

# Integrated Filing-Governance

General information about company	
Scrp Code	531978
NSE Symbol	AMBIKCO
MSEI Symbol	NOTLISTED
ISIN	INE540G01014
Name of the entity	Ambika Cotton Mills Limited
Date of start of financial year	01-Apr-2025
Date of end of financial year	31-Mar-2026
Reporting Quarter	Half Yearly
Date of Quarter Ending	30-Sep-2025
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
Reason For Part C Of Annexure I Disclosure Of Acquisition Of Shares Or Voting Rights In Unlisted Companies Is Not Applicable To The Entity	There are no acquisition of shares or voting rights in unlisted companies exceeding the threshold limit
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
Reason For Part D Of Annexure I Disclosure Of Imposition Of Fine Or Penalty Is Not Applicable To The Entity	NO
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?	Yes
Whether Annexure I (Part F) of the SEBI Circular dated December 31, 2024 related to Disclosure Of Loans / Guarantees / Comfort Letters / Securities Etc. is Applicable to the entity?	No
Reason For Part F Of Annexure I Disclosure Of Loans Or Guarantees Or Comfort Letters Or Securities Etc Is Not Applicable To The Entity	Annexure I (Part D) of the SEBI Circular dated December 31, 2024 related to Disclosure of Imposition of Fine or Penalty is not Applicable to the entity
Risk management committee	No
Market Capitalisation as per immediate previous Financial Year	Top 2000 listed entities
Is SCORE ID Available ?	Yes
SCORE Registration ID	a00176
Reason For No SCORE ID	
Type of Submission	Original
Remarks (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

Whether Chairperson is related to MD or CEO

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	Whether the director is disqualified?	Start Date of disqualification	End Date of disqualification
1	Mr.	PVCHANDRAN		00628479	Executive Director	Chairperson		28-Feb-1949	No		
2	Mr.	K.VENKATACHALAM		01062171	Non-Executive - Non Independent Director	Not Applicable		14-Jul-1952	No		
3	Mrs.	Bhavya Chandran		02080649	Non-Executive - Non Independent Director	Not Applicable		20-Jun-1983	No		
4	Mrs.	Vidya Jyothish Pillai		05215930	Non-Executive - Non Independent Director	Not Applicable		19-Jan-1980	No		
5	Mr.	E.M.Nagasivam		07894618	Non-Executive - Independent Director	Not Applicable		02-May-1957	No		
6	Mrs.	Vijayalakshmi Narendra		00412374	Non-Executive - Independent Director	Not Applicable		11-May-1956	No		
7	Mrs.	TBINA		11009643	Non-Executive - Independent Director	Not Applicable		30-May-1973	No		
8	Mrs.	SEETHALAKSHMIT R		11011306	Non-Executive - Independent Director	Not Applicable		16-May-1975	No		

#### II. Composition of Committees

Disclosure of notes on composition of committees explanatory

#### Audit Committee Details

Whether the Audit Committee has a Regular Chairperson

Whether the Audit 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
1	00412374	Vijayalakshmi Narendra	Non-Executive - Independent Director	Chairperson	03-Feb-2022		
2	05215930	Vidya Jyothish Pillai	Non-Executive - Non Independent Director	Member	27-May-2017		
3	07894618	E.M.Nagasivam	Non-Executive - Independent Director	Member	10-Feb-2018		

#### Nomination and remuneration committee

Whether the Nomination and remuneration committee has a Regular Chairperson

Whether the Nomination and remuneration 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
1	07894618	E.M.Nagasivam	Non-Executive - Independent Director	Chairperson	03-Feb-2022		
2	02080649	Bhavya Chandran	Non-Executive - Non Independent Director	Member	24-May-2014		
3	00412374	Vijayalakshmi Narendra	Non-Executive - Independent Director	Member	28-Sep-2024		

#### Stakeholders Relationship Committee

Whether the Stakeholders Relationship Committee has a Regular Chairperson

Whether the Stakeholders Relationship 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
1	01062171	K.VENKATACHALAM	Non-Executive - Non Independent Director	Chairperson	27-May-2017		
2	05215930	Vidya Jyothish Pillai	Non-Executive - Non Independent Director	Member	08-Nov-2014		
3	02080649	Bhavya Chandran	Non-Executive - Non Independent Director	Member	08-Nov-2014		
4	07894618	E.M.Nagasivam	Non-Executive - Independent Director	Member	28-Sep-2024		

#### Risk Management Committee

Whether the Risk Management Committee has a Regular Chairperson

Whether the Risk Management 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
1	00628479	PVCHANDRAN	ED	Chairperson	08-Nov-2014		
2	01062171	K.VENKATACHALAM	NED	Member	08-Nov-2014		
3	05215930	Vidya Jyothish Pillai	NED	Member	08-Nov-2014		
4	07894618	E.M.Nagasivam	ID	Member	28-Sep-2024		

## Annexure I

### III. Meeting of Board of Directors

Disclosure of notes on meeting of board of directors explanatory

Sr	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)	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*	No. of members attending (other than Board of Directors)
1	27-May-2025			Yes	9	9	5	
2	08-Aug-2025	72		Yes	8	8	4	

### 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 (other than Board of Directors)
1	Audit Committee	26-May-2025				Yes	3	3	2	0
2	Audit Committee	07-Aug-2025	72			Yes	3	3	2	0
3	Nomination and remuneration committee	26-May-2025				Yes	3	3	2	0
4	Stakeholders Relationship Committee	26-May-2025				Yes	4	4	1	0
5	Stakeholders Relationship Committee	07-Aug-2025				Yes	4	4	1	0
6	Risk Management Committee	26-May-2025				Yes	4	4	1	0
7	Risk Management Committee	07-Aug-2025				Yes	4	4	1	0

## Annexure I

### VI. Affirmations

Disclosure of notes on meeting of committees explanatory

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.	Yes
3	The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. b.	Yes
4	The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. c.	Yes
5	The composition of the following committees is in terms of SEBI (Listing obligations and disclosure requirements) Regulations, 2015. d.	Yes
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
9	Any comments/observations/advice of Board of Directors may be mentioned here:	

## Annexure I

Disclosure of notes on meeting of committees explanatory

Sr	Subject	Compliance status
1	Name of signatory	Radheshyam Padia
2	Designation	Company Secretary and Compliance Officer

### Details of Cyber security incidence

Whether as per Regulation 27(2)(b) of SEBI (LODR) Regulations, 2015 there has been cyber security incidents or breaches or loss of data or documents during the quarter.

Other details of cyber security incidence or breaches or loss of data event

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

## Annexure III

### III. Affirmations

Disclosure of notes on meeting of committees explanatory

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)	Yes	
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	

Any other information to be provided

## Annexure III

Disclosure of notes on meeting of committees explanatory

1	Name of signatory	Radheshyam Padia
2	Designation	

### Additional Half yearly Disclosure

#### I. Disclosure of Loans/guarantees/Comfort letters/Securities etc.refer note below

(A) Any loan or any other form of debt advanced by the listed entity directly or indirectly to

Entity	Aggregate amount advanced during six months	Balance outstanding at the end of six months
Promoter or any other entity controlled by them		
Promoter Group or any other entity controlled by them		
Directors (including relatives) or any other entity controlled by them		
KMPs or any other entity controlled by them		

(B) Any guarantee / comfort letter (by whatever name called) provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by

Entity	Type (guarantee, comfort letter etc.)	Aggregate amount of issuance during six months	Balance outstanding at the end of six months (taking into account any invocation)
Promoter or any other entity controlled by them			
Promoter Group or any other entity controlled by them			
Directors (including relatives) or any other entity controlled by them			
KMPs or any other entity controlled by them			

(C) Any security provided by the listed entity directly or indirectly, in connection with any loan(s) or any other form of debt availed by

Entity	Type of security (cash, shares etc.)	Aggregate value of security provided during six months	Balance outstanding at the end of six months
Promoter or any other entity controlled by them			
Promoter Group or any other entity controlled by them			
Directors (including relatives) or any other entity controlled by them			
KMPs or any other entity controlled by them			

#### II. Affirmations

All loans (or other form of debt), guarantees, comfort letters (by whatever name called) or securities in connection with any loan(s) or other form of debt) given directly or indirectly by the listed entity to promoter(s), promoter group, director(s) (including their relatives), key managerial personnel (including their relatives) or any entity controlled by them are in the economic interest of the company.

Name	Designation	Place	Date

#### Signatory Details

Name of signatory

Designation of person

Place

Date

#### Investor Grievance Details

No. of investor complaints pending at the beginning of Quarter

No. of investor complaints received during the Quarter

No. of investor complaints disposed off during the Quarter

No. of investor complaints those remaining unresolved at the end of the Quarter

### Disclosure of Acquisition of Shares or Voting Rights in Unlisted Companies-

The details of acquisition of shares or voting rights in unlisted companies during the quarter in terms of sub-para 1 of para A of Part A of Schedule III are given below

Any Other Information for Disclosure of Acquisition of Shares or Voting Rights in Unlisted Companies	Name of the unlisted company in which shares or voting rights have been acquired	Date of acquisition	Aggregate holding (% shares or voting rights) as at the end of the previous quarter	% shares or voting rights acquired during the quarter	Aggregate holding (% shares or voting rights) as at the end of the quarter

### Disclosure of Imposition of fine or penalty during the quarter in terms of sub-para 20 of para A of Part A of Schedule III are given below:

Any Other Information for Disclosure of Imposition of Fine or Penalty

Sr.	Name of the authority	Nature and details of the order(s) passed	Date of receipt of direction or order, including any ad interim or interim orders, or any other communication from the authority	Details of the violation(s) /contravention(s) committed or alleged to be committed	Impact on financial, operation or other activities of the listed entity, quantifiable in monetary terms to the extent possible

### Disclosure of Updates to Ongoing Tax Litigations or Disputes

The updates on tax litigations or disputes in terms of sub-para 8 of para B of Part A of Schedule III read with corresponding provisions of Annexure 18 of the Master Circular are given below:

Any Other Information for Disclosure of Updates to Ongoing Tax Litigations or Disputes

Sr.	Name of the opposing party	Date of initiation of the litigation / dispute	Status of the litigation / dispute as per last disclosure	Current status of the litigation / dispute
1	Customs Act/1962	11-Jul-2008	Demand Raised in FY 2008-2009 Rs. 0.98 Crore in respect of exit from 100% EOU 46 Unit II - Final exit order dated 17.05.2005 - Pending for disposal before Commissioner of GST and Central Excise (Appeals) Coimbatore, Circuit Office at Trichy	Pending for disposal before Commissioner of GST and Central Excise (Appeals) Coimbatore, Circuit Office at Trichy
2	Customs Act/1962	21-Jul-2008	Demand Raised in FY 2008-2009 Rs. 3.12 Crores in respect of exit from 100% EOU 46 Unit II - Final exit order dated 17.05.2005 - Pending for disposal before Commissioner of GST and Central Excise (Appeals) Coimbatore, Circuit Office at Trichy	Pending for disposal before Commissioner of GST and Central Excise (Appeals) Coimbatore, Circuit Office at Trichy
3	GST	23-Nov-2022	FY 2017-18 - Rs. 34.11 Lakhs - Appeal to be filed before GST Tribunal on its Constitution	Appeal to be filed before GST Tribunal on its Constitution
4	GST	05-Dec-2022	FY 2018-19 - Rs. 11.93 Lakhs - Appeal to be filed before GST Tribunal on its Constitution	Appeal to be filed before GST Tribunal on its Constitution
5	STOCK EXCHANGES NSE AND BSE	12-Sep-2025	Interpretation of SEBI LODR Regulations, 2015 - Total Fine by both Stock Exchanges Rs. 2711640/- including GST	Appeal to be filed before SAT