

**LOYAL TEXTILE MILLS LIMITED
CHENNAI**

COMPLIANCE REPORT ON CORPORATE GOVERNANCE

Name of Listed Entity : Loyal Textile Mills Limited

Quarter ending : 31st December, 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	-	26/09/2025	-	1	-	1	-
Mrs. Vijayalakshmi Rao	DIN : 00259208 PAN : AASPV5406D	Non-Executive - Independent	-	01/10/2022	38	1	1	-	-
Mr.R.Kannan	DIN : 00366831 PAN : AAMPK6117C	Non-Executive – Independent	-	20/11/2023	25	1	1	-	-
Mr. Lakshmi Narayanan	DIN : 00580679 PAN : AAAPL1122E	Non-Executive – Independent	-	08/08/2022	40	1	1	-	-
Mr. Gokul S Dixit	DIN : 00357170 PAN : AAEPD2498P	Non-Executive – Independent	-	26/09/2025	37	2	2	1	1
Mr.K.Kumaran	DIN : 00801146 PAN: AAKPK6829M	Non-Executive – Independent	-	10/10/2023	26	1	1	-	-

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II. Composition of Committee

Name of Committee	DIN No.	Name of Committee Members	Category	Date of Appointment
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. B Vaidyanathan- 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

Date of Meeting in the previous quarter	Date of Meeting in the relevant quarter	Maximum gap between any two consecutive meetings
12 th August 2025	11 th November 2025	90
	29 th December 2025	47

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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.
11 th November, 2025	Yes No. of Members - 4 Attended - 3 Leave of Absence - 1	12 th August, 2025	90 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.
29 th December 2025	Yes No. of Members - 3 Attended - 2 Leave of Absence - 1	12 th August, 2025	138 days

V. 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

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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

For LOYAL TEXTILE MILLS LIMITED

**SD/-
Dr. V Rajesh
Company Secretary and Compliance officer**

DETAILS OF CYBER SECURITY INCIDENCE

S.No	Particulars	
1	Whether as per Regulations 27(2) (ba) of SEBI (LODR) Regulations, 2015 there has been cyber security incidents or breaches or loss of data or documents during the quarter	No
2	Other details of cyber security incidence or breaches or loss of data event	-
3	Number of cyber security incidence or breaches or loss of data event occurred during the quarter	-

For LOYAL TEXTILE MILLS LIMITED

**SD/-
Dr. V Rajesh
Company Secretary and Compliance officer**

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Investor Grievance Details	
No. of investor complaints pending at the beginning of Quarter	0
No. of investor complaints received during the Quarter	0
No. of investor complaints disposed off during the Quarter	0
No. of investor complaints those remaining unresolved at the end of the Quarter	0