl: a/a

| General information about company |  |  |  |
|-----------------------------------|--|--|--|
| Scrip code                        | 539277   |  |  |
| Name of the entity                | ALSTONE TEXTILES (INDIA) LIMITED (Formewrly known as Shalini Holdings Limited) |  |  |
| Date of start of financial year   | 01-04-2016   |  |  |
| Date of end of financial year     | 31-03-2017   |  |  |
| Reporting Quarter                 | Half Yearly  |  |  |
| Date of Report                    | 30-09-2016   |  |  |
| Risk management committee         | Applicable   |  |  |



|    |                 |                            |            |              |   |                            | Annexu                        |  |                   |                                |  |  |   |       |
|----|-----------------|----------------------------|------------|--------------|---|----------------------------|-------------------------------|--|-------------------|--------------------------------|--|--|---|-------|
|    |                 |                            |            | Aı           | nnexure I to  | be submit                  | ted by lis                    | sted entity of                                   | on quarte         | rly basis                      |  |  |   |       |
|    |                 |                            |            |              | 1   | . Composit                 | ion of Bo                     | ard of Dire                                      | ctors             |                                |  |  |   |       |
|    |                 |                            |            |              |   | D                          | isclosure of                  | notes on compo                                   | sition of boa     | rd of directo                  | ors explanatory  |  |   |       |
|    |                 |                            | Is there a | ny change in | information of b                                      | oard of directo            | rs compare to                 | o previous quart                                 | er                |                                |  | Yes  |   |       |
| Sr | Title (Mr / Ms) | Name of<br>the<br>Director | PAN        | DIN          | Category 1<br>of directors                            | Category 2<br>of directors | Category<br>3 of<br>directors | Date of<br>appointment<br>in the<br>current term | Date of cessation | Tenure of director (in months) | No of<br>Directorship<br>in listed<br>entities<br>including<br>this listed<br>entity (Refer<br>Regulation<br>25(1) of<br>Listing<br>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 |
| 1  | Ms              | Roopa<br>Devi<br>Murolia   | ALYPM9270D | 00537349     | Non-<br>Executive -<br>Independent<br>Director        | Not<br>Applicable          |                               | 30-03-2015                                       |                   | 18                             | 2  | 0  | 0   |       |
| 2  | Mr              | Anup<br>Verma              | AJEPV5811B | 06818748     | Executive<br>Director                                 | Chairperson                | MD                            | 11-03-2015                                       |                   |                                | 1  | 2  | 0   |       |
| 3  | Mr              | Manmohan                   | BWQPM2990E | 06931392     | Non-<br>Executive -<br>Independent<br>Director        | Not<br>Applicable          |                               | 06-09-2014                                       |                   | 24                             | 1  | 0  | 2   |       |
| 4  | Mr              | Deepak<br>Kumar            | CQOPK2093M | 06933359     | Non-<br>Executive -<br>Non<br>Independent<br>Director | Not<br>Applicable          |                               | 06-09-2014                                       |                   |                                | 1  | 2  | 0   |       |



|  |  |                         | Annexure 1                                  |                      |     |
|--|--|-------------------------|---|----------------------|-----|
| II. C  | Composition of Committees              |                         |   |                      |     |
|  |  | Disclosu                | ire of notes on composition of con          | nmittees explanatory |     |
|  | Is there any chang                     | e in information of com | mittees compare to previous quarte          | er                   | Yes |
| Sr Name Of Committee Name of Committee members Category 1 of directors Category 2 of directors |  |                         |   |                      |     |
| 1  | Audit Committee                        | Anup Verma              | Executive Director                          | Member               |     |
| 2  | Audit Committee                        | Manmohan                | Non-Executive - Independent<br>Director     | Chairperson          |     |
| 3  | Audit Committee                        | Deepak Kumar            | Non-Executive - Non<br>Independent Director | Member               |     |
| 4  | Nomination and remuneration committee  | Roopa Devi Murolia      | Non-Executive - Independent<br>Director     | Member               |     |
| 5  | Nomination and remuneration committee  | Manmohan                | Non-Executive - Independent<br>Director     | Chairperson          |     |
| 6  | Nomination and remuneration committee  | Deepak Kumar            | Non-Executive - Non<br>Independent Director | Member               |     |
| 7  | Risk Management Committee              | Anup Verma              | Executive Director                          | Member               |     |
| 8  | Risk Management Committee              | Manmohan                | Non-Executive - Independent<br>Director     | Chairperson          |     |
| 9  | Risk Management Committee              | Deepak Kumar            | Non-Executive - Non<br>Independent Director | Member               |     |
| 10   | Stakeholders Relationship<br>Committee | Anup Verma              | Executive Director                          | Member               |     |



|     |  |                           | Annexure 1                              |                         |                         |
|-----|--|---------------------------|---|-------------------------|-------------------------|
| II. | Composition of Committee               | s                         |   |                         |                         |
| Sr  | Name Of Committee                      | Name of Committee members | Category 1 of directors                 | Category 2 of directors | Name of other committee |
| 11  | Stakeholders Relationship<br>Committee | Manmohan                  | Non-Executive -<br>Independent Director | Chairperson             |                         |
| 12  | Stakeholders Relationship<br>Committee | Roopa Devi Murolia        | Non-Executive -<br>Independent Director | Member                  |                         |



|    |   | Annexure 1   |   |
|----|---|--|---|
| An | nexure 1  |  |   |
| Ш. | . Meeting of Board of Directors                     |  |   |
|    | Disclosure of notes on n                            | neeting 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) |
| 1  | 25-04-2016  |  |   |
| 2  | 19-05-2016  |  |   |
| 3  |   | 04-08-2016   | 76  |



|     |                      |  |   | Annexure 1                                |  |   |                         |
|-----|----------------------|--|---|---|--|---|-------------------------|
| IV. | Meeting of C         | Committees   |   |   |  |   |                         |
|     |                      |  |   | Disclosure of r                           | notes on meeting of c  | committees explanatory  |                         |
| Sr  | Name of<br>Committee | Date(s) of<br>meeting of the<br>committee in the<br>relevant quarter | Whether<br>requirement of<br>Quorum met<br>(Yes/No) | Requirement of<br>Quorum met<br>(details) | Date(s) of<br>meeting of the<br>committee in the<br>previous quarter | Maximum gap<br>between any two<br>consecutive meetings<br>(in number of days) | Name of other committee |
| 1   | Audit<br>Committee   | 04-08-2016   | Yes   |   | 19-05-2016   | 76  |                         |



|                               | Ann  | exure 1                          |  |  |  |
|-------------------------------|--|----------------------------------|--|--|--|
| V. Related Party Transactions |  |                                  |  |  |  |
| Sr                            | Subject  | Compliance status<br>(Yes/No/NA) | If status is "No" details of non-<br>compliance may be given here. |  |  |
| 1                             | Whether prior approval of audit committee obtained   | NA                               |  |  |  |
| 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 | NA                               | 1  |  |  |



|    | Annexure 1   |                               |
|----|--|-------------------------------|
| VI | Affirmations   |                               |
| Sr | Subject  | Compliance status<br>(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 100 listed entities) | Yes                           |
| 5  | 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                           |
| 3  | This report and/or the report submitted in the previous quarter has been placed before Board of Directors.   | Yes                           |



|    | Ann  | nexure III                                 |                                  |   |  |  |
|----|--|--|----------------------------------|---|--|--|
| Aı | nnexure III to be submitted by listed entity at the end of<br>report of n  | f 6 months after er<br>ext financial year  | nd of financial year a           | long-with second quarte   |  |  |
| I. | I. Affirmations  |  |                                  |   |  |  |
| Sr | Broad heading  | Regulation<br>Number                       | Compliance status<br>(Yes/No/NA) | If status is "No" details o<br>non-compliance may be<br>given here. |  |  |
| 1  | 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                              |   |  |  |
| 2  | Presence of Chairperson of Audit Committee at the Annual General Meeting   | 18(1)(d)                                   | Yes                              |   |  |  |
| 3  | Presence of Chairperson of the nomination and remuneration committee at the annual general meeting   | 19(3)                                      | Yes                              |   |  |  |
| 4  | Whether "Corporate Governance Report" disclosed in Annual Report   | 34(3) read with<br>para C of<br>Schedule V | Yes                              |   |  |  |
| 1  | Any other information to be provided   |  |                                  |   |  |  |



|                       | Signatory Details |  |
|-----------------------|-------------------|--|
| Name of signatory     | Pooja Mittal      |  |
| Designation of person | Company Secretary |  |
| Place                 | New Delhi         |  |
| Date                  | 08-10-2016        |  |

