



ALSTONE TEXTILES (INDIA) LIMITED

Regd. Office : R-815, (B-11), New Rajinder Nagar, New Delhi - 110060
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CIN : L65929DL1985PLC021037, Tel. : +91-11-28744161, Mob. : +91-9643924382

Date: 12.05.2020

To,

The General Manager
Department of Corporate Services
Bombay Stock Exchange Limited
Phiroze Jeejeebhoy Towers, Dalal Street,
Mumbai-400001

Sub: - Compliance Report on Corporate Governance under Regulation 27(2) of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 for the quarter and financial year ended on 31st March, 2020 (Scrip code: 539277)

Dear Sir,

With reference to the above captioned subject, we are submitting herewith Corporate Governance Report in the prescribed format as per Regulation 27(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the quarter and financial year ended on 31st March, 2020.

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

For Alstone Textiles (India) Limited



Ashish Garg

Ashish Garg
Company Secretary & Compliance Officer
M. No. 60247

Encl: a/a

Format of report on Corporate Governance to be submitted by a listed entity on Quarterly Basis

1. Name of Listed Entity: **Alstone Textiles (India) Limited**
 2. Quarter ending : **31-03-2020**

I. Composition of Board of Directors												
Title (Mr./Ms)	Name of the Director	PAN & DIN	Category (Chairperson /Executive /Non-Executive/Independent/Nominee)	Date of Appointment	Date of Reappointment	Date of Cessation	Tenure*	Date of Birth	No. of Directorship in listed entities including this listed entity [in reference to Regulation 17A(1)]	No. of Independent Directorship in listed entities including this listed entity [in reference to proviso to Regulation 17A(1)]	No. 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.	Deepak Kumar Bhojak	CQOPK2093M & 06933359	Managing Director, Executive	25-07-2014	10-11-2018	NA	-	15-02-1990	2	0	2	0
Ms.	Roopa Devi Murolia	ALYPM9270D & 00537349	Non-Executive & Independent	30-03-2015	21-09-2019	NA	60 months	18-03-1969	1	1	2	0



Mr.	Manmohan	BWQPM2 990E & 06931392	Non- Executive- Independent	25-07- 2014	21-09- 2019	NA	68 months	22-12- 1990	1	1	0	2
Mr.	Pankaj Saxena	BUDPS412 3G & 08162590	Non- Executive- Independent	06-07- 2018	20-09- 2018	NA	21 months	15-07- 1972	1	1	0	0

⁵PAN number of any director would not be displayed on the website of Stock Exchange

⁶Category 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.

II. Composition of Committees

Name of Committee	Whether Regular Chairperson Appointed	Name of Committee members	Category (Chairperson/Executive/Non-Executive/Independent/Nominee) ⁶	Date of Appointment	Date of Cessation
Audit Committee	YES	Mr. Manmohan	Chairman-Non-Executive-Independent	25-07-2014	NA
		Ms. Roopa Devi Murolia	Non-Executive-Independent	30-03-2015	NA
		Mr. Deepak Kumar Bhojak	Executive	25-07-2014	NA
Nomination & Remuneration Committee	YES	Mr. Manmohan	Chairman-Non-Executive-Independent	25-07-2014	NA
		Ms. Roopa Devi Murolia	Non-Executive-Independent	30-03-2015	NA
		Mr. Pankaj Saxena	Non-Executive-Independent	06-07-2018	NA
Risk Management Committee	YES	Mr. Manmohan	Chairman-Non-Executive-Independent	25-07-2014	NA
		Ms. Roopa Devi Murolia	Non-Executive-Independent	30-03-2015	NA
		Mr. Deepak Kumar Bhojak	Executive	25-07-2014	NA
Stakeholders Relationship Committee	YES	Mr. Manmohan	Chairman-Non-Executive-Independent	25-07-2014	NA
		Ms. Roopa Devi Murolia	Non-Executive-Independent	30-03-2015	NA
		Mr. Deepak Kumar Bhojak	Executive	25-07-2014	NA
Asset Liability Management Committee	NA				NA
					NA
					NA
Investment Committee	NA				NA
					NA
					NA



§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.

III. Meeting of Board of Directors					
Date(s) of Meeting (if any) in the previous quarter	Date(s) of Meeting (if any) in the Relevant quarter	Whether requirement of Quorum met*	Number of Directors present*	Number of independent Directors present *	Maximum gap between any two consecutive meetings (in number of days)
02-11-2019	23-01-2020	YES	4	3	63
20-11-2019					
IV. Meeting of Committees					
Date(s) of Meeting of the Committee in the relevant quarter	Whether requirement of Quorum met (details)	Number of Directors present*	Number of Independent Directors present*	Date (s) of meeting of the Committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days*
Audit Committee: 23-01-2020	Yes	3	3	02-11-2019	81
Nomination & Remuneration Committee: 23-01-2020	Yes	3	3	20-11-2019	63
Risk Management Committee:	Yes	3	3	12-11-2019	NIL
Stakeholders Relationship Committee:	Yes	3	3	12-11-2019	NIL
Asset Liability Management Committee	N.A.	N.A.	N.A.	NIL	NIL
Investment Committee	N.A.	N.A.	N.A.	NIL	NIL
* This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional. **to be filled for the current quarter meetings					
V. Related Party Transactions					
Subject				Compliance Status (Yes/No/NA)	
Whether prior approval of audit committee obtained				YES	
Whether shareholder approval obtained for RPT				NA	
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by the Audit Committee				NA	



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.

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 **YES**
3. The Committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligations and the disclosure requirements), 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. This report and/or the report submitted in the previous quarter has been placed before Board of Directors may be mentioned here: **YES**

For Alstom Textiles (India) Limited



Ashish Garg
Company Secretary & Compliance Officer
M. No. 60247
Date: 12-05-2020
Place: New Delhi

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.

ANNEX II

Format 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		
<i>Item</i>	<i>Compliance status (Yes/No/NA)</i>	<i>If Yes provide link to website. If No provide reasons</i>
As per regulation 46(2) of the LODR:		
a) Details of business	Yes	http://www.alstonetextiles.in/index.php?event=About%20Us
b) Terms and conditions of appointment of independent directors	Yes	http://www.alstonetextiles.in/images_gallery/4b21cf96d4cf612f239a6c322b10c8feT&C%20of%20ID%20alstone.pdf
c) Composition of various committees of board of directors	Yes	http://www.alstonetextiles.in/index.php?event=Committees
d) Code of conduct of board of directors and senior management personnel	Yes	http://www.alstonetextiles.in/index.php?event=Code%20of%20Conduct
e) Details of establishment of vigil mechanism/ Whistle Blower policy	Yes	http://www.alstonetextiles.in/images_gallery/7072a5c26d796e02dc28cb861210abba_Vigil%20mechanism%20ALSTONE.pdf
f) Criteria of making payments to non-executive directors	Yes	http://www.alstonetextiles.in/images_gallery/4b21cf96d4cf612f239a6c322b10c8feT&C%20of%20ID%20alstone.pdf
g) Policy on dealing with related party transactions	Yes	http://www.alstonetextiles.in/images_gallery/995e869dac6a1eb7a46c430768a04db3Rrelated%20Party%20Transactions%20Policy%20of%20%20Alston.pdf
h) Policy for determining 'material' subsidiaries	N/A	
i) Details of familiarization programmes imparted to independent directors	Yes	http://www.alstonetextiles.in/images_gallery/9340ebc648b62d55fb18ab88aaa8fecdFamiliarization%20policy%20alstone.pdf
j) Email address for grievance redressal and other relevant details	Yes	http://www.alstonetextiles.in/index.php?event=Contact
k) Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes	http://www.alstonetextiles.in/index.php?event=Contact



l) Financial results	Yes	http://www.alstonetextiles.in/index.php?event=Financial
m) Shareholding pattern	Yes	http://www.alstonetextiles.in/index.php?event=Share%20Holding%20Pattern
n) Details of agreements entered into with the media companies and/or their associates	N/A	
o) 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	N/A	
p) New name and the old name of the listed entity	Yes	http://www.alstonetextiles.in/index.php?event=Home
q) Advertisements as per regulation 47 (1)	Yes	http://www.alstonetextiles.in/index.php?event=Newspaper%20Publication
r) Credit rating or revision in credit rating obtained by the entity for all its outstanding instruments	NO	There were losses in the company however company is improving the bussiness performance as of now so we will get it done shortly.
s) Separate audited financial statements of each subsidiary of the listed entity in respect of a relevant financial year	N/A	
As per other regulations of the LODR:		
a) Whether company has provided information under separate section on its website as per Regulation 46(2)	Yes	About%20Us">http://www.alstonetextiles.in/index.php?event>About%20Us
b) Materiality Policy as per Regulation 30	YES	http://www.alstonetextiles.in/images_gallery/8d7aaf355a23f5c7a1d4a6c4d07193abPolicy%20on%20determine%20material%20events%20ALSTONE.pdf
c) Dividend Distribution policy as per Regulation 43A (as applicable)	N/A	
t) It is certified that these contents on the website of the listed entity are correct	YES	Yes, the contents of the Website of the Listed entity are correct.

II Annual Affirmations		
<i>Particulars</i>	<i>Regulation Number</i>	<i>Compliance status (Yes/No/NA)</i>
<i>Independent director(s) have been appointed in terms of specified criteria of 'independence' and / or 'eligibility'</i>	<i>16(1)(b) & 25(6)</i>	Yes



<i>Board composition</i>	17(1), 17(1A) & 17(1B)	Yes
<i>Meeting of board of directors</i>	17(2)	Yes
<i>Quorum of board meeting</i>	17(2A)	Yes
<i>Review of Compliance Reports</i>	17(3)	Yes
<i>Plans for orderly succession for appointments</i>	17(4)	Yes
<i>Code of Conduct</i>	17(5)	Yes
<i>Fees/compensation</i>	17(6)	Yes
<i>Minimum Information</i>	17(7)	Yes
<i>Compliance Certificate</i>	17(8)	Yes
<i>Risk Assessment & Management</i>	17(9)	Yes
<i>Performance Evaluation of Independent Directors</i>	17(10)	Yes
<i>Recommendation of board</i>	17(11)	Yes
<i>Maximum number of directorship</i>	17A	Yes
<i>Composition of Audit Committee</i>	18(1)	Yes
<i>Meeting of Audit Committee</i>	18(2)	Yes
<i>Composition of Nomination & Remuneration Committee</i>	19(1) & (2)	Yes
<i>Quorum of Nomination and Remuneration Committee meeting</i>	19(2A)	Yes
<i>Meeting of Nomination & Remuneration Committee</i>	19(3A)	Yes
<i>Composition of Stakeholder Relationship Committee</i>	20(1), 20(2) and 20(2A)	Yes
<i>Meeting of Stakeholder Relationship Committee</i>	20 (3A)	Yes



<i>Composition and role of Risk Management Committee</i>	21(1),(2),(3),(4)	Yes
<i>Meeting of Risk Management Committee</i>	21(3A)	Yes
<i>Vigil Mechanism</i>	22	Yes
<i>Policy for related party Transaction</i>	23(1),(1A),(5),(6),(7) & (8)	Yes
<i>Prior or Omnibus approval of Audit Committee for all related party transactions</i>	23(2), (3)	Yes
<i>Approval for material related party transactions</i>	23(4)	N/A
<i>Disclosure of related party transactions on consolidated basis</i>	23(9)	Yes
<i>Composition of Board of Directors of unlisted material Subsidiary</i>	24(1)	NA
<i>Other Corporate Governance requirements with respect to subsidiary of listed entity</i>	24(2),(3),(4),(5) & (6)	NA
<i>Annual Secretarial Compliance Report</i>	24(A)	Yes
<i>Alternate Director to Independent Director</i>	25(1)	Yes
<i>Maximum Tenure</i>	25(2)	Yes
<i>Meeting of independent directors</i>	25(3) & (4)	Yes
<i>Familiarization of independent directors</i>	25(7)	Yes
<i>Declaration from Independent Director</i>	25(8) & (9)	Yes
<i>Directors and Officers insurance</i>	25(10)	Yes
<i>Memberships in Committees</i>	26(1)	Yes
<i>Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel</i>	26(3)	Yes
<i>Disclosure of Shareholding by Non- Executive Directors</i>	26(4)	Yes
<i>Policy with respect to Obligations of directors and senior management</i>	26(2) & 26(5)	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.
- 3 If the Listed Entity would like to provide any other information the same may be indicated here.

III Affirmations:

The Listed Entity has approved the Material Subsidiary Policy and the Corporate Governance requirements with respect to the subsidiary of Listed Entity have been complied: NA

For Alstone Textiles (India) Limited



Ashish Garg

Company Secretary & Compliance Officer

M. No. 60247

Date: 12-05-2020

Place: New Delhi