

General information about company

Scrip code	514036
Name of the entity	LOYAL TEXTILE MILLS LIMITED
Date of start of financial year	01-04-2017
Date of end of financial year	31-03-2018
Reporting Quarter	Half Yearly
Date of Report	30-09-2017
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

Is there any change in information of board of directors compare to previous quarter

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
1	Mr	Manikam Ramaswami	ACWPR3526Q	00049630	Executive Director	Chairperson	MD	01-06-1979			0	0	0	
2	Mrs	Valli M Ramaswami	ABSPV6496Q	00036508	Executive Director	Not Applicable		11-02-2015			0	0	0	
3	Mr	P.Manivannan	AGJPM7437L	00366954	Executive Director	Not Applicable		01-11-2016			0	0	0	
4	Mr	R.Poornalingam	AALPP9600J	00955742	Non-Executive - Independent Director	Not Applicable		11-09-2017		36	1	2	1	

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Annexure I to be submitted by listed entity on quarterly basis

I. Composition of Board of Directors

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
5	Mr	M. Madhavan Nambiar	AAAPN9333K	03487311	Non-Executive - Independent Director	Not Applicable		11-09-2017		60	0	0	0	
6	Mr	B.T.Bangera	AANPB8111C	00432492	Non-Executive - Independent Director	Not Applicable		25-09-2017		36	0	0	0	
7	Mrs	Vijayalakshmi Rao	AASPV5406D	00259208	Non-Executive - Independent Director	Not Applicable		25-09-2017		60	0	0	0	
8	Mr	K J M Shetty	ANXPS2133G	00033296	Non-Executive - Independent Director	Not Applicable		21-06-2002	10-09-2017	168	1	1	1	

Annexure I

Annexure I to be submitted by listed entity on quarterly basis

I. Composition of Board of Directors

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
9	Mr	S Venkataramani	ABSPV6497R	00053043	Non-Executive - Independent Director	Not Applicable		29-10-2004	10-09-2017	140	2	2	2	
10	Mr	Shridhar Subrahmanyam	ACKPS9829D	01780475	Non-Executive - Independent Director	Not Applicable		23-05-2007	10-09-2017	109	0	0	0	

Annexure 1**II. Composition of Committees**

Disclosure of notes on composition of committees explanatory				Textual Information(1)	
Is there any change in information of committees compare to previous quarter				Yes	
Sr	Name Of Committee	Name of Committee members	Category 1 of directors	Category 2 of directors	Name of other committee
1	Nomination and remuneration committee	R.Poornalingam	Non-Executive - Independent Director	Member	
2	Stakeholders Relationship Committee	P.Manivannan	Executive Director	Member	
3	Corporate Social Responsibility Committee	M. Madhavan Nambiar	Non-Executive - Independent Director	Member	
4	Corporate Social Responsibility Committee	P.Manivannan	Executive Director	Member	

Text Block

Textual Information(1)	<p>The Audit Committee comprised of Mr.K.J.M.Shetty, Mr.S.Venkataramani and Mr.Shridhar Subrahmanyam. All these Independent Directors tenure ended on 10.09.2017. At the Annual General Meeting held on 25.09.2017, two independent Directors have been appointed. With the new Independent Directors appointment, re-constitution of Committees will be made shortly.</p> <p>The Nomination and Remuneration Committee comprise of Mr.K.J.M.Shetty, Mr.S.Venkataramani and R.Poornalingam. Out of these Independent Directors, tenure of Mr.K.J.M.Shetty and Mr.S.Venkataramani ended on 10.09.2017. At the Annual General Meeting held on 25.09.2017, two independent Directors have been appointed. With the new Independent Directors appointment, re-constitution of Committees will be made shortly.</p> <p>The Stakeholders Relationship Committee comprise of Mr.K.J.M.Shetty, Mr.S.Venkataramani and P.Manivannan. Out of these Directors, tenure of Mr.K.J.M.Shetty and Mr.S.Venkataramani ended on 10.09.2017. At the Annual General Meeting held on 25.09.2017, two independent Directors have been appointed. With the new Independent Directors appointment, re-constitution of Committees will be made shortly.</p> <p>The Corporate Social Responsibility Committee comprise of Mr.K.J.M.Shetty, Mr.Madhavan Nambiarni and P.Manivannan. Out of these Directors tenure of Mr.K.J.M.Shetty and Mr.S.Venkataramani ended on 10.09.2017. At the Annual General Meeting held on 25.09.2017, two independent Directors have been appointed. With the new Independents appointment, re-constitution of Committees will be made shortly.</p>
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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)
1	29-05-2017		
2		23-08-2017	85

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 (details)	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
1	Audit Committee	23-08-2017	Yes	3	28-05-2017	86	
2	Corporate Social Responsibility Committee	23-08-2017	Yes	3	28-05-2017	86	
3	Nomination and remuneration committee	23-08-2017	Yes	3	28-05-2017	86	
4	Stakeholders Relationship Committee	23-08-2017	Yes	3	28-05-2017	86	

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	NA	
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	NA	

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	No
3	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. b. Nomination & remuneration committee	No
4	The composition of the following committees is in terms of SEBI(Listing obligations and disclosure requirements) Regulations, 2015. c. Stakeholders relationship committee	No
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 III

Annexure III to be submitted by listed entity at the end of 6 months after end of financial year along-with second quarter report of next financial year

I. Affirmations				
Sr	Broad heading	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)	No	None of the members of the Audit Committee was in the said committee on the date of Annual General Meeting due to their tenure ended on 10.09.2017. New Independent Directors have been appointed in the said AGM. But Audit Committee will be re-constituted.
3	Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	No	Chairman of the Nomination and Remuneration Committee was not in the said committee on the date of Annual General Meeting due to his tenure ended on 10.09.2017. New Independent Directors have been appointed in the said AGM. But said Committee needs to be re-constituted.
4	Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes	

Signatory Details	
Name of signatory	Vetrivel Balamurugan
Designation of person	Company Secretary
Place	KOVILPATTI
Date	13-10-2017

