



ALSTONE TEXTILES (INDIA) LIMITED

Formerly known as SHALINI HOLDINGS LIMITED

Regd. Office : 203, Aman Chamber, Pusa Road, Rajendra Place Metro Station, New Delhi - 110060
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Date: 10.04.2019

To,

Department of Corporate Services
Bombay Stock Exchange Limited
P. J. Towers, Dalal Street,
Mumbai-400001

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 and financial year ended on 31st March 2019 (Scrip code: 539277).

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 and financial year ended on 31st March 2019.

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

For Alstone Textiles (India) Limited
(Formerly Known as Shalini Holdings Limited)

Deepak Kumar Bhojak
(Managing Director)
DIN: 06933359
Place: New Delhi
Encl: a/a

Compliance Report on Corporate Governance

1. Name of Listed Entity : Alstone Textiles (India) Limited (Formerly Known as Shalini Holdings Limited)
2. Quarter ending : 31.03.2019

I. Composition of Board of Directors									
Title (Mr./Ms.)	Name of the Director	PAN ⁵ & DIN	Category/Chairperson/Executive/Non-Executive/Independent/Nominee) ^{&}	Date of Appointment in the Current Term /Cessation	Tenure*	No. of Directorship in listed entities including this listed entity	No. of Memberships in Audit/ Stakeholder Committee (s) Including this listed entity	No. of post of Chairperson in Audit/ Stakeholder Committee held in listed entities Including this listed entity (Refer Regulation 26(1) of Listing Regulations)	
Ms.	Roopa Devi Muroliia	ALYPM9270D & 00537349	Non-Executive-Independent	30/03/2015	4 years 2 days	01	02	Nil	
Mr.	Pankaj Saxena	BUDPS4123G & 08162590	Non-Executive - Independent	20/09/2018	6 months, 12 days	01	Nil	Nil	
Mr.	Mannohan	BWQPM2990E & 06931392	Non-Executive-Independent	06/09/2014	4 years, 6 months & 26 days	01	Nil	02	
Mr.	Deepak Kumar Bhojak	COOPK2093M & 06933359	Executive Director-Chairperson	10/11/2018	-	02	02	Nil	

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

[&]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.

*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	Name of Committee members	Category (Chairperson/Executive/Non-Executive/Independent/Nominee) [*]
1. Audit Committee	Mrs. Roopa Devi Muroliia	Non- Executive- Independent
	Mr. Mannohan	Chairperson-Non-Executive-Independent

	Mr. Deepak Kumar Bhojak	Executive Director
	Mrs. Roopa Devi Murolija	Non-Executive-Independent
2. Nomination & Remuneration Committee	Mr. Manmohan	Chairperson-Non-Executive-Independent
	Mr. Pankaj Saxena	Non-Executive & Independent
3. Risk Management Committee	Mrs. Roopa Devi Murolija	Non-Executive-Independent
	Mr. Manmohan	Chairperson-Non-Executive-Independent
	Mr. Deepak Kumar Bhojak	Executive Director
4. Stakeholders Relationship Committee	Mrs. Roopa Devi Murolija	Non-Executive-Independent
	Mr. Manmohan	Chairperson-Non-Executive-Independent
	Mr. Deepak Kumar Bhojak	Executive Director

⁵ 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	Maximum gap between any two consecutive meetings (in number of days)
	10.11.2018	12.01.2019	31
	13.11.2018	30.01.2019	17
	11.12.2018	27.02.2019	27

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: 12.01.2019	Yes	Audit Committee: 11.10.2018	92
	Nomination & Remuneration Committee:	----	Nomination & Remuneration Committee:	----
	Risk Management Committee:	----	Risk Management Committee:	----
	Stakeholders Relationship Committee:	----	Stakeholders Relationship Committee:	----

* This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional.

V. Related Party Transaction	Subject	Compliance Status (Yes/No/NA)
Whether prior approval of audit Committee obtained		N.A.
Whether shareholder approval obtained for material RPT		N.A.
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee		N.A.

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 Entry 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. Affirmation

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. Stakeholders Relationship Committee
 - d. Risk Management Committee
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.
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. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. Any comments/observations/advice of Board of Directors may be mentioned here: NIL

**For Alstone Textiles (India) Limited
(Formerly Known as Shalini Holdings Limited)**


Deepak Kumar Bhojak

(Managing Director)

DIN:069333359

Date: 10.04.2019

Place: New Delhi

Compliance Report on Corporate Governance to be submitted by listed entity at the end of the financial year (for the whole of financial year as on 31st March, 2019)

I. Disclosure on website in terms of Listing Regulations

Item	Compliance status (Yes/No/NA) refer note below	
Details of business	Yes	
Terms and conditions of appointment of independent directors	Yes	
Composition of various committees of board of directors	Yes	
Code of conduct of board of directors and senior management personnel	Yes	
Details of establishment of vigil mechanism/Whistle Blower policy	Yes	
Criteria of making payments to non-executive directors	NA	
Policy on dealing with related party transactions	Yes	
Policy for determining 'material' subsidiaries	NA	
Details of familiarization programmes imparted to independent directors	Yes	
Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes	
email address for grievance redressal and other relevant details	Yes	
Financial results	Yes	
Shareholding pattern	Yes	
Details of agreements entered into with the media companies and/or their associates	NA	
New name and the old name of the listed entity	Yes	
II Annual Affirmations		
Particulars	Regulation Number	Compliance status (Yes/No/NA) refer note below
Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b) & 25(6)	Yes
Board composition	17(1)	Yes
Meeting of Board of directors	17(2)	Yes
Review of Compliance Reports	17(3)	Yes
Plans for orderly succession for appointments	17(4)	Yes
Code of Conduct	17(5)	Yes
Fees/compensation	17(6)	NA
Minimum Information	17(7)	Yes
Compliance Certificate	17(8)	Yes



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Risk Assessment & Management	17(9)	Yes
Performance Evaluation of Independent Directors	17(10)	Yes
Composition of Audit Committee	18(1)	Yes
Meeting of Audit Committee	18(2)	Yes
Composition of nomination & remuneration committee	19(1) & (2)	Yes
Composition of Stakeholder Relationship Committee	20(1) & (2)	Yes
Composition and role of risk management	21(1),(2),(3),(4)	Yes
Vigil Mechanism	22	Yes
Policy for related party Transaction	23(1),(5),(6),(7) & (8)	Yes
Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	NA
Approval for material related party transactions	23(4)	NA
Composition of Board of Directors of unlisted material Subsidiary	24(1)	NA
Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2),(3),(4),(5) & (6)	NA
Maximum Directorship & Tenure	25(1) & (2)	Yes
Meeting of independent directors	25(3) & (4)	Yes
Familiarization of independent directors	25(7)	Yes
Memberships in Committees	26(1)	Yes
Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes
Disclosure of Shareholding by Non- Executive Directors	26(4)	Yes
Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes



Deelip Brijom

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 Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied. – N. A.

**For Alstone Textiles (India) Limited
(Formerly Known as Shalini Holdings Limited)**

The image shows a handwritten signature in blue ink that reads "Deepak Bhojak". To the left of the signature is a circular blue stamp. The stamp contains the text "ALSTONE TEXTILES (INDIA) LIMITED" around the perimeter and "New Delhi" in the center.

**Deepak Kumar Bhojak
(Managing Director)
DIN:06933359**

**Date: 10.04.2019
Place: New Delhi**