

General information about company

Scrip code	521206
NSE Symbol	
MSEI Symbol	
ISIN	INE931D01020
Name of the entity	SAMTEX FASHIONS LIMITED
Date of start of financial year	01-04-2024
Date of end of financial year	31-03-2025
Reporting Quarter	Half Yearly
Date of Report	30-09-2024
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	Mr	Atul Mittal	AFLPM2627P	00223366	Executive Director	Chairperson		25-04-1977
2	Mr	Surendra Kumar Gupta	AAJPG1613N	00223035	Non-Executive - Independent Director	Not Applicable		24-05-1949
3	Mr	Raman Ohri	AABPO1929J	02534078	Non-Executive - Independent Director	Not Applicable		07-07-1954
4	Mrs	Preeti Saxena	AIGPS1072A	07597269	Non-Executive - Independent Director	Not Applicable		21-09-1965
5	Mrs	Pankila	CHXPP6965M	10752243	Non-Executive - Independent Director	Not Applicable		20-11-1992
6	Ms	Shweta Gautam	BKWPG0437L	10679234	Non-Executive - Independent Director	Not Applicable		18-06-1994

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

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)	Reason for Cessation	Notes for not providing PAN	Notes for not providing DIN
1	NA		29-07-2002	01-09-2019		61	1	0	2	0			
2	Yes	24-09-2019	29-07-2002	30-09-2019	29-09-2024	60	1	1	0	0	Tenure Completion		
3	NA		27-01-2009	30-09-2019	29-09-2024	60	1	1	0	0	Tenure Completion		
4	NA		30-08-2022	30-08-2022		25	1	1	2	0			
5	NA		31-08-2024			1	1	1	2	2			
6	NA		31-08-2024			1	1	1	2	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	10752243	Pankila	Non-Executive - Independent Director	Chairperson	31-08-2024		Textual Information(1)
2	00223366	Atul Mittal	Executive Director	Member	14-11-2022		
3	07597269	Preeti Saxena	Non-Executive - Independent Director	Member	14-11-2022		
4	10679234	Shweta Gautam	Non-Executive - Independent Director	Member	31-08-2024		
5	00223035	Surendra Kumar Gupta	Non-Executive - Independent Director	Member	14-11-2022	31-08-2024	Textual Information(2)
6	02534078	Raman Ohri	Non-Executive - Independent Director	Member	14-11-2022	31-08-2024	Textual Information(3)

Sr Text Block

Textual Information(1)	Mrs. Pankila was appointed as the Chairperson of the Audit Committee w.e.f. 31.08.2024.
Textual Information(2)	As the Audit Committee was reconstituted on 31.08.2024, Mrs. Pankila was appointed as the Chairperson of the Audit Committee in place of Mr. Surendra Kumar Gupta and Mr. Surendra Kumar Gupta ceased as the Chairperson and member of the Audit Committee.
Textual Information(3)	As the Audit Committee was reconstituted on 31.08.2024, Mr. Raman Ohri ceased as the member of the Audit Committee.

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	10752243	Pankila	Non-Executive - Independent Director	Chairperson	31-08-2024		Textual Information(1)
2	07597269	Preeti Saxena	Non-Executive - Independent Director	Member	14-11-2022		
3	10679234	Shweta Gautam	Non-Executive - Independent Director	Member	31-08-2024		
4	00223035	Surendra Kumar Gupta	Non-Executive - Independent Director	Member	14-11-2022	31-08-2024	Textual Information(2)
5	02534078	Raman Ohri	Non-Executive - Independent Director	Member	14-11-2022	31-08-2024	Textual Information(3)

Sr Text Block

Textual Information(1)	Mrs. Pankila was appointed as the Chairperson of the Nomination and Remuneration Committee w.e.f. 31.08.2024.
Textual Information(2)	As the Nomination and Remuneration Committee was reconstituted on 31.08.2024, Mrs. Pankila was appointed as the Chairperson of the Nomination and Remuneration Committee in place of Mr. Surendra Kumar Gupta and Mr. Surendra Kumar Gupta ceased as the Chairperson and member of the Nomination and Remuneration Committee .
Textual Information(3)	As the Nomination and Remuneration Committee was reconstituted on 31.08.2024, Mr. Raman Ohri ceased as the member of the Nomination and Remuneration Committee.

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	10752243	Pankila	Non-Executive - Independent Director	Chairperson	31-08-2024		Textual Information(1)
2	00223366	Atul Mittal	Executive Director	Member	14-11-2022		
3	07597269	Preeti Saxena	Non-Executive - Independent Director	Member	14-11-2022		
4	10679234	Shweta Gautam	Non-Executive - Independent Director	Member	31-08-2024		
5	00223035	Surendra Kumar Gupta	Non-Executive - Independent Director	Member	14-11-2022	31-08-2024	Textual Information(2)
6	02534078	Raman Ohri	Non-Executive - Independent Director	Member	14-11-2022	31-08-2024	Textual Information(3)

Sr Text Block

Textual Information(1)	Mrs. Pankila was appointed as the Chairperson of the Stakeholder Relationship Committee w.e.f. 31.08.2024.
Textual Information(2)	As the Stakeholder Relationship Committee was reconstituted on 31.08.2024, Mrs. Pankila was appointed as the Chairperson of the Stakeholder Relationship Committee in place of Mr. Surendra Kumar Gupta and Mr. Surendra Kumar Gupta ceased as the Chairperson and member of the Stakeholder Relationship Committee .
Textual Information(3)	As the Stakeholder Relationship Committee was reconstituted on 31.08.2024, Mr. Raman Ohri ceased as the member of the Stakeholder Relationship Committee.

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

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							Textual Information(1)	No. of Independent Directors attending the meeting*
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)	
1	29-05-2024				Yes	4	4	3
2	20-06-2024		21		Yes	4	3	2
3		12-08-2024	52		Yes	4	3	2
4		31-08-2024	18		Yes	4	3	2

Text Block

Textual Information(1)

Mrs. Pankila (DIN:10752243) and Ms. Shweta Gautam (DIN: 10679234) were appointed as Additional Director in the meeting held on 31-08-2024. However, they did not attend the meeting.

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	29-05-2024				Yes	4	4	3	0
2	Audit Committee	12-08-2024	74			Yes	4	3	2	0
3	Audit Committee	31-08-2024	18			Yes	4	3	2	0
4	Nomination and remuneration committee	20-06-2024				Yes	3	2	2	0
5	Nomination and remuneration committee	23-08-2024	63			Yes	3	2	2	0
6	Nomination and remuneration committee	31-08-2024	7			Yes	3	2	2	0

Annexure 1

IV. Meeting of Committees

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)
7	Stakeholders Relationship Committee	31-08-2024				Yes	4	3	2	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	Mr. Atul Mittal
2	Designation	Managing Director

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	
6				

Annexure III

1	Name of signatory	Mr. Atul Mittal
2	Designation	Managing Director

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

Text Block

Textual Information(1)

No such transaction taken place

Details of Cyber security incidence		
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
Number of cyber security incidence or breaches or loss of data event occurred during the quarter		
Sr.	Date of the event	Brief details of the event

Signatory Details

Name of signatory	Mr. Atul Mittal
Designation of person	Managing Director
Place	New Delhi
Date	19-11-2024

