



PBM POLYTEX LTD.

CIN : L17110GJ1919PLC000495
REGD. OFFICE: OPP. STATION, POST: PETLAD - 388450,
DIST: ANAND, GUJARAT,
PHONE: 224001, 224003, STORES: 224005, SALES: 224006,
FAX (02697) 224009, E-Mail: pbumills@patodiagroup.com

THROUGH BSE.LISTING CENTRE

09.04.2019

To,
The General Manager
M/s. BSE Limited,
Department of Corporate Services,
Floor 25, P. J. Towers,
Dalal Street,
Mumbai - 400001


Company Code: BSE Limited, Listing Code - 514087

Sir / Madam,

SUB: YEARLY CORPORATE GOVERNANCE REPORT AS REQUIRED UNDER REGULATION 27 OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 FOR THE YEAR ENDED 31ST March, 2019.

We are enclosing herewith Yearly Corporate Governance Report for the year ended 31st March, 2019, for your information and records, with a request to kindly acknowledge.

Thanking you,
Yours faithfully,
For PBM Polytex Limited


(S. M. Sharma)
Vice President - (Sec.)

Encl: As Above.

General information about company	
Scrip code	514087
NSE Symbol	
MSEI Symbol	
ISIN	INE501F01018
Name of the entity	PBM POLYTEX LIMITED
Date of start of financial year	01-04-2018
Date of end of financial year	31-03-2019
Reporting Quarter	Yearly
Date of Report	31-03-2019
Risk management committee	Not Applicable

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

Wether the listed entity has a Regular Chairperson

Yes

Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of appointment in the current term	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 25(1) of Listing Regulations)	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	Mr	Krishan Kumar Patodia	AACPP5329D	00027335	Non-Executive - Non Independent Director	Chairperson related to Promoter		25-09-2017			2	2	0		
2	Mr	Gopal Patodia	AFKPP4066Q	00014247	Executive Director	Not Applicable	MD	01-04-2018			2	1	0		
3	Mr	Mohan Kumar Patodia	AEYPP7148E	00035381	Executive Director	Not Applicable	MD	01-04-2018			1	0	0		
4	Mr	Hari Prasad Siotia	AAPPS0867E	00015103	Non-Executive - Non Independent Director	Not Applicable		18-09-2018			2	4	2		

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

Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Category 3 of directors	Date of appointment in the current term	Date of cessation	Tenure of director (in months)	No of Directorship in listed entities including this listed entity (Refer Regulation 25(1) of Listing Regulations)	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
5	Mr	Jugalkishore Todi	ABLPT9930G	00598697	Non-Executive - Independent Director	Not Applicable		02-08-2014		56	1	1	0		
6	Mrs	Vinita Devi Modi	AAYPM2774R	06965473	Non-Executive - Independent Director	Not Applicable		20-09-2014		54	1	0	0		
7	Mr	Makhanlal Bagaria	ABLPB5194N	01213323	Non-Executive - Independent Director	Not Applicable		09-02-2015		50	2	1	0		
8	Mr	Ashok Pandit	ACQPP7732E	08132980	Non-Executive - Independent Director	Not Applicable		19-05-2018		10	1	2	1		

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	08132980	Shri Ashok Pandit	Non-Executive - Independent Director	Chairperson	19-05-2018		
2	00598697	Shri Jugalkishore Todi	Non-Executive - Independent Director	Member	23-09-2006		
3	00015103	Shri Hari Prasad Siotia	Non-Executive - Non Independent Director	Member	17-05-2013		

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	08132980	Shri Ashok Pandit	Non-Executive - Independent Director	Chairperson	19-05-2018		
2	00015103	Shri Hari Prasad Siotia	Non-Executive - Non Independent Director	Member	17-05-2013		
3	00598697	Shri Jugalkishore Todi	Non-Executive - Independent Director	Member	31-07-2007		

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	00015103	Shri Hari Prasad Siotia	Non-Executive - Non Independent Director	Chairperson	30-04-2003		
2	08132980	Shri Ashok Pandit	Non-Executive - Independent Director	Member	19-05-2018		
3	00027335	Shri Krishan Kumar Patodia	Non-Executive - Non Independent Director	Member	20-11-1979		
4	00014247	Shri Gopal Patodia	Executive Director	Member	22-03-1979		

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

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	00027335	Shri Krishan Kumar Patodia	Non-Executive - Non Independent Director	Chairperson	09-02-2015		
2	00014247	Shri Gopal Patodia	Executive Director	Member	09-02-2015		
3	00598697	Shri Jugalkishore Todi	Non-Executive - Independent Director	Member	09-02-2015		

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
1	13-11-2018			
2		11-02-2019	89	
3		21-02-2019	9	

Annexure 1

IV. Meeting of Committees

Disclosure of notes on meeting of committees explanatory								
Sr	Name of Committee	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (Yes/No)	Requirement of Quorum met	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings (in number of days)	Name of other committee	Reason for not providing date
1	Audit Committee	11-02-2019	Yes		13-11-2018	89		
2	Nomination and remuneration committee	11-02-2019	Yes					No meeting was held during the period from 01.10.2018 to 31.12.2018.
3	Corporate Social Responsibility Committee		Yes		13-11-2018			No meeting was held during the period 01.01.2019 to 31.03.2019.
4	Stakeholders Relationship Committee	15-01-2019	Yes		15-10-2018	91		
5	Stakeholders Relationship Committee	04-02-2019	Yes		12-11-2018	83		
6	Stakeholders Relationship Committee	18-02-2019	Yes		26-11-2018	83		

Annexure 1

IV. Meeting of Committees

Sr	Name of Committee	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (Yes/No)	Requirement of Quorum met	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings (in number of days)	Name of other committee	Reason for not providing date
7	Stakeholders Relationship Committee	05-03-2019	Yes		10-12-2018	84		
8	Stakeholders Relationship Committee	25-03-2019	Yes		31-12-2018	83		

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	

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 100 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	MUKESH PRAJAPAT
2	Designation	Compliance Officer

Annexure II				
Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)				
I. Disclosure on website in terms of Listing Regulations				
Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
1	Details of business	Yes		www.pbmpolytex.com
2	Terms and conditions of appointment of independent directors	Yes		www.pbmpolytex.com
3	Composition of various committees of board of directors	Yes		www.pbmpolytex.com
4	Code of conduct of board of directors and senior management personnel	Yes		www.pbmpolytex.com
5	Details of establishment of vigil mechanism/ Whistle Blower policy	Yes		www.pbmpolytex.com
6	Criteria of making payments to non-executive directors	NA		
7	Policy on dealing with related party transactions	Yes		www.pbmpolytex.com
8	Policy for determining 'material' subsidiaries	NA		
9	Details of familiarization programmes imparted to independent directors	Yes		www.pbmpolytex.com

Annexure II				
Annexure II to be submitted by listed entity at the end of the financial year (for the whole of financial year)				
I. Disclosure on website in terms of Listing Regulations				
Sr	Item	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.	Web address
10	Contact information of the designated officials of the listed entity who are responsible for assisting and handling investor grievances	Yes		www.pbmpolytex.com
11	email address for grievance redressal and other relevant details	Yes		www.pbmpolytex.com
12	Financial results	Yes		www.pbmpolytex.com
13	Shareholding pattern	Yes		www.pbmpolytex.com
14	Details of agreements entered into with the media companies and/or their associates	NA		
15	New name and the old name of the listed entity	NA		

Annexure II				
II. Annual Affirmations				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
1	Independent director(s) have been appointed in terms of specified criteria of 'independence' and/or 'eligibility'	16(1)(b) & 25(6)	Yes	
2	Board composition	17(1)	Yes	
3	Meeting of Board of directors	17(2)	Yes	
4	Review of Compliance Reports	17(3)	Yes	
5	Plans for orderly succession for appointments	17(4)	Yes	
6	Code of Conduct	17(5)	Yes	
7	Fees/compensation	17(6)	Yes	
8	Minimum Information	17(7)	Yes	
9	Compliance Certificate	17(8)	Yes	
10	Risk Assessment & Management	17(9)	Yes	

Annexure II

II. Annual Affirmations

Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
11	Performance Evaluation of Independent Directors	17(10)	Yes	
12	Composition of Audit Committee	18(1)	Yes	
13	Meeting of Audit Committee	18(2)	Yes	
14	Composition of nomination & remuneration committee	19(1) & (2)	Yes	
15	Composition of Stakeholder Relationship Committee	20(1) & (2)	Yes	
16	Composition and role of risk management committee	21(1),(2),(3),(4)	NA	
17	Vigil Mechanism	22	Yes	
18	Policy for related party Transaction	23(1),(5),(6),(7) & (8)	Yes	
19	Prior or Omnibus approval of Audit Committee for all related party transactions	23(2), (3)	Yes	
20	Approval for material related party transactions	23(4)	NA	

Annexure II				
II. Annual Affirmations				
Sr	Particulars	Regulation Number	Compliance status (Yes/No/NA)	If status is "No" details of non-compliance may be given here.
21	Composition of Board of Directors of unlisted material Subsidiary	24(1)	NA	
22	Other Corporate Governance requirements with respect to subsidiary of listed entity	24(2), (3),(4),(5) & (6)	NA	
23	Maximum Directorship & Tenure	25(1) & (2)	Yes	
24	Meeting of independent directors	25(3) & (4)	Yes	
25	Familiarization of independent directors	25(7)	Yes	
26	Memberships in Committees	26(1)	Yes	
27	Affirmation with compliance to code of conduct from members of Board of Directors and Senior management personnel	26(3)	Yes	
28	Disclosure of Shareholding by Non-Executive Directors	26(4)	Yes	
29	Policy with respect to Obligations of directors and senior management	26(2) & 26(5)	Yes	
	Any other information to be provided - Add Notes			

Annexure II		
1	Name of signatory	MUKESH PRAJAPAT
2	Designation	Compliance Officer

Annexure II		
III. Affirmations		
Sr	Particulars	Compliance status (Yes/No/NA)
1	The Listed Entity has approved Material Subsidiary Policy and the Corporate Governance requirements with respect to subsidiary of Listed Entity have been complied	NA
	Any other information to be provided	

Annexure II		
1	Name of signatory	MUKESH PRAJAPAT
2	Designation	Compliance Officer

Signatory Details	
Name of signatory	MUKESH PRAJAPAT
Designation of person	Compliance Officer
Place	PETLAD
Date	09-04-2019

