

SH/XII/2024

20<sup>th</sup> June, 2024

Corporate Relationship Department  
**BSE Limited**  
1<sup>st</sup> Floor, Phiroze Jeejeebhoy Towers  
Dalal Street, Fort,  
Mumbai-400 001  
**Scrip Code: 500040**

Listing Department  
**National Stock Exchange of India Limited**  
Exchange Plaza, 5<sup>th</sup> floor,  
Bandra-Kurla Complex  
Bandra (East), Mumbai-400 051.  
**Scrip Code: CENTURYTEX**

Dear Sir / Madam,

**Sub: Submission of Deed of Variation to the Trust Deed between Century Textiles and Industries Limited ('the Company') and CTIL Employee Welfare Trust ('the Trust')**

**Ref: Regulation 3(3) of Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 ('SEBI SBEB & SE Regulations')**

This is in furtherance to our letters dated 14<sup>th</sup> March, 2023 & 09<sup>th</sup> August, 2023 and as required under Regulation 3(3) of SEBI SBEB & SE Regulations, please find attached herewith a copy of duly executed Deed of Variation to the Trust Deed between the Company and the Trust due to change of a Trustee.

This is for your information and record.

Thanking you,

Yours truly,  
For **CENTURY TEXTILES AND INDUSTRIES LIMITED**

**ATUL K. KEDIA**  
**Sr. Vice President (Legal) & Company Secretary**  
Encl: As above







## DEED OF VARIATION

THIS DEED OF VARIATION TO THE TRUST DEED OF **CTIL EMPLOYEE WELFARE TRUST** (hereinafter referred to as “**Deed of Variation**”) is made this 19<sup>th</sup> day of **June, 2024**.

BETWEEN

**Century Textiles and Industries Limited**, a company within the meaning of the Companies Act, 2013 having Corporate Identification Number L17120MH1897PLC000163 and its registered office at Century Bhavan, Dr. Annie Besant Road, Worli, Mumbai 400030, Maharashtra, India, acting through its duly authorized representative Mr. Atul K. Kedia, Sr. Vice President (Legal) and Company Secretary duly authorized vide Board resolution dated 16<sup>th</sup> January, 2023.

(hereinafter referred to as the “**Settlor**”, which expression shall unless it be repugnant to the context or meaning thereof, be deemed to mean and include its successors & assigns) of the **ONE PART**;

AND

- 1) Mr. Anand Tripathi, s/o Late Mr. Sri B. Tripathi, o/a Century Bhavan, Dr. Annie Besant Road, Worli, Mumbai 400030, Maharashtra, India of Indian Nationality; and
- 2) Mr. Rupesh Joshi, s/o Mr. Ramnarain B Joshi, o/a Century Bhavan, Dr. Annie Besant Road, Worli, Mumbai 400030, Maharashtra, India of Indian Nationality;

(hereinafter collectively referred to as the “**Trustees**” and individually as a “**Trustee**”, which expression shall, unless be repugnant to the context or meaning thereof, be deemed to mean and include all the Trustees from time to time of this Trust, survivors and the legal representatives and executors, administrators and successors of the last of the survivor of the Trustees) of the **OTHER PART**;

**WHEREAS:**



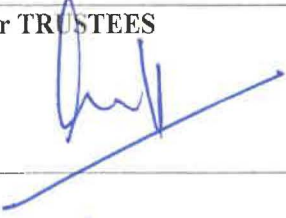



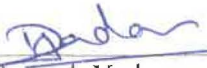
- A. The Settlor had vide Trust Deed dated 14<sup>th</sup> February, 2023 set up a Trust known as **CTIL Employee Welfare Trust (“Trust”)** with a view to administer the Settlor’s employee stock option scheme namely CTIL Employee Stock Option Scheme 2023, on the terms more particularly mentioned therein.
- B. One of the trustees of the Trust Mr. Vinod Kumar Chaturvedi, o/a Century Bhavan, Dr. Annie Besant Road, Worli, Mumbai 400030 who was appointed vide deed of variation dated 04<sup>th</sup> August 2023 to the above trust deed had ceased as a trustee from the board of trustees of the Trust due to his resignation from the services of the Settlor and the Settlor had noted the same.
- C. Pursuant to the provisions of the Trust Deed, the Settlor is desirous of replacing Mr. Vinod Kumar Chaturvedi having ceased as trustee with a new Trustee **Mr. Anand Tripathi**, o/a Century Bhavan, Dr. Annie Besant Road, Worli, Mumbai 400030 as one of the Trustees of the Trust as per this Deed of Variation.
- D. In view of the aforesaid, the Settlor and the Trustees desirous of modifying the Trust Deed dated 14<sup>th</sup> February, 2023 including the deed of variation dated 04<sup>th</sup> August 2023 as more particularly mentioned hereinafter.



**NOW, THEREFORE, THIS DEED OF VARIATION WITNESSETH AS FOLLOWS:**

1. That **Mr. Anand Tripathi** is being appointed as a Trustee pursuant to provisions of the Trust Deed and that all the provisions as to Trustee's powers, obligations, duties and other provisions of the Trust Deed shall apply as if he is an original Trustee of the Trust with effect from 01<sup>st</sup> June, 2024.
2. That Mr. Vinod Chaturvedi, one of the Trustees having ceased as Trustee of the Trust due to his resignation from the services of the Settlor with effect from 29<sup>th</sup> May, 2024.
3. That the variations shall have the effect of amending the Trust Deed only to the extent of replacement of Trustee as stated hereinabove and that this Deed of Variation shall be an integral part of the Trust Deed and that the Trust Deed as deemed to be amended by this Deed of Variation shall have full force and effect in all other respects.
4. That the Settlor represents and warrants that it has the requisite power and authority to execute this Deed of Variation and the execution whereof has been duly authorized by all the necessary actions on its part.

**IN WITNESS WHEREOF, THE SETTLOR CAUSED THIS DEED OF VARIATION TO BE DULY EXECUTED AS OF THE DAY, MONTH AND YEAR HEREINABOVE WRITTEN**

<p><b>Signed and delivered by the authorized representative</b> Mr. Atul K. Kedia, Sr. Vice President (Legal) and Company Secretary for and on behalf of the Century Textiles and Industries Limited ("CTIL"), in the presence of the following witnesses.</p>	<p><b>For SETTLOR</b> <b>For CENTURY TEXTILES AND INDUSTRIES LTD.</b>  <b>(Atul Kumar Kedia)</b> <b>Company Secretary</b></p>	
<p><b>Signed and delivered by the within named Trustees</b> in the presence of the following witnesses:</p> <ol style="list-style-type: none"><li>1. Mr. Anand Tripathi, Chief Human Resource Officer -CTIL</li><li>2. Mr. Rupesh Joshi, General Manager (Taxation) -CTIL</li></ol>	<p><b>For TRUSTEES</b>  </p>	
<p><b>Witness 1:</b> Signature:  Name: Mr. Ganesh Kulkarni Address: Century Bhavan, 2<sup>nd</sup> Floor, Dr. A. B. Road, Worli, Mumbai-400030</p> <p><b>Witness 2:</b> Signature:  Name: Mr. Dhanush Yadav Address: Century Bhavan, 2<sup>nd</sup> Floor, Dr. A. B. Road, Worli, Mumbai-400030</p>		