

(FOUR STAR EXPORT HOUSE RECOGNISED BY GOVT. OF INDIA)  
INTEGRATED MANAGEMENT SYSTEM CERTIFIED AND PRACTICING COMPANY

Divisional Office :

No. 83 , 1st Main Road, R.A. Puram, Chennai 600 028, India.

Phone : +91 44 4227 7374 Fax : +91 44 4306 0622

E-Mail : loyal@loyaltextiles.com

GSTIN : Tamil Nadu : 33AAACL2632C1Z8, Andhra Pradesh : 37AAACL2632C1Z0

CIN : L17111TN1946PLC001361, PAN : AAACL2632C

REF: LTM/BSE/2021-22/Q4/008

May 28, 2022

The General Manager  
Bombay Stock Exchange Limited  
P J Towers, Dalal Street,  
Mumbai – 400 001

Dear Sir / Madam,

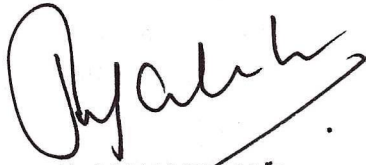
Sub: Annual Secretarial Compliance Report– reg.

This is with reference to Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 and SEBI Circular No. CIR/CFD/CMD1/27/2019 dated February 8, 2019, we attach herewith the Annual Secretarial Compliance Report for the year ended March 31, 2022 issued by the Practising Company Secretary for your kind information and record.

Thanking You,

Yours faithfully

For LOYAL TEXTILE MILLS LIMITED



P. MAHADEVAN

COMPANY SECRETARY & COMPLIANCE OFFICER



Registered Office :

No. 21/4, Mill Street, Kovilpatti 628 501, Tamil Nadu, India

Phone : +91 4632 220001-5 Fax : +91 4632 221353

E-Mail : kovilpatti@loyaltextiles.com, www.loyaltextiles.com





**SECRETARIAL COMPLIANCE REPORT OF LOYAL TEXTILE MILLS LIMITED FOR THE  
YEAR ENDED 31ST MARCH 2022.**

*[Pursuant to Regulation 24A of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015]*

We have examined:

- a) All the documents and records made available to us and explanation provided by **LOYAL TEXTILE MILLS LIMITED**.
- b) The filings/ submissions made by the listed entity to the stock exchanges,
- c) Website of the listed entity,
- d) Any other document/ filing, as may be relevant, which has been relied upon to make this certification, for the year ended 31<sup>st</sup> March 2022 ("Review Period") in respect of compliance with the provisions of:
  - i. the Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued thereunder; and
  - ii. the Securities Contracts (Regulation) Act, 1956 ("SCRA"), rules made thereunder and the Regulations, circulars, guidelines issued thereunder by the Securities and Exchange Board of India ("SEBI");

The Specific Regulations, whose provisions and the circulars/ guidelines issued thereunder, have been examined, include:-

- i. Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- ii. Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
- iii. Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- iv. Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; (Not applicable to the Company during the audit period)
- v. Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- vi. Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018 and circulars/ guidelines issued thereunder;

and based on the above examination, we hereby report that, during the Review Period:





## BP & ASSOCIATES

Company Secretaries

- a) The listed entity has complied with the provisions of the above Regulations and circulars/ guidelines issued thereunder, except in respect of matters specified below:-

Sr. No	Compliance Requirement	Deviations	Observations/ Remarks
NIL			

- b) The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued thereunder insofar as it appears from my/our examination of those records.
- c) The following are the details of actions taken against the listed entity/ its promoters/ directors/ material subsidiaries either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under the aforesaid Acts/ Regulations and circulars/ guidelines issued thereunder:

Sr. No	Action taken by	Details of violation	Details of action taken E.g. fines, warning letter, debarment, etc.	Observations/ remarks
NIL				

- d) The listed entity has taken the following actions to comply with the observations made in previous reports:

Sr. No	Observations in the previous reports	Observations made in the secretarial compliance report for the year ended 31 <sup>st</sup> March 2021.	Actions taken by the listed entity, if any	Comments on the actions taken by the listed entity
1.	Nil	The Company has not complied with the regulation 17(1A) of SEBI (LODR) Regulations, 2015 while appointing Mr. R. Poornalingam Non — Executive Director (aged 75 years) in the Board of the Company on 23 October, 2020.	In order to comply with regulation 17(1A) of SEBI (LODR) Regulations, 2015, a special resolution was passed through postal ballot e-voting process on 25 <sup>th</sup> March 2021 towards appointment of Mr. R. Poornalingam Non — Executive Director.	The company has complied with Regulation 17(1A) of SEBI (LODR) Regulations, 2015 by passing a special resolution through postal ballot on 25 <sup>th</sup> March 2021





## BP & ASSOCIATES

Company Secretaries

Sr. No	Observations in the previous reports	Observations made in the secretarial compliance report for the year ended 31 <sup>st</sup> March 2021.	Actions taken by the listed entity, if any	Comments on the actions taken by the listed entity
2.	Nil	The Company has not complied the Regulation 18(1) of SEBI (LODR) Regulations, 2015 while reconstitution of Audit Committee.	In order to comply with regulation 18(1) of SEBI (LODR) Regulations, 2015 the Board of Directors had reconstituted the Audit Committee by inducting Mr.R.Kannan, (DIN:00366831) Independent Director as a member in the Audit Committee of the company through circular resolution on 9th March, 2021.	The company has complied Regulation "18(1) of SEBI (LODR) Regulations, 2015 with effect from 9 <sup>th</sup> March 2021

Date: 26<sup>th</sup> May, 2022

Place: Chennai



For BP & Associates  
Company Secretaries

K J Chandra Mouli  
Partner

FCS No: 11720 | CP No: 11033  
UDIN: F011720D000400790