

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

DIVISIONAL OFFICE :

No. 83 (Old No. 41), 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 : www.loyaltextiles.com

REF: LTM/BSE/2019-20/Q4/009

June 4, 2020

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

Dear Sir,

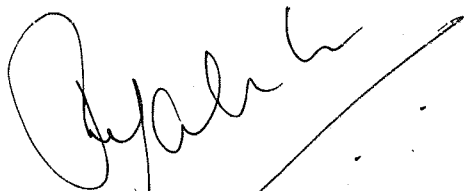
Sub: Annual Secretarial Compliance Report – reg.

This is with reference to Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and SEBI Circular CIR/CFD/CMD1/27/2019 dated 8th February 2019, we herewith submit the Annual Secretarial Compliance report for the year ended 31st March 2020 issued by the Practicing Company Secretary for your kind reference and record.

Thanking You,

Yours faithfully

For LOYAL TEXTILE MILLS LIMITED



P. MAHADEVAN

Company Secretary & Compliance Officer

Encl: As above



Regd. Office :

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

Phone : +91 04632 220001-5 Fax : +91 4632 221353

E-Mail : kovilpatti@loyaltextiles.com

GSTIN Tamil Nadu : 33AAACL2632C1Z8



SECRETARIAL COMPLIANCE REPORT
OF
LOYAL TEXTILE MILLS LIMITED FOR THE YEAR ENDED 31ST MARCH 2020

I have examined:

- a) all the documents and records made available to us and explanation provided by **LOYAL TEXTILE MILLS LIMITED** ("the Company")
- b) the filings/submissions made by the Company to the stock exchanges,
- c) website of the Company,
- d) any other document/filing, as may be relevant, which has been relied upon to make this certification

for the year ended 31st March, 2020 ("Review period") in respect of compliance with the provisions of:

- a) the Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, Circulars, guidelines issued there under; and
- b) the Securities Contract (Regulation) Act, 1956 ("SCRA"), rules made there under and the Regulations, Circulars, guidelines issued there under by the Securities and Exchange Board of India ("SEBI");

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

- a) The Depositories Act, 2018 and the Regulations and Bye- laws framed there under
- b) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015
- c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011
- d) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015
- e) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 – **(Not Applicable)**
- f) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 - **(Not Applicable)**



M. K. Bashyam

- g) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 - **(Not Applicable)**
- h) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 – **(Not Applicable)**
- i) Securities and Exchange Board of India (Issue and Listing of Non – Convertible and Redeemable Preference Shares) Regulations, 2013 - **(Not Applicable)**
- j) Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 - **(Not Applicable)**
- k) Securities and Exchange Board of India (Registrar to an issue and Share Transfer Agents) Regulations, 1993 - **(Not Applicable)**

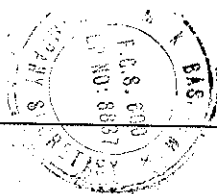
and based on the above examination, I hereby report that, during the Review Period:

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

Sr.No	Compliance Requirement (Regulations/ Circulars / guidelines including specific clause	Deviations	Observations / Remarks of the Practicing Company Secretary
NIL			

- b) The Company has maintained proper records under the provisions of the above Regulations and circulars / guidelines issued there under in so far as it appears from my examination of those records.
- c) The following are the details of actions taken against the Company / its promoters/ directors/ materials 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 there under:

Sr.No	Action taken by	Details of Violation	Details of action taken E.g. fines, warning letter, debarment, etc.	Observations / Remarks of the Practicing Company Secretary, if any
NIL				



M. K. Bashyam

M. K. BASHYAM, F.C.S.
Company Secretary in Practice

Old No.9A, New No. 43,
Palmal Cross Street
Madurai – 625 001
Cell: 999 411 0512

d) The Company has taken the following actions to comply with the observation made in previous reports:

Sr.No	Observation of the Practicing Company Secretary in the previous report	Observations made in the secretarial compliance report for the year ended 31 st March 2020	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
NIL				

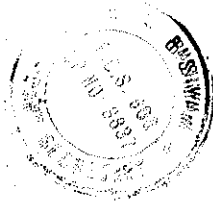
Place: Madurai

Date: 01/06/2020



Signature:

Company Secretary in practice: M.K. BASHYAM
CP.No.3837 FCS 600



COMPANY SECRETARY
FCS-600 C. P. No: 3837