

**LOYAL TEXTILE MILLS LIMITED  
CHENNAI**

**COMPLIANCE REPORT ON CORPORATE GOVERNANCE**

**Name of Listed Entity : Loyal Textile Mills Limited**

**Quarter ending : 30<sup>th</sup> June, 2025**

**I. Composition of Board of Directors**

Name of the Director	PAN & DIN	Category (Chairperson / Executive / Non- Executive/ Independent / Nominee)	Date of passing Special Resolution as per Regulation 17(1A) of Listing Regulations	Date of Appointment in the current term / cessation	Tenure in months	No. of Director ship in listed entities includin g this listed entity	No. of Independent Directors in listed entities including this entity (Regulation 17A (1) of Listing Regulations	No. of memberships in Audit / Stakeholder Committee(s) including this listed entity	No. of post of Chairperson in Audit / Stakeholder Committee held in listed entities including this listed entity
Mrs. Valli M Ramaswami	DIN : 00036508 PAN : ABSPV6496Q	Chairperson & Executive	-	12/04/2023	-	1	-	-	-
Ms.Vishala Ramswami	DIN : 06967899 PAN : BDCPR0193P	Non-Executive Non- Independent	-	17/01/2025	-	1	-	-	-
Mr.M.E.Manivannan	DIN : 02229808 PAN : ACDPM7654H	Executive	-	11/02/2022	-	1	-	-	-
Mr. B. Vaidyanathan	DIN : 00263983 PAN : AACPV4038M	Non-Executive & Non- Independent	-	27/09/2018	-	1	-	1	-
Mrs. Vijayalakshmi Rao	DIN : 00259208 PAN : AASPV5406D	Non-Executive - Independent	-	17/09/2022	32	1	1	-	-
Mr.R.Kannan	DIN : 00366831 PAN : AAMPK6117C	Non-Executive – Independent	-	20/11/2023	19	1	1	-	-
Mr. Lakshmi Narayanan	DIN : 00580679 PAN : AAAPL1122E	Non-Executive – Independent	-	08/08/2022	34	1	1	-	-
Mr. Gokul S Dixit	DIN : 00357170 PAN : AAEPD2498P	Non-Executive – Independent	-	04/11/2022	31	2	2	1	-
Mr.K.Kumaran	DIN : 00801146 PAN: AAKPK6829M	Non-Executive – Independent	-	10/10/2023	20	1	1	-	-

**LOYAL TEXTILE MILLS LIMITED  
CHENNAI**

**II. Composition of Committee**

<b>Name of Committee</b>	<b>DIN No.</b>	<b>Name of Committee Members</b>	<b>Category</b>	<b>Date of Appointment</b>
Audit Committee	00357170	Mr. Gokul Dixit - Chairperson	Independent	28-09-2023
	00263983	Mr. B. Vaidyanathan	Non-Independent	28-09-2023
	00259208	Mrs. Vijayalakshmi Rao	Independent	28-09-2023
	00366831	Mr.R.Kannan	Independent	28-09-2023
Nomination and Remuneration Committee	00259208	Mrs. Vijayalakshmi Rao - Chairperson	Independent	28-09-2023
	00263983	Mr. B. Vaidyanathan	Non-Independent	28-09-2023
	00357170	Mr. Gokul S Dixit	Independent	28-09-2023
Stakeholders Relationship Committee	01122411	Mr. Madhavan Nambiar - Chairperson	Non-Independent	23-09-2024
	00357170	Mr. Gokul S Dixit	Independent	23-09-2024
	02229808	Mr.M.E.Manivannan	Executive	23-09-2024
Corporate Social Responsibility Committee	00259208	Mrs. Vijayalakshmi Rao - Chairperson	Independent	07-11-2022
	00366831	Mr.R.Kannan	Independent	07-11-2022
	02229808	Mr.M.E.Manivannan	Executive	07-11-2022

**III. Meeting of Board of Directors**

<b>Date of Meeting in the previous quarter</b>	<b>Date of Meeting in the relevant quarter</b>	<b>Maximum gap between any two consecutive meetings</b>
12 <sup>th</sup> February, 2025	27 <sup>th</sup> May 2025	33
18 <sup>th</sup> March, 2025		69

**LOYAL TEXTILE MILLS LIMITED  
CHENNAI**

**IV. Meeting of Committees – Audit Committee**

Date of meeting of the committee	Whether requirement of Quorum met	Date of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days.
12 <sup>th</sup> February, 2025	Yes No. of Members - 4 Attended - 3	27 <sup>th</sup> May, 2025	69 days
18 <sup>th</sup> March, 2025	Leave of Absence - 1		33 days

**Nomination and Remuneration Committee**

Date of meeting of the committee	Whether requirement of Quorum met	Date of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days.
27 <sup>th</sup> May, 2025	Yes No. of Members - 3 Attended - 3 Leave of Absence - 0	18 <sup>th</sup> March, 2025	69 days

**Corporate Social Responsibility Committee**

Date of meeting of the committee	Whether requirement of Quorum met	Date of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days.
27 <sup>th</sup> May, 2025	Yes No. of Members - 3 Attended - 2 Leave of Absence - 0	-	-

**LOYAL TEXTILE MILLS LIMITED**  
**CHENNAI**

**Stakeholders' Relationship Committee**

Date of meeting of the committee	Whether requirement of Quorum met	Date of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days.
27 <sup>th</sup> May, 2025	Yes No. of Members - 3 Attended - 3 Leave of Absence - 0	-	-

**V. Related Party Transactions**

Subject	Compliance status
Whether prior approval of audit committee obtained	Yes
Whether shareholder approval obtained for material RPT	Not applicable
Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes

**VI. Affirmations**

Sl. No.	Subject	Compliance Status (Yes/No/NA)
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 500 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

**LOYAL TEXTILE MILLS LIMITED**  
**CHENNAI**

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

**For LOYAL TEXTILE MILLS LIMITED**

**SD/-**  
**S MUTHUKRISHNAN**  
**COMPANY SECRETARY AND COMPLIANCE OFFICER**  
**Membership No. F 9420**