

| <b>General information about company</b>  |   |
|---|---|
| Scrip code  | 521234  |
| NSE Symbol  | NOTLISTED   |
| MSEI Symbol   |   |
| ISIN  | INE443E01016  |
| Name of the entity  | SRI NACHAMMAI COTTONMILLS LIMITED                                   |
| Date of start of financial year   | 01-04-2024  |
| Date of end of financial year   | 31-03-2025  |
| Reporting Quarter Type  | Quarterly   |
| Date of Quarter Ending  | 31-12-2024  |
| Type of company   | Equity  |
| Whether Annexure I (Part A) of the SEBI Circular dated December 31, 2024 related to Compliance Report on Corporate Governance is applicable to the entity?                                  | Yes   |
| Whether Annexure I (Part B) of the SEBI Circular dated December 31, 2024 related to Investor Grievance Redressal Report is Applicable to the entity?  | Yes   |
| Whether Annexure I (Part C) of the SEBI Circular dated December 31, 2024 related to Disclosure of Acquisition of Shares or Voting Rights in Unlisted Companies is Applicable to the entity? | No<br>Company did not acquired any shares of any unlisted companies |
| Whether Annexure I (Part D) of the SEBI Circular dated December 31, 2024 related to Disclosure of Imposition of Fine or Penalty is Applicable to the entity?                                | No<br>No Fines or Penalty leavied on the company.                   |
| Whether Annexure I (Part E) of the SEBI Circular dated December 31, 2024 related to Disclosure of Updates to Ongoing Tax Litigations or Disputes is Applicable to the entity?               | No<br>Company do not have any Tax litigations or disputes.          |
| Risk management committee   | Not Applicable  |
| Market Capitalisation as per immediate previous Financial Year  | Any other   |
| Is SCORE ID Available ?   | Yes   |
| SCORE Registration ID   | S00506  |

|  |          |
|--|----------|
| Reason For No SCORE ID                               |          |
| Type of Submission                                   | Revision |
| Remarks (website dissemination)                      |          |
| Remarks for Exchange (not for Website Dissemination) |          |

## 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

Whether the listed entity has a Regular Chairperson

Yes

Whether Chairperson is related to MD or CEO

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 Birth |
|----|-----------------|----------------------|------------|----------|--|-------------------------|-------------------------|---------------|
| 1  | Mrs             | P UMAYAL             | AAFPU3052P | 00110260 | Executive Director                       | Chairperson             | CEO-MD                  | 07-03-1949    |
| 2  | Mr              | P PALANIAPPAN        | ADFPP1825J | 01577805 | Executive Director                       | Not Applicable          | MD                      | 22-12-1944    |
| 3  | Mr              | S RAVICHANDRAN       | ACJPR7627R | 00759455 | Non-Executive - Independent Director     | Not Applicable          |                         | 23-01-1946    |
| 4  | Mr              | A ALAGAPPAN          | AARPA0307M | 00363600 | Non-Executive - Independent Director     | Not Applicable          |                         | 07-07-1956    |
| 5  | Mr              | PL SUBBIAH           | APJPS0454E | 02131140 | Non-Executive - Independent Director     | Not Applicable          |                         | 12-04-1969    |
| 6  | Mr              | A ANNAMALAI          | AUEPA1006A | 00625832 | Non-Executive - Non Independent Director | Not Applicable          |                         | 15-02-1956    |
| 7  | Mrs             | C RENUKA             | ABTPR5729D | 02209915 | Non-Executive - Non Independent Director | Not Applicable          |                         | 16-07-1949    |
| 8  | Mrs             | SUJATHA SIVAKUMAR    | CRKPS7151R | 08536232 | Non-Executive - Independent Director     | Not Applicable          |                         | 06-09-1972    |

|    |    |             |            |          |   |                |  |                |
|----|----|-------------|------------|----------|---|----------------|--|----------------|
| 9  | Mr | A ARUNKUMAR | AJOPA2856R | 07176491 | Non-Executive -<br>Independent Director | Not Applicable |  | 20-02-<br>1982 |
| 10 | Mr | N DINESH    | ANCPD4110B | 10013116 | Non-Executive -<br>Independent Director | Not Applicable |  | 12-08-<br>1988 |

**I. Composition of Board of Directors**

**Disqualification of Directors under section 164 of the Companies Act, 2013**

| Sr | Whether the director is disqualified? | Start Date of disqualification | End Date of disqualification | Details of disqualification | Current status |
|----|---------------------------------------|--------------------------------|------------------------------|-----------------------------|----------------|
| 1  | No                                    |                                |                              |                             | Active         |
| 2  | No                                    |                                |                              |                             | Active         |
| 3  | No                                    |                                |                              |                             | Active         |
| 4  | No                                    |                                |                              |                             | Active         |
| 5  | No                                    |                                |                              |                             | Active         |
| 6  | No                                    |                                |                              |                             | Active         |
| 7  | No                                    |                                |                              |                             | Active         |
| 8  | No                                    |                                |                              |                             | Active         |
| 9  | No                                    |                                |                              |                             | Active         |
| 10 | No                                    |                                |                              |                             | Active         |

### I. Composition of Board of Directors

| Sr | Whether special resolution passed? [Refer Reg. 17(1A) of Listing Regulations] | Date of passing special resolution | Initial Date of appointment | Date of Re-appointment | Date of cessation | Tenure of director (in months) | No of Directorship in listed entities including this listed entity (Refer Regulation 17A of Listing Regulations) | No of Independent Directorship in listed entities including this listed entity [with reference to proviso to regulation 17A(1) & reg. 17A(2)] | 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) | Reason for Cessation | Notes for not providing PAN | Notes for not providing DIN |
|----|---|------------------------------------|-----------------------------|------------------------|-------------------|--------------------------------|--|---|---|--|----------------------|-----------------------------|-----------------------------|
| 1  | NA  |                                    | 10-08-1981                  | 19-12-2022             |                   | 0                              | 1  | 0   | 1   | 0  |                      |                             |                             |
| 2  | NA  |                                    | 15-10-1984                  | 19-12-2022             |                   | 0                              | 1  | 0   | 1   | 0  |                      |                             |                             |
| 3  | Yes   | 15-07-2021                         | 27-08-2010                  | 10-12-2019             | 10-12-2024        | 60                             | 1  | 1   | 2   | 2  | Tenure Completion    |                             |                             |
| 4  | NA  |                                    | 27-09-1996                  | 10-12-2019             | 10-12-2024        | 60                             | 1  | 1   | 1   | 0  | Tenure Completion    |                             |                             |
| 5  | NA  |                                    | 27-08-2010                  | 10-12-2019             | 10-12-2024        | 60                             | 1  | 1   | 0   | 0  | Tenure Completion    |                             |                             |
| 6  | NA  |                                    | 19-09-1997                  |                        | 08-11-2024        | 0                              | 1  | 0   | 2   | 0  | Others               |                             |                             |
| 7  | Yes   | 16-09-2021                         | 30-05-2018                  |                        |                   | 0                              | 1  | 0   | 2   | 0  |                      |                             |                             |
| 8  | NA  |                                    | 14-08-2019                  | 14-08-2024             |                   | 5                              | 1  | 1   | 1   | 0  |                      |                             |                             |
| 9  | NA  |                                    | 10-12-                      |                        |                   | 1                              | 1  | 1   | 2   | 2  |                      |                             |                             |

|    |    |  |            |  |  |   |   |   |   |   |  |  |  |
|----|----|--|------------|--|--|---|---|---|---|---|--|--|--|
|    |    |  | 2024       |  |  |   |   |   |   |   |  |  |  |
| 10 | NA |  | 10-12-2024 |  |  | 1 | 1 | 1 | 0 | 0 |  |  |  |

| Audit Committee Details                               |            |                           |  |                         |                     |                   |         |
|---|------------|---------------------------|--|-------------------------|---------------------|-------------------|---------|
| Whether the Audit Committee has a Regular Chairperson |            |                           |  |                         | Yes                 |                   |         |
| Sr  | DIN Number | Name of Committee members | Category 1 of directors                  | Category 2 of directors | Date of Appointment | Date of Cessation | Remarks |
| 1   | 07176491   | A ARUNKUMAR               | Non-Executive - Independent Director     | Chairperson             | 10-12-2024          |                   |         |
| 2   | 08536232   | SUJATHA SIVAKUMAR         | Non-Executive - Independent Director     | Member                  | 14-08-2019          |                   |         |
| 3   | 02209915   | C RENUKA                  | Non-Executive - Non Independent Director | Member                  | 30-05-2018          |                   |         |
| 4   | 00759455   | S RAVICHANDRAN            | Non-Executive - Independent Director     | Chairperson             | 24-01-2012          | 10-12-2024        |         |
| 5   | 00363600   | A ALAGAPPAN               | Non-Executive - Independent Director     | Member                  | 26-04-2002          | 10-12-2024        |         |
| 6   | 00625832   | A ANNAMALAI               | Non-Executive - Non Independent Director | Member                  | 15-04-2019          | 08-11-2024        |         |

| <b>Nomination and remuneration committee</b>                                |            |                           |  |                         |                     |                   |         |
|---|------------|---------------------------|--|-------------------------|---------------------|-------------------|---------|
| Whether the Nomination and remuneration committee has a Regular Chairperson |            |                           |  |                         | Yes                 |                   |         |
| Sr  | DIN Number | Name of Committee members | Category 1 of directors                  | Category 2 of directors | Date of Appointment | Date of Cessation | Remarks |
| 1   | 07176491   | A ARUNKUMAR               | Non-Executive - Independent Director     | Chairperson             | 10-12-2024          |                   |         |
| 2   | 08536232   | SUJATHA SIVAKUMAR         | Non-Executive - Independent Director     | Member                  | 14-08-2019          |                   |         |
| 3   | 02209915   | C RENUKA                  | Non-Executive - Non Independent Director | Member                  | 30-05-2018          |                   |         |
| 4   | 00759455   | S RAVICHANDRAN            | Non-Executive - Independent Director     | Chairperson             | 24-01-2012          | 10-12-2024        |         |
| 5   | 00363600   | A ALAGAPPAN               | Non-Executive - Independent Director     | Member                  | 26-04-2002          | 10-12-2024        |         |
| 6   | 00625832   | A ANNAMALAI               | Non-Executive - Non Independent Director | Member                  | 15-04-2019          | 08-11-2024        |         |

| Stakeholders Relationship Committee                                       |            |                           |  |                         |                     |                   |         |
|---|------------|---------------------------|--|-------------------------|---------------------|-------------------|---------|
| Whether the Stakeholders Relationship Committee has a Regular Chairperson |            |                           |  |                         | Yes                 |                   |         |
| Sr  | DIN Number | Name of Committee members | Category 1 of directors                  | Category 2 of directors | Date of Appointment | Date of Cessation | Remarks |
| 1   | 07176491   | A ARUNKUMAR               | Non-Executive - Independent Director     | Chairperson             | 10-12-2024          |                   |         |
| 2   | 02209915   | C RENUKA                  | Non-Executive - Non Independent Director | Member                  | 30-05-2018          |                   |         |
| 3   | 01577805   | P PALANIAPPAN             | Executive Director                       | Member                  | 26-04-2002          |                   |         |
| 4   | 00110260   | P UMAYAL                  | Executive Director                       | Member                  | 26-04-2002          |                   |         |
| 5   | 00759455   | S RAVICHANDRAN            | Non-Executive - Independent Director     | Chairperson             | 24-01-2012          | 10-12-2024        |         |
| 6   | 00625832   | A ANNAMALAI               | Non-Executive - Non Independent Director | Member                  | 15-04-2019          | 08-11-2024        |         |



| <b>Corporate Social Responsibility Committee</b>                                |            |                           |                         |                         |                     |                   |         |
|---|------------|---------------------------|-------------------------|-------------------------|---------------------|-------------------|---------|
| Whether the Corporate Social Responsibility Committee has a Regular Chairperson |            |                           |                         |                         |                     |                   |         |
| Sr  | DIN Number | Name of Committee members | Category 1 of directors | Category 2 of directors | Date of Appointment | Date of Cessation | Remarks |

| <b>Other Committee</b> |            |                           |                          |  |                         |         |
|------------------------|------------|---------------------------|--------------------------|--|-------------------------|---------|
| Sr                     | DIN Number | Name of Committee members | Name of other committee  | Category 1 of directors                  | Category 2 of directors | Remarks |
| 1                      | 01577805   | P PALANIAPPAN             | SHARE TRANSFER COMMITTEE | Executive Director                       | Chairperson             |         |
| 2                      | 00110260   | P UMayAL                  | SHARE TRANSFER COMMITTEE | Executive Director                       | Member                  |         |
| 3                      | 07176491   | A ARUNKUMAR               | SHARE TRANSFER COMMITTEE | Non-Executive - Independent Director     | Member                  |         |
| 4                      | 02209915   | C RENUKA                  | SHARE TRANSFER COMMITTEE | Non-Executive - Non Independent Director | Member                  |         |

## Annexure 1

### Annexure 1

#### III. Meeting of Board of Directors

| Disclosure of notes on meeting of board of directors explanatory |   |  |   | Notes for not providing Date | Whether requirement of Quorum met (Yes/No) | Total Number of Directors as on date of the meeting | Number of Directors present* (All directors including Independent Director) | No. of Independent Directors attending the meeting* |
|--|---|--|---|------------------------------|--|---|---|---|
| Sr. No.  | 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  | 08-08-2024  |  |   |                              | Yes  | 8   | 6   | 3   |
| 2  |   | 28-10-2024   | 80  |                              | Yes  | 8   | 7   | 4   |
| 3  |   | 09-11-2024   | 11  |                              | Yes  | 7   | 6   | 4   |
| 4  |   | 11-12-2024   | 31  |                              | Yes  | 6   | 5   | 3   |

## Annexure 1

### IV. Meeting of Committees

| Disclosure of notes on meeting of committees explanatory |                                     |   |   |                          |                               |  |  |  |   |  |
|--|-------------------------------------|---|---|--------------------------|-------------------------------|--|--|--|---|--|
| Sr   | Name of Committee                   | Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order) | Maximum gap between any two consecutive (in number of days) | Name of other committee  | Reason for not providing date | Whether requirement of Quorum met (Yes/No) | Total Number of Directors in the Committee as on date of the meeting | Number of Directors Present (All Directors including Independent Director) | No. of Independent Directors attending the meeting* | No. of members attending the meeting (other than Board of Directors) |
| 1  | Audit Committee                     | 08-08-2024  |   |                          |                               | Yes  | 3  | 3  | 2   | 0  |
| 2  | Audit Committee                     | 09-11-2024  | 92  |                          |                               | Yes  | 3  | 2  | 2   | 0  |
| 3  | Stakeholders Relationship Committee | 08-08-2024  |   |                          |                               | Yes  | 4  | 4  | 1   | 0  |
| 4  | Stakeholders Relationship Committee | 09-11-2024  | 92  |                          |                               | Yes  | 4  | 3  | 1   | 0  |
| 5  | Other Committee                     | 01-10-2024  |   | SHARE TRANSFER COMMITTEE |                               | Yes  | 4  | 4  | 1   | 0  |
| 6  | Other Committee                     | 23-10-2024  | 21  | SHARE TRANSFER COMMITTEE |                               | Yes  | 4  | 4  | 1   | 0  |

## Annexure 1

### IV. Meeting of Committees

| Sr | Name of Committee                     | Date(s) of meeting (Enter dates of Previous quarter and Current quarter in chronological order) | Maximum gap between any two consecutive (in number of days) | Name of other committee | Reason for not providing date | Whether requirement of Quorum met (Yes/No) | Total Number of Directors in the Committee as on date of the meeting | Number of Directors Present (All Directors including Independent Director) | No. of Independent Directors attending the meeting* | No. of members attending the meeting (other than Board of Directors) |
|----|---------------------------------------|---|---|-------------------------|-------------------------------|--|--|--|---|--|
| 7  | Nomination and remuneration committee | 28-10-2024  | 4   |                         |                               | Yes  | 3  | 3  | 2   | 0  |

## Annexure 1

### V. Affirmations

| 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 1000 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                        |

**Annexure 1**

| Sr | Subject           | Compliance status                        |
|----|-------------------|--|
| 1  | Name of signatory | CS M HARISH                              |
| 2  | Designation       | Company Secretary and Compliance Officer |

**Details of Cyber security incidence**

Whether as per Regulation 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

Number of cyber security incidence or breaches or loss of data event occurred during the quarter

Sr.

Date of the event

Brief details of  
the event

**Signatory Details**

|                       |  |
|-----------------------|--|
| Name of signatory     | CS M HARISH                              |
| Designation of person | Company Secretary and Compliance Officer |
| Place                 | SALEM                                    |
| Date                  | 01-03-2025                               |

**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 |

