

FAX

(022-22723719/22723121/22702037/22702039)

STIL/

12<sup>th</sup> October, 2015

Bombay Stock Exchange Ltd.  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Fort,  
Mumbai 400 001

Dear Sirs,

Pursuant to the provisions of Clause 49 of the Listing Agreement, we hereby enclose the quarterly compliance report for the quarter ended 30<sup>th</sup> September, 2015.

Kindly acknowledge the receipt.

Thanking you,

Yours faithfully,

For SUTLEJ TEXTILES AND INDUSTRIES LIMITED



(D.R.PRABHU)

COMPANY SECRETARY

CC: By Hand Delivery



Name of the Company: Sutlej Textiles and Industries Limited.

Quarter ending on: 30<sup>th</sup> September, 2015

Particulars	Clause of Listing agreement	Compliance Status Yes/No/N.A	Remarks
<b>II. Board of Directors</b>	49(II)		
(A) Composition of Board	49 (IIA)	Yes	
(B) Independent Directors	49 (IIB)	Yes	
(C) Non-executive Directors' compensation & disclosures	49 (IIC)	Yes	
(D) Other provisions as to Board and Committees	49 (IID)	Yes	
(E) Code of Conduct	49 (IIE)	Yes	
(F) Whistle Blower Policy	49 (IIF)	Yes	
<b>III. Audit Committee</b>	49(III)		
(A) Qualified & Independent Audit Committee	49(IIIA)	Yes	
(B) Meeting of Audit Committee	49(IIIB)	Yes	
(C) Powers of Audit Committee	49(IIIC)	Yes	
(D) Role of Audit Committee	49(IIID)	Yes	
(E) Review of Information by Audit Committee	49(IIIE)	Yes	
<b>IV. Nomination and Remuneration Committee</b>	49(IV)	Yes	
<b>V. Subsidiary Companies</b>	49(V)	N.A	
<b>VI. Risk Management</b>	49(VI)	Yes	
<b>VII. Related Party Transactions</b>	49(VII)	Yes	
<b>VIII. Disclosures</b>	49(VIII)		
(A) Related party transactions	49(VIIIA)	Yes	Please refer Page 2 for details (Note 1)
(B) Disclosure of Accounting Treatment	49(VIIIB)	Yes	
(C) Remuneration of Directors	49(VIIIC)	Yes	
(D) Management	49(VIIID)	Yes	
(E) Shareholders	49(VIIIE)	Yes	
(F) Proceeds from public issues, rights issues, preferential issues etc.	49(VIIIF)	N.A	
<b>IX. CEO/CFO Certification</b>	49(IX)	Yes	
<b>X. Report on Corporate Governance</b>	49(X)	Yes	
<b>XI. Compliance</b>	49(XI)	Yes	



continued.....2/-

Notes:

1. Details of Material Related Party Transaction during the quarter - 01.07.2015 to 30.09.2015.

Date of Arrangement /Transaction	Name of the party/parties to the Arrangement/Transaction	Particulars of transaction or arrangement, principal Terms and conditions
Business Purchase Agreement dated 30/06/2015 & Transfer of Business on 30/09/2015	Chambal Fertilisers and Chemicals Limited	<p>The Board of Directors of the Company ("Board") at its Meeting held on March 14, 2015 had approved the purchase of Birla Textile Mills, (A Unit / Division of Chambal Fertilisers and Chemicals Limited) located in Baddi, Himachal Pradesh, from M/s Chambal Fertilisers and Chemicals Limited (Chambal), as a going concern and on slump sale basis. Pursuant to the same, the Company executed "Business Purchase Agreement" on June 30, 2015, for purchase of Birla Textile Mills, as a going concern, on slump sale basis for a consideration of Rs. 232.63 Crore (including net current assets) subject to closing and other adjustments, if any.</p> <p>The above purchase of BTM unit from Chambal was approved by the shareholders at the 10<sup>th</sup> Annual General Meeting held on 31<sup>st</sup> August, 2015 and the relevant minutes thereof have already been filed with Stock Exchanges.</p> <p>The business purchase has been completed on September 30, 2015 and took effect from April 1, 2015. The status has been intimated to the Stock Exchanges on September 30, 2015.</p>

Place: Bhawani Mandi - 326502 (Rajasthan)

Date: 12/10/2015

