

CORPORATE GOVERNANCE REPORT

1. Name of Listed Entity - Century Textiles & Industries Limited
 2. Quarter ending - 30-Sep-2021

ANNEXURE I

i. Composition Of Board Of Director

Title (Mr./Ms)	Name of the Director	DIN	Category (Chairperson /Executive /Non-Executive/ Independent/ Nominee)	Sub Category	Initial Date of Appointment	Date of Appointment	Date of cessation	Tenure	Date of Birth	Whether special resolution passed?	Date of passing special resolution	No. of Directorship in listed entities including this entity	No of Independent Directorship in listed entities including this entity	No of memberships in Audit/ Stakeholder Committee(s) including this entity	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this entity	No of Membership in Committees of the Company	Remarks
Mr.	KUMAR MANGALAM BIRLA	00012813	C & NED		07-Feb-2006	16-Jul-2021		0	14-Jun-1967	NA		6	0	0	0	NRC	
Mrs.	RAJASHREE BIRLA	00022995	NED		05-May-2015	25-Aug-2020		0	15-Sep-1945	Yes	25-Aug-2020	6	0	0	0		
Mr.	YAZDIP DANDIWALA	01055000	ID		25-Jul-2014	25-Jul-2019		86	10-Nov-1950	NA		3	3	5	1	AC,S C,NRC	
Mr.	RAJAN A DALAL	00546264	ID		25-Jul-2014	25-Jul-2019		86	18-Sep-1949	NA		2	2	3	2	AC,S C,RC, NRC	



Mr.	SOHANLAL K JAIN	02843676	ID		31-Oct-2014	31-Oct-2019	83	07-Sep-1949	NA		2	3	2	AC,R C,NR C
Ms.	PREETI VYAS	02352395	ID		01-Apr-2019	01-Apr-2019	30	26-Nov-1956	NA		2	1	0	SC
Mr.	JAGDISH CHANDRA LADDHA	03266469	ED	MD	12-Aug-2019	12-Aug-2019	0	22-Mar-1959	NA		1	0	0	AC,R C
Mr.	RAJENDRA KUMAR DALMIA	00040951	ED		15-Sep-2018	15-Sep-2018	0	21-Mar-1954	NA		1	0	0	SC,R C

Company Remarks	
Whether Permanent chairperson appointed	Yes
Whether Chairperson is related to MD or CEO	No

ii. Composition of Committees

a. Audit Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	YAZDI P DANDIWALA	ID	Chairperson	05-May-2014	
2	RAJAN A DALAL	ID	Member	05-May-2014	
3	SOHANLAL K JAIN	ID	Member	04-Feb-2015	
4	JAGDISH CHANDRA LADDHA	ED	Member	30-Sep-2019	

b. Stakeholders Relationship Committee

Company Remarks	
Whether Permanent chairperson appointed	Yes

Sr.	Name of the Director	Category	Chairperson/Membership	Appointment	Cessation Date
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No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	RAJAN A DALAL	ID	Chairperson	05-May-2014	
2	YAZDI P DANDIWALA	ID	Member	05-May-2014	
3	PREETI VYAS	ID	Member	08-Nov-2019	
4	RAJENDRA KUMAR DALMIA	ED	Member	15-Sep-2018	

Company Remarks	
Whether Permanent chairperson appointed	Yes

c. Risk Management Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	RAJAN A DALAL	ID	Chairperson	24-Jul-2014	
2	SOHANLAL K JAIN	ID	Member	04-Feb-2015	
3	RAJENDRA KUMAR DALMIA	ED	Member	15-Sep-2018	
4	JAGDISH CHANDRA LADDHA	ED	Member	08-Nov-2019	

Company Remarks	
Whether Permanent chairperson appointed	No

d. Nomination and Remuneration Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	YAZDI P DANDIWALA	ID	Chairperson	04-Feb-2015	
2	KUMAR MANGALAM BIRLA	C & NED	Member	12-Aug-2019	
3	RAJAN A DALAL	ID	Member	05-May-2014	
4	SOHANLAL K JAIN	ID	Member	04-Feb-2015	

Company Remarks	
Whether Permanent chairperson appointed	Yes



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
06-May-2021	28-Jul-2021	Yes	3	4
11-Jun-2021		Yes	3	3

Company Remarks
Maximum gap between any two consecutive (in number of days)
46

iv. Meeting of Committees

Name of the Committee	Date(s) of meeting during of the committee in the previous quarter	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (Yes/No)	Number of Directors present	Number of independent directors present
Audit Committee	06-May-2021		Yes		
Audit Committee		28-Jul-2021	Yes	1	3
Nomination & Remuneration Committee	06-May-2021		Yes		

Company Remarks
Maximum gap between any two consecutive (in number of days) [Only for Audit Committee]
82

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

Name : **ATUL K KEDIA**
 Designation : **Company Secretary**



ANNEXURE III

Affirmations

Broad Heading	Regulation Number	Compliance Status	Company Remark
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:

Name : ATUL K KEDIA
Designation : Company Secretary



ANNEXURE IV

(A) Any loan or any other form of debt advanced by the listed entity directly or indirectly to

Aggregate amount advanced during six months					Balance outstanding at the end of six months				
Promoter or any other entity controlled by them	Promoter Group or any other entity controlled by them	Directors (including relatives) or any other entity controlled by them	KMPs or any other entity controlled by them	Promoter or any other entity controlled by them	Promoter Group or any other entity controlled by them	Directors (including relatives) or any other entity controlled by them	KMPs or any other entity controlled by them		
0	0	0	0	0	0	0	0	0	0

(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:

Entity	Type (guarantee, comfort letter etc.)	Aggregate amount of issuance during six months	Balance outstanding at the end of six months (taking into account any invocation)
Promoter or any other entity controlled by them	Guarantee , comfort letter	0	0
Promoter Group or any other entity controlled by them	Guarantee , comfort letter	0	0
Directors (including relatives) or any other entity	Guarantee , comfort letter	0	0



controlled by them			
KMPs or any other entity controlled by them	Guarantee , comfort letter	0	0

(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:

Entity	Type of Security (cash, shares etc.)	Aggregate value of security provided during six months	Balance outstanding at the end of six months
Promoter or any other entity controlled by them	Cash , shares	0	0
Promoter Group or any other entity controlled by them	Cash , shares	0	0
Directors (including relatives) or any other entity controlled by them	Cash , shares	0	0
KMPs or any other entity controlled by them	Cash , shares	0	0

(D) If the Listed Entity would like to provide any other information the same may be indicated here



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Affirmations

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 group, director(s) (including their relatives), key managerial personnel (including their relatives) or any entity controlled by them are in the economic interest of the company

Company Remarks in case of non-compliant status

The Company has not given any 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 group, director(s) (including their relatives), key managerial personnel (including their relatives) or any entity controlled by them

<p>Name: SNEHAL SHAH Designation: Chief Financial Officer Place: MUMBAI Date: 07-Oct-2021</p>

