

General information about company

Scrip code	532621
NSE Symbol	MORARJEE
MSEI Symbol	NOTLISTED
ISIN	INE161G01027
Name of the entity	MORARJEE TEXTILES LIMITED
Date of start of financial year	01-04-2023
Date of end of financial year	31-03-2024
Reporting Quarter	Half Yearly
Date of Report	30-09-2023
Risk management committee	Not Applicable
Market Capitalisation as per immediate previous Financial Year	Any other

Annexure I**Annexure I to be submitted by listed entity on quarterly basis****I. Composition of Board of Directors**

Disclosure of notes on composition of board of directors explanatory

Whether the listed entity has a Regular Chairperson

Yes

Whether Chairperson is related to MD or CEO

No

Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of Birth
1	Ms	Urvi A. Piramal	AAJPP8861F	00044954	Non-Executive - Non Independent Director	Chairperson related to Promoter		19-07-1952
2	Mr	Harshvardhan A. Piramal	AAEPP7728A	00044972	Executive Director	Not Applicable		27-10-1973
3	Mr	Ajay Kumar Singh	ADLPS3720P	07698288	Non-Executive - Independent Director	Not Applicable		11-01-1953
4	Ms	Alpana Chinai	AACPC9007D	00136144	Non-Executive - Independent Director	Not Applicable		29-11-1960
5	Mr	Archit Jayakar	AGJPJ9782B	01904013	Non-Executive - Independent Director	Not Applicable		24-09-1981
6	Mr	Devesh Dadheech	AAAPD3878K	01656629	Non-Executive - Independent Director	Not Applicable		31-12-1955
7	Mr	Amresh Narayan	AAKPN5766G	09302625	Executive Director	Not Applicable	CEO	07-03-1968

I. Composition of Board of Directors

Disqualification of Directors under section 164 of the Companies Act, 2013

Sr	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification	Details of disqualification	Current status
1	No				Active
2	No				Active
3	No				Active
4	No				Active
5	No				Active
6	No				Active
7	No				Active

I. Composition of Board of Directors

Sr	Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations]	Date of passing special resolution	Initial Date of appointment	Date of Re-appointment	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations)	No of Independent Directorship in listed entities including this listed entity [with reference to proviso to regulation 17A(1) & 17A(2)]	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)	Notes for not providing PAN	Notes for not providing DIN
1	NA		01-02-2005	01-02-2005			2	0	0	0		
2	NA		01-06-2004	01-04-2022			2	1	4	2		
3	NA		08-02-2017	07-02-2022		79	1	1	2	2		
4	NA		19-12-2019	19-12-2019		46	2	2	2	0		
5	NA		29-01-2020	29-01-2020		44	1	1	1	0		
6	NA		26-06-2020	26-06-2020		39	1	1	1	0		
7	NA		02-09-2021	02-09-2021			1	0	1	0		

Audit Committee Details							
Whether the Audit Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	07698288	Ajay Kumar Singh	Non-Executive - Independent Director	Chairperson	15-05-2017		
2	00044972	Harshvardhan A. Piramal	Executive Director	Member	08-05-2019		
3	00136144	Alpana Chinai	Non-Executive - Independent Director	Member	18-01-2020		
4	01904013	Archit Jayakar	Non-Executive - Independent Director	Member	29-01-2020		
5	01656629	Devesh Dadheech	Non-Executive - Independent Director	Member	12-08-2020		

Nomination and remuneration committee							
Whether the Nomination and remuneration committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	07698288	Ajay Kumar Singh	Non-Executive - Independent Director	Chairperson	08-05-2019		
2	00044954	Urvi A. Piramal	Non-Executive - Non Independent Director	Member	28-04-2005		
3	00136144	Alpana Chinai	Non-Executive - Independent Director	Member	18-01-2020		
4	01904013	Archit Jayakar	Non-Executive - Independent Director	Member	29-01-2020		

Stakeholders Relationship Committee							
Whether the Stakeholders Relationship Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	07698288	Ajay Kumar Singh	Non-Executive - Independent Director	Chairperson	18-01-2020		
2	00044972	Harshvardhan A. Piramal	Executive Director	Member	04-11-2019		
3	09302625	Amresh Narayan	Executive Director	Member	02-09-2021		

Risk Management Committee							
Whether the Risk Management Committee has a Regular Chairperson							
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks

Corporate Social Responsibility Committee							
Whether the Corporate Social Responsibility Committee has a Regular Chairperson					Yes		
Sr	DIN Number	Name of Committee members	Category 1 of directors	Category 2 of directors	Date of Appointment	Date of Cessation	Remarks
1	00044954	Urvi A. Piramal	Non-Executive - Non Independent Director	Chairperson	11-11-2013		
2	00044972	Harshvardhan A. Piramal	Executive Director	Member	11-11-2013		
3	07698288	Ajay Kumar Singh	Non-Executive - Independent Director	Member	18-01-2020		

Other Committee						
Sr	DIN Number	Name of Committee members	Name of other committee	Category 1 of directors	Category 2 of directors	Remarks

Annexure 1**Annexure 1****III. Meeting of Board of Directors**

Disclosure of notes on meeting of board of directors explanatory								
Sr	Date(s) of meeting (if any) in the previous quarter	Date(s) of meeting (if any) in the current quarter	Maximum gap between any two consecutive (in number of days)	Notes for not providing Date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors as on date of the meeting	Number of Directors present* (All directors including Independent Director)	No. of Independent Directors attending the meeting*
1	29-05-2023				Yes	7	6	4
2		09-08-2023	71		Yes	7	6	4

Annexure 1

IV. Meeting of Committees

Disclosure of notes on meeting of committees explanatory										
Sr	Name of Committee	Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order)	Maximum gap between any two consecutive (in number of days)	Name of other committee	Reason for not providing date	Whether requirement of Quorum met (Yes/No)	Total Number of Directors in the Committee as on date of the meeting	Number of Directors Present (All Directors including Independent Director)	No. of Independent Directors attending the meeting*	No. of members attending the meeting (other than Board of Directors)
1	Audit Committee	29-05-2023				Yes	5	5	4	0
2	Nomination and remuneration committee	29-05-2023				Yes	4	4	3	0
3	Corporate Social Responsibility Committee	29-05-2023				Yes	3	3	1	0
4	Audit Committee	09-08-2023	71			Yes	5	5	4	0

Annexure 1

V. Related Party Transactions

Sr	Subject	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Whether prior approval of audit committee obtained	Yes	
2	Whether shareholder approval obtained for material RPT	NA	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	

Annexure 1**VI. Affirmations**

Sr	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 1000 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

Annexure 1

Sr	Subject	Compliance status
1	Name of signatory	Ms. Nishthi Dharmani
2	Designation	Company Secretary and Compliance Officer

Annexure III**III. Affirmations**

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	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	
2	Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes	
3	Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	Yes	
4	Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting	20(3)	Yes	
5	Disclosure of the Secretarial Audit Report of the listed entity and the material subsidiaries in the Annual Report	24A(1)	Yes	
6	Submission of Annual Secretarial Compliance Report	24A(2)	Yes	
7	Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes	
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Annexure III

1	Name of signatory	Ms. Nishthi Dharmani
2	Designation	Company Secretary and Compliance Officer

Additional Half yearly Disclosure		
Applicability of disclosure	Not Applicable	
Reason for Non Applicability	Textual Information(1)	

Text Block

Textual Information(1)

The below is not applicable as no loan or any other form of debt/ guarantee/ comfort letter has been advanced by MTL directly or indirectly to or on behalf of Promoter/s, Promoter Group.

Details of Cyber security incidence	
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Whether as per Regulation 27(2)(ba) of SEBI (LODR) Regulations, 2015 there has been cyber security incidents or breaches or loss of data or documents during the quarter	No
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Signatory Details

Name of signatory	Ms. Nishthi Dharmani
Designation of person	Company Secretary and Compliance Officer
Place	Mumbai
Date	20-10-2023

