

1. Name of Listed Entity - **Morarjee Textiles Limited**
2. Quarter ending – **31<sup>st</sup> December, 2016**

<b>I. Composition of Board of Directors</b>								
<b>Title (Mr./Ms.)</b>	<b>Name of the Director</b>	<b>PAN &amp; DIN</b>	<b>Category (Chairperson /Executive/Non-Executive/Independent/Nominee)</b>	<b>Date of Appointment in the current term/cessation</b>	<b>Tenure</b>	<b>No. of Directorship in listed entities including this listed entity (Refer Regulation 25(1) of Listing Regulations)</b>	<b>Number of memberships in Audit/ Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of Listing Regulations)</b>	<b>No. of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity (Refer Regulation 26(1) of Listing Regulations)</b>
Ms.	Urvi A. Piramal	AAJPP8861F00044954	Non- Executive Director Chairperson	1/02/2005	N.A.	0	0	0
Mr.	Mr. Harshvardhan A. Piramal	AAEPP7728A00044972	Executive - Vice-Chairman	01/04/2013	N.A.	1	1	2
Mr.	Mahesh S. Gupta	AAAPG4247R00046810	Non-Executive Non-Independent Director	23/08/2006	N.A.	2	4	2
Mr.	R.K. Rewari	AAOPR2759M00619240	Managing Director	01/02/2016	N.A.	1	6	1
Mr.	Ranjan Sanghi	AAFPS8874D00275842	Independent Director	29/09/2014	5	3	2	3

Mr.	Shobhan Thakore	AAAPT1967B 00031788	Independent Director	29/09/2014	5	6	7	2
Mr.	Aditya Mangaldas	AIBPM4605Q 00032233	Independent Director	29/09/2014	5	2	3	1
Mr.	Ranjan Pant	AICPP7425L 00005410	Independent Director	29/09/2014	5	2	2	0
<b>II. Composition of Committees</b>								
Name of Committee			Name of Committee Members	Category (Chairperson/Executive/ Non- Executive/ Independent/ Nominee)				
1. Audit Committee			Mr. Ranjan Sanghi	Chairman-Independent Director				
			Mr. Shobhan Thakore	Member- Independent Director				
			Mr. Aditya Mangaldas	Member-Independent Director				
2. Nomination and Remuneration and Committee			Mr. Ranjan Sanghi	Chairman- Independent Director				
			Ms. Urvi A. Piramal	Member- Non-Executive Director				
			Mr. Aditya Mangaldas	Member-Independent Director				
			Mr. Shobhan Thakore	Member-Independent Director				
3. Stakeholders Relationship Committee			Mr. Shobhan Thakore	Chairman-Independent Director				
			Mr. Mahesh S. Gupta	Member- Non- Executive Non-Independent Director				
			Mr. R.K. Rewari	Member-Managing Director				
<b>III. Meeting of Board of Directors</b>								
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)					
27 <sup>th</sup> July, 2016	25 <sup>th</sup> October, 2016		89 days (Excluding the Date of Meeting)					

<b>IV. Meeting of Committees</b>				
Name of the 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	25 <sup>th</sup> October, 2016	Yes	27 <sup>th</sup> July, 2016	89 days (Excluding the Date of Meeting)
* This information has to be mandatorily be given for audit committee, for rest of the committees giving this information is optional				

<b>V. Related Party Transactions</b>	
<b>Subject</b>	<b>Compliance Status (Yes/No/N.A.)</b>
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 the Audit Committee	Yes
<b>Note:</b>	
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.	
<b>VI. Affirmations</b>	

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 - **Yes**
  - 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): NA
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. Any comments/observations/advice of Board of Directors may be mentioned here: -  
**Report of the current quarter will be placed before the Board in the forthcoming meeting. The report of the previous quarter was placed before the Board and there were on comments/observations/advice thereon.**

**Sanjeev Singh Sengar**  
**Company Secretary and Compliance Officer**