

JINDAL COTEX LIMITED

Regd. Office: Village Mandiala Kalan, P.O. Bija, Tehsil Khanna, Dist. Ludhiana-141412 (pb) TEL : 01628-289842 Email: cs@sjgroup.in,

Coporate Governance Report

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|------|--|--|--|---|--|--------------------------|---------------------------------------|--|--|--|---|--|--|
| | Name of Listed Entity | : | Jindal Cotex Limited | | | | | | | | | | |
| | Quarter ending | : | 30th June, 2020 | | | | | | | | | | |
| 1. | Composition of Board of Directors | | | | | | | | | | | | |
| | Title (Mr./Mrs.) | Name of the Director | PAN & DIN | Category (Chairperson/ Executive/ Non-Executive/ Independent/ Nominee) | Date of Appointment in the current term | Date of Cessation | Tenure of director (in months) | No. of Directorship in listed entities including this listed entity (Refer Regulation 25(1) of Listing Regulations) | No of Independent Directorship in listed entities including this listed entity (Refer Regulation 17A(1) of Listing 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) | | |
| | Mr. | Sandeep Jindal | AAYPJ5790N & 01639743 | Executive | 18.07.1998 | - | - | 1 | 0 | 4 | Nil | | |
| | Ms. | Alisha | BNFPA4449E & 07549385 | Independent | 22.06.2016 | - | 60 | 1 | 1 | 2 | Nil | | |
| | Mr. | Kartar Chand Dhiman | AEBPD7771E & 05143805 | Independent | 23.09.2017 | - | 60 | 1 | 1 | 4 | 2 | | |
| | Mr. | Kanik Sharma | CZIPS8044J & 08499593 | Independent | 08.07.2019 | - | 60 | 1 | 1 | 2 | Nil | | |
| II. | Composition of Committees | | | | | | | | | | | | |
| | Name of Committee | Name of Committee members | Category (Chairperson/Executive/Non-Executive/Independent/Nominee)s | Date of Appointment | Date of Cessation | | | | | | | | |
| | 1. Audit Committee | Kartar Chand Dhiman Sandeep Jindal Kanik Sharma | Chairperson/Independent Executive Independent | 18.05.2019 01.10.2014 08.07.2019 | | | | | | | | | |
| | 2. Nomination & Remuneration Committee | Kartar Chand Dhiman Kanik Sharma Alisha | Chairperson/Independent Independent Independent | 08.07.2019 08.07.2019 22.06.2016 | | | | | | | | | |
| | 3. Corporate Social Responsibility Committee | Kartar Chand Dhiman Sandeep Jindal Kanik Sharma | Independent Chairperson/Executive Independent | 18.05.2019 01.10.2014 08.07.2019 | | | | | | | | | |
| | 4. Stakeholders Relationship Committee | Kartar Chand Dhiman Sandeep Jindal Kanik Sharma | Chairperson/Independent Executive Independent | 18.05.2019 01.10.2014 08.07.2019 | | | | | | | | | |
| 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 | Maximum gap between any two consecutive (in number of days) | | | | | | | | | | |
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| 14.02.2020 | 22.06.2020 | 93 days | | | | | | | |
| 20.03.2020 | | | | | | | | | |
| IV. Meeting of Committees | | | | | | | | | |
| Date(s) of meeting of the Committee in the relevant quarter | Whether requirement of Quorum met (details) | Date(s) of meeting of the Committee in the previous quarter | Maximum gap between any two consecutive meetings in number of days* | | | | | | |
| Audit Committee (14.02.2020) & Stakeholders Relationship Committee (15.06.2020) | Yes | Audit Committee (14.02.2020) & Stakeholders Relationship Committee (04.03.2020) | 102 days | | | | | | |
| V. Related Party Transactions | | | | | | | | | |
| Subject | | | Compliance status | | | | | | |
| Whether prior approval of audit committee obtained | | | NA | | | | | | |
| Whether shareholder approval obtained for material RPT | | | NA | | | | | | |
| Whether details of RPT entered into pursuant to omnibus approval have | | | NA | | | | | | |
| VI. Affirmations | | | | | | | | | |
| 1. The composition of Board of Directors is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. | | | | | | | | | |
| 2. The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015 | | | | | | | | | |
| a) Audit Committee | | | | | | | | | |
| b) Nomination & Remuneration Committee | | | | | | | | | |
| c) Corporate Social Responsibility Committee | | | | | | | | | |
| d) Stakeholders Relationship Committee | | | | | | | | | |
| 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. | | | | | | | | | |
| 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. | | | | | | | | | |
| 5. The report submitted in the previous quarter has been place before the Board of Directors | | | | | | | | | |

Date: 15.07.2020
Place: Ludhiana

For Jindal Cotex Limited
(Sandeep Jindal)
Managing Director

| Annexure 1 | | |
|------------|--|----------------------------|
| VI | Affirmations | |
| S. No. | 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 500 listed entities) | NA |
| 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 |
| 9 | Any comments/observations/advice of Board of Directors may be mentioned here: | |

| Annexure 1 | | |
|------------|-------------------|----------------------------|
| S. No. | Subject | Compliance status (yes/No) |
| 1 | Name of signatory | Sandeep Jindal |
| 2 | Designation | Managing Director |

