

**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               | Quarterly                   |
| Date of Report                  | 31-12-2017                  |
| 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                              | 02-10-2017        |                                | 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                             | 2  | 2  | 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 |
|----|-----------------|----------------------|------------|----------|--------------------------------------|-------------------------|-------------------------|---|-------------------|--------------------------------|--|--|--|-------|
| 5  | Mr              | M. Madhavan Nambiar  | AAAPN9333K | 03487311 | Non-Executive - Independent Director | Not Applicable          |                         | 11-09-2017                              |                   | 60                             | 1  | 0  | 0  |       |
| 6  | Mr              | B.T.Bangera          | AANPB8111C | 00432492 | Non-Executive - Independent Director | Not Applicable          |                         | 25-09-2017                              |                   | 36                             | 1  | 0  | 0  |       |
| 7  | Mrs             | Vijayalakshmi Rao    | AASPV5406D | 00259208 | Non-Executive - Independent Director | Not Applicable          |                         | 25-09-2017                              |                   | 60                             | 1  | 0  | 0  |       |
| 8  | Mr              | B.Vaidyanathan       | AACPV4038M | 00263983 | Executive Director                   | Not Applicable          |                         | 07-12-2017                              |                   |                                | 1  | 0  | 0  |       |

**Annexure 1****II. Composition of Committees**

Disclosure of notes on composition of committees explanatory

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  | Audit Committee                           | R.Poornalingam            | Non-Executive - Independent Director | Chairperson             |                         |
| 2  | Audit Committee                           | M.Madhavan Nambiar        | Non-Executive - Independent Director | Member                  |                         |
| 3  | Audit Committee                           | B.T.Bangera               | Non-Executive - Independent Director | Member                  |                         |
| 4  | Nomination and remuneration committee     | M.Madhavan Nambiar        | Non-Executive - Independent Director | Chairperson             |                         |
| 5  | Nomination and remuneration committee     | R.Poornalingam            | Non-Executive - Independent Director | Member                  |                         |
| 6  | Nomination and remuneration committee     | Vijayalakshmi Rao         | Non-Executive - Independent Director | Member                  |                         |
| 7  | Stakeholders Relationship Committee       | M.Madhavan Nambiar        | Non-Executive - Independent Director | Chairperson             |                         |
| 8  | Stakeholders Relationship Committee       | B.T.Bangera               | Non-Executive - Independent Director | Member                  |                         |
| 9  | Stakeholders Relationship Committee       | P.Manivannan              | Executive Director                   | Member                  |                         |
| 10 | Corporate Social Responsibility Committee | Vijayalakshmi Rao         | Non-Executive - Independent Director | Chairperson             |                         |

**Annexure 1**

**II. Composition of Committees**

| Sr | Name Of Committee                         | Name of Committee members | Category 1 of directors              | Category 2 of directors | Name of other committee |
|----|---|---------------------------|--------------------------------------|-------------------------|-------------------------|
| 11 | Corporate Social Responsibility Committee | M.Madhavan Nambiar        | Non-Executive - Independent Director | Member                  |                         |
| 12 | Corporate Social Responsibility Committee | P.Manivannan              | Executive Director                   | Member                  |                         |

**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  | 23-08-2017  |  |   |
| 2  |   | 19-10-2017   | 56  |
| 3  |   | 07-12-2017   | 48  |

**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                       | 07-12-2017  | Yes  | 3                                   | 23-08-2017  | 105  |                         |
| 2  | Nomination and remuneration committee | 07-12-2017  | Yes  | 2                                   | 23-08-2017  | 105  |                         |
| 3  | Stakeholders Relationship Committee   | 07-12-2017  | Yes  | 3                                   | 23-08-2017  | 105  |                         |

**Annexure 1**

**V. Related Party Transactions**

| Sr | Subject  | Compliance status<br>(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**

| <b>VI. Affirmations</b> |  |                            |
|-------------------------|--|----------------------------|
| 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  | 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 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                        |

| <b>Signatory Details</b> |                      |
|--------------------------|----------------------|
| Name of signatory        | Vetrivel Balamurugan |
| Designation of person    | Company Secretary    |
| Place                    | KOVILPATTI           |
| Date                     | 12-01-2018           |

