

VENTURA TEXTILES LIMITED

Regd. Office: 121, Midas, Sahar Plaza, J.B.Nagar, Andheri (East), Mumbai- 400 059.

CIN: L21091MH1970PLC014865, Website: www.venturatextiles.com

Tel No: (91-22) 2834 4453 / 4475. Email: mkt2@venturatextiles.com

May 10,2024

To,
BSE Limited
Listing Department,
Phiroze Jeejeebhoy Towers
Dalal Street,
Mumbai - 400 001.

Dear Sir/ Madam,

Scrip Code: 516098; Scrip Symbol: VENTURA
ISIN: INE810C01044

Subject: Outcome of Board Meeting under Regulation 30 of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015

With reference to the subject cited, this is to inform the Exchange that at the meeting of the Board of Directors of Ventura Textiles Limited held today, i.e. 10th May, 2024 at 04:45 P.M at the Registered office of the Company at Unit No. 121, Midas, Sahar Plaza, J. B. Nagar, Andheri - Kurla Road, Andheri (E), Mumbai - 400 059, the Board of Directors *inter alia* transacted the following businesses:

1. Approved the Appointment of Ms. Jhansi Lakshmi Muvvala (FCS: 4395) as the Company Secretary and Compliance officer of the Company w.e.f. 10th May, 2024. Details under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is annexed herewith as **Annexure -I**.
2. Take note of the cessation of Mr. Shyam Raghunath Karmarkar (DIN: 01365616) as he has completed his second and final term as an Non-Executive Independent Director of the Company w.e.f. the close of the business hours on March 31, 2024. Details under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is annexed herewith as **Annexure -II**.
3. Approved the change in designation of Mr. Abhijit Rao Penugonda (DIN: 00189126) as a Non-Executive Director, further to his intention to step down as an Executive Director and consented to continue as 'Non-Executive Director' of the Company. Mr. Abhijit Rao Penugonda has confirmed that there are no other material reasons other than mentioned above. Details under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is annexed herewith as **Annexure -III**.



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4. Continuation of Mr. Venu Natha Sadasivam Sarma (DIN: 00742705) as an Independent Director of the Company, on restoration of himself as an Independent Director in the Data Bank on 09th May, 2024, on his passing of the online proficiency self-assessment test of The Indian Institute of Corporate Affairs (IICA), subsequent to the removal of his profile from Independent Director's Data Bank.

5. Mr. Anantharama Sethumani Subramanian (DIN: 00004479), has been appointed as an Additional Director (Non-Executive Independent Director) by the Board of Directors of the Company w.e.f. May 10, 2024 for the 1st term of 5 consecutive years subject to approval of Shareholders.

After the above changes, the composition of the Board of Directors of the Company w.e.f.. May 10, 2024 is as follows.

Sr No	Name of the Director	Designation
1	Mr. Penugonda Mohan Rao (DIN: 00197973)	Chairman & Managing Director
2	Mr. Abhijit Penugonda Rao (DIN: 00189126)	Non-Executive Independent Director
3	Mr. Ratnakumari Maganti Girija (DIN: 08259159)	Non-Executive Independent Director
4	Mr. Venu Natha Sadasivam Sarma (DIN: 00742705)	Non-Executive Independent Director
6	Mr. Anantharama Sethumani Subramanian (DIN: 00004479)	Additional Director (Non-Executive Independent Director)

Details required under Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read along with SEBI circular SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023 are enclosed herewith as 'Annexure IV'.

6. Approved the reconstitution of the following Committees of the Board of Directors: Consequent to retirement of Mr. Shyam Raghunath Karmarkar, Chairman of Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee and the change in Designation of Mr. Abhijeet Rao from Executive Director to Non-Executive Director, the composition of the Committees w.e.f. May 10, 2024 shall be as under:



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Audit Committee	
Venu Natha Sadasivam Sarma	Chairman
Abhijit Rao Penugonda	Member
Ratnakumari Girija Maganti	Member

Nomination and Remuneration Committee	
Venu Natha Sadasivam Sarma	Chairman
Ratnakumari Girija Maganti	Member
Abhijit Rao Penugonda	Member

Stakeholders Relationship Committee	
Abhijit Rao Penugonda	Chairman
Mohan Rao Penugonda	Member
Ratnakumari Girija Maganti	Member

The meeting of the Board of Directors of the Company commenced at 04.45 p.m. (IST) and concluded at 05.30 p.m. (IST).

The same is also being uploaded on the Company's website at www.venturatextiles.com

Kindly take the same on your record.

For Ventura Textiles Limited



P.M.Rao

Chairman & Managing Director

DIN:00197973



Encl.:

Details required under Regulation 30 of the SEBI Listing Regulations read along with SEBI circular SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023 are enclosed herewith as Annexure I, II, III and IV

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Annexure – I

Brief disclosure for the appointment of Ms. Jhansi Lakshmi Muvvala (FCS: 4395) pursuant to SEBI Circular CIR/CFD/CMD/4/2015 dated September 9, 2015

Sr. No.	Particulars	Detail
1	Name	Ms. Jhansi Lakshmi Muvvala (FCS: 4395) (Appointment w.e.f. 10 th May, 2024)
2	Designation	Company Secretary and Compliance Officer
3	Reason for Change	<p>Pursuant to applicable provisions of Companies Act, 2013 & Regulation 6 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, every listed company is required to appoint a qualified company secretary who will act as the compliance officer.</p> <p>Due to resignation of Ms. Sawani Sadalage from the post of Company Secretary and Compliance Officer, Company is appointing the above mentioned as the Company Secretary and Compliance Officer to comply with the applicable provisions.</p>
4	Date of Appointment	10 th May, 2024
5	Brief Profile	Ms. Jhansi Lakshmi Muvvala (FCS: 4395) is a qualified Company Secretary, and B.Com with more than 25 years of work experience in the field of Secretarial Compliances.
6	Disclosure of relationship between directors	NIL



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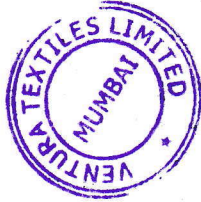
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Annexure – II

Details required under Regulation 30 of the SEBI Listing Regulations read along with SEBI circular SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023:

Sr. No.	Particulars	Details of Change
1.	Name	Mr. Shyam Raghunath Karmarkar
2.	Reason for change viz. appointment, resignation, removal, death or otherwise	Retirement due to Completion of tenure as an Independent Director of the Company
3.	Date of appointment/ cessation (as applicable) & term of appointment/reappointment	Completion of his second and final term as an Non-Executive Independent Director of the Company w.e.f. the close of the business hours on March 31, 2024
4.	Brief profile (in case of appointment)	Not Applicable
5.	Disclosure of relationships between Directors (in case of appointment of a Director)	Not Applicable



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Annexure – III

Disclosure under Regulation 30 of SEBI (LODR) Regulations, 2015.

Sr. No.	Particulars	Details of Change
1.	Name	Mr. Abhijit Rao Penugonda
2.	Reason for change viz.	Change in Designation
3.	Date of Change in Designation	10 th May, 2024
4.	Terms of appointment	Not Applicable
5.	Brief Profile: (In case of Appointment of Director)	Not Applicable
6.	Disclosure of relationship between directors: (In case of Appointment of Director)	Mr. Abhijit Rao Penugonda is son of Mr. P. M. Rao, Chairman & Managing Director of Ventura Textiles Limited



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Annexure IV

Details required under Regulation 30 of the SEBI Listing Regulations read along with SEBI circular

SEBI/HO/CFD/CFD-PoD-1/P/CIR/2023/123 dated July 13, 2023:

Disclosure Requirement	Details
Name of the Director	Mr. Anantharama Sethumani Subramanian (DIN: 00004479)
Reason for change (appointment, resignation, removal, death or otherwise)	Appointment.
Date and Terms of appointment	10 th May, 2024. Appointment of Mr. Anantharama Sethumani Subramanian (DIN: 00004479) as an Additional Director (Non-Executive Independent Director) on the Board for the 1 st term of 5 consecutive years, not liable to retire by rotation, subject to approval of the shareholders.
Brief profile	Mr. Anantharama Sethumani Subramanian (DIN: 00004479) aged 59 years, is BBA, LLB and FCS. He has more than 30 years of experience in Corporate Legal and Financial Consultancy. He possesses extensive experience of working in several areas like Strategic Planning and corporate governance, Management, Regulatory Compliance, Leadership Development. He is also into Media / Entertainment Industry.
Relationship with other Directors of the Company	Mr. Anantharama Sethumani Subramanian does not have any relation with any member of the Board of Directors or Promoters.
Directorship in any other Listed Company	Independent Director in EMESSAR BIOTECH AND NUTRITION LIMITED
"Confirmation in compliance with SEBI Letter dated June 14, 2018 read along with Exchange Circular dated June 20, 2018 (Affirmation that the person proposed to be appointed as Director is not debarred from holding the office by virtue of any SEBI Order or any other authority)"	Yes

