

ANNEXURE I

Format to be submitted by listed entity on quarterly basis

1. Name of Listed Entity - **Soma Textiles & Industries Limited**
 2. Quarter ending - **31-Mar-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	Date of Appointment	Date of Cessation	Tenure	No. of Directorship in listed entities including this listed entity	No. of membership in Audit/Stakeholder Committee(s) including this listed entity	No. of post of Chairperson/Audit/Stakeholder Committee held in listed entities including this listed entity	Membership in Committees of the Company	Remarks
Mr.	Surendra Kumar Somany	00001131	AAGPS6467H	C & NED		25-Aug-2017			4	2	3	AC, SC, NRC	
Mr.	Arvind Kumar Somany	00024903	ACBPS8983M	ED	MD	22-Jan-2017			2	1	0	SC	
Mr.	Shrikant Bhairaveshwar Bhat	00650380	ACGPB2132C	ED		18-Jan-2019			1	0	0	NA	
Mr.	Bijkishore Ramniwas Hurkat	02005896	AAAPH6170N	ID		29-Aug-2014	28-Aug-2019	60	1	1	1	AC, SC, NRC	
Mr.	Malay Harshadbhai Shah	01394920	ACAPS5248L	ID		10-Feb-2015	09-Feb-2020	60	1	2	0	AC, SC, NRC	
Mrs.	Nisha Singh	07094208	ABPPL5968C	ID		11-Feb-2015	10-Feb-2020	60	1	2	0	AC, SC, NRC	

Company Remarks	SAME AS PREVIOUS QUARTER
Whether Permanent chairperson appointed	Yes

ii. Composition of Committees

a. Audit Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Surendra Kumar Somany	C & NED	Member	25-Jan-2001	
2	Nisha Singh	ID	Member	11-Feb-2015	
3	Bijkishore Ramniwas Hurkat	ID	Chairperson	30-Jan-2009	
4	Malay Harshadbhai Shah	ID	Member	10-Feb-2015	

Company Remarks	SAME AS PREVIOUS QUARTER
Whether Permanent chairperson appointed	Yes

b. Stakeholders Relationship Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
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1	Nisha Singh	ID	Member	31-Mar-2015	
2	Arvind Kumar Somany	ED	Member	31-Mar-2015	
3	Surendra Kumar Somany	C & NED	Chairperson	31-Mar-2015	
4	Bijkishore Ramniwas Hurkat	ID	Member	31-Mar-2015	
5	Malay Harshadbhai Shah	ID	Member	31-Mar-2015	

Company Remarks	SAME AS PREVIOUS QUARTER
Whether Permanent chairperson appointed	Yes

c. Risk Management Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
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Company Remarks	
Whether Permanent chairperson appointed	

d. Nomination and Remuneration Committee

Sr. No.	Name of the Director	Category	Chairperson/Membership	Appointment Date	Cessation Date
1	Surendra Kumar Somany	C & NED	Member	31-Jan-2002	
2	Nisha Singh	ID	Member	11-Feb-2015	
3	Malay Harshadbhai Shah	ID	Member	10-Feb-2015	
4	Bijkishore Ramniwas Hurkat	ID	Chairperson	30-Jan-2009	

Company Remarks	SAME AS PREVIOUS QUARTER
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
02-Nov-2018	13-Feb-2019

Company Remarks	
Maximum gap between any two consecutive (in number of days)	102

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	Requirement of Quorum met (details)	Whether requirement of Quorum met (Yes/No)
Audit Committee	02-Nov-2018	13-Feb-2019	2	Yes

Company Remarks	
Maximum gap between any two consecutive (in number of days) [Only for Audit Committee]	102

v. Related Party Transactions

Subject	Compliance status (Yes/No)
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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	Not Applicable

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) - **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 reports 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 : Abhishek Kumar Mishra
Designation : Company Secretary & Compliance Officer

ANNEXURE 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			
Item	Compliance status (Ye	Company Remark	Website
Details of business	Yes		www.somatextiles.com
Terms and conditions of appointment of independent	Yes		www.somatextiles.com
Composition of various committees of board of	Yes		www.somatextiles.com
Code of conduct of board of directors and senior	Yes		www.somatextiles.com
Details of establishment of vigil mechanism/W	Yes		www.somatextiles.com
Criteria of making payments to non-	Yes		www.somatextiles.com
Policy on dealing with related party transaction	Yes		www.somatextiles.com
Policy for determining 'material' subsidiaries	Not		
Details of familiarization programs imparted to	Yes		www.somatextiles.com
Contact information of the designated official of the listed entity who are respons	Yes		www.somatextiles.com
email address for grievance redressal and the	Yes		www.somatextiles.com
Financial results	Yes		www.somatextiles.com
Shareholding pattern	Yes		www.somatextiles.com
Details of agreements entered into with	Not		
media companies and/or their associ	Applicable		
New name and the old name of the listed entity	Not		
II Annual Affirmations			

Particulars	RegulationNumber	Compliances tatus/	Company Remark
<i>Independentdirector(s)havebeenappointedintermsofspecifiedcriteriaof‘independence’and/or‘eligibility’</i>	16(1)(b)&25(6)	Yes	
<i>Boardcomposition</i>	17(1)	Yes	
<i>MeetingofBoardofdirectors</i>	17(2)	Yes	
<i>ReviewofComplianceReports</i>	17(3)	Yes	
<i>Plansfororderlysuccessionforappointments</i>	17(4)	Yes	
<i>CodeofConduct</i>	17(5)	Yes	
<i>Fees/compensation</i>	17(6)	Yes	
<i>MinimumInformation</i>	17(7)	Yes	
<i>ComplianceCertificate</i>	17(8)	Yes	
<i>RiskAssessment&Management</i>	17(9)	Yes	
<i>PerformanceEvaluationofIndependentDirectors</i>	17(10)	Yes	
<i>CompositionofAuditCommittee</i>	18(1)	Yes	
<i>MeetingofAuditCommittee</i>	18(2)	Yes	
<i>Compositionofnomination&remunerationcommittee</i>	19(1)&(2)	Yes	
<i>CompositionofStakeholderRelationshipCommittee</i>	20(1)&(2)	Yes	
<i>Compositionandroleofriskmanagementcommittee</i>	21(1),(2),(3),(4)	Not Applicable	
<i>VigilMechanism</i>	22	Yes	
<i>PolicyforrelatedpartyTransaction</i>	23(1),(5),(6),(7)&(8)	Yes	
<i>PriororOmnibusapprovalofAuditCommitteeforallrelatedpartytransactions</i>	23(2),(3)	Yes	
<i>Approvalformaterialrelatedpartytransactions</i>	23(4)	Not Applicable	
<i>CompositionofBoardofDirectorsofnonlistedmaterialSubsidiary</i>	24(1)	Not Applicable	
<i>OtherCorporateGovernancerequirementswithrespecttosubsidiaryoflistedentity</i>	24(2),(3),(4),(5)&(6)	Not Applicable	
<i>MaximumDirectorship&Tenure</i>	25(1)&(2)	Yes	
<i>Meetingofindependentdirectors</i>	25(3)&(4)	Yes	
<i>Familiarizationofindependentdirectors</i>	25(7)	Yes	
<i>MembershipsinCommittees</i>	26(1)	Yes	
<i>Affirmationwithcompliance tocodeofconductfrommembersofBoardofDirectorsandSeniormanagementpersonnel</i>	26(3)	Yes	
<i>DisclosureofShareholdingbyNon-ExecutiveDirectors</i>	26(4)	Not Applicable	
<i>PolicywithrespecttoObligationsofdirectorsandseniormanagement</i>	26(2)&26(5)	Yes	

Other Information	
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III Affirmations:

The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied. - **Not Applicable**

Other Information	
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Name : **Abhishek Kumar Mishra**
Designation : **Company Secretary & Compliance Officer**