LOYAL TEXTILE MILLS LIMITED
CHENNAI

COMPLIANCE REPORT ON CORPORATE GOVERNANCE

Name of Listed Entity : Loyal Textile Mills Limited

Quarter ending : 30th September, 2026

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 Directorship in listed entities including 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	-	-	-
Mrs. 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	-	-	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	35	1	1	1	-
Mr. R. Kannan	DIN: 00366831 PAN: AAMPK6117C	Non-Executive – Independent	-	20/11/2023	22	1	1	1	-
Mr. Lakshmi Narayanan	DIN: 00580679 PAN: AAAPL1122E	Non-Executive – Independent	-	08/08/2022	37	1	1	-	-
Mr. Gokul S Dixit	DIN: 00357170 PAN: AAEPD2498P	Non-Executive – Independent	-	26/09/2025	34	2	2	1	1
Mr. K. Kumaran	DIN: 00801146 PAN: AAKPK6829M	Non-Executive – Independent	-	10/10/2023	23	1	1	-	-
Mr. Subrahmaniya Sivam	DIN:02393209 PAN: AAIPS8227M	Non-Executive – Independent	-	22/09/2026	60	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 for the previous quarter	Date of Meeting in the relevant quarter	Maximum gap between any two consecutive meetings
27th May 2026	14th August, 2026	78 days

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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.
14th August, 2026	Yes No. of Members - 4 Attended - 3 Leave of Absence - 1	27th May, 2026	78 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.
14th August, 2026	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	Yes
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

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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
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 date 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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HALF YEARLY AFFIRMATIONS

Affirmations on Compliance Requirements for AGM (applicable only for the first half-year filing i.e., 2nd quarter)				
I. Affirmations				
Sr	**Particulars**	**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, BRSR & BRSR core, if applicable, displayed on website	46(2)	Yes	
2	Presence of Chairperson of Audit Committee at the Annual General Meeting	18(1)(d)	Yes	
3	Presence of Chairperson of the nomination and remuneration committee at the annual general meeting	19(3)	No	As per Regulations 19(3) of SEBI (LODR) Regulations, 2015, The Chairperson of the Nomination Remuneration Committee may be(option to be) present at the Annual General Meeting and therefore the Chairperson of NRC did not present at the Annual General Meeting.
4	Presence of Chairperson of the Stakeholder Relationship committee at the annual general meeting	20(3)	Yes	
5	Disclosure of the Secretarial Audit Report of the listed entity and the material subsidiaries in the Annual Report	24A(1)	Yes	
6	Compliance with the conditions laid down for Secretarial Auditor or the person signing the Secretarial Compliance Report	24A(1A), 24A(1B), 24A(1C)	Yes	
7	Submission of Annual Secretarial Compliance Report	24A(2)	Yes	
8	Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes	

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