



Ambika Cotton Mills Limited

12/02/2025

Ref.No.ACM/SE/36/2024-25

To,

The Listing Department
National Stock Exchange of India Limited
Exchange Plaza, BandraKurla Complex
Bandra , Mumbai – 400 051

The Listing Department
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street, Mumbai – 400 001

BSE - Scrip Code: 531978 Scrip Name: Ambika Cotton Mills Limited

NSE - AMBIKCO

Dear Sirs,

Submission of Quarterly Integrated Filing (Governance) for the Quarter ended 31.12.2024

Pursuant to SEBI Circular No. SEBI/HO/CFD/CFD-PoD-2 /CIR /P/ 2024/ 185 dated December 31, 2024 and Regulation 10 (1A) of SEBI (LODR) Regulation 2015 read with BSE Circular No. 20250102-4 and NSE Circular No. NSE/CML/2025/02 dated January 2, 2025, we are submitting the Integrated Filing (Governance) for the quarter ended December 31, 2024

Kindly take the same on record

For Ambika Cotton Mills Limited

Radhe Shyam Padia
Company Secretary

Reg Office : 15, Valluvar Street, Sivanandha Colony, Coimbatore - 641012, Tamil Nadu, India

tel: +91 422 2491501, +91 422 2491502 fax: +91 422 2499623

email : ambika@acmills.in

CIN : L17115T21988PLCNC2269

FORMAT FOR QUARTERLY INTEGRATED FILING (GOVERNANCE)

A. Compliance Report on Corporate Governance to be submitted by a listed entity on a quarterly basis

1. Name of the Listed Entity: Ambika Cotton Mills Limited
2. Quarter Ending: 31-12-2024

I. Composition of Board of Directors												
Title (Mr./Ms.)	Name of the Director	PAN & DIN	Category (Chairperson /Executive/ Non-Executive/ in dependent/ Nominee)	Initial Date of Appointment	Date of Re-appointment	Date of Cessation	Tenure	Date of Birth	No. of Directorship in listed entities including this listed entity [with reference to Regulation 17A]	No. of Independent directorship in listed entities including this listed entity [with reference to proviso to regulation 17A(1)] & reg. 17A(2)]	No. of memberships in Audit/Stakeholder Committee(s) including this listed entity (Refer Regulation 26(1) of the LODR Regulations)	No. of posts of Chairperson in Audit/Stakeholder Committee held in listed entity (Refer Regulation 26(1) of the LODR Regulations)
Mr	P.V.Chandran	ACOPC4846Q & 00628479	Executive Director	06-10-1988	29-09-2022	NA	60	28-02-1949	1	0	0	0
Mr	K.Venkatachalam	ADLPV7783P & 01062171	Non-Executive - Non Independent Director	29-04-2014	28-09-2024	NA		14-07-1952	1	0	1	1
Mrs	Bhavya Chandran	ADRPC8576B & 02080649	Non-Executive - Non Independent Director	30-01-2008	29-09-2023	NA		20-06-1983	1	0	1	0
Mrs	Vidya Jyothish Pillai	ACKPV3804F & 05215930	Non-Executive - Non Independent Director	14-02-2012	27-09-2024	NA		19-01-1980	1	0	2	0
Mr	E.M.Nagasivam	ACOPN9352J & 07894618	Non-Executive - Independent Director	12-08-2017	29-09-2022	NA	60	02-05-1957	1	1	2	0
Mrs	Vijayalakshmi Narendr	AAHPN5538M & 00412374	Non-Executive - Independent Director	29-09-2021	29-09-2021	NA	60	11-05-1956	3	3	5	3
		Whether Regular Chairperson appointed - YES										
		Whether chairperson is related to managing director or CEO - NA										
		PAN Number of any director would not be displayed on the website of Stock Exchange										
		Category of directors means executive/non-executive /independent /Nominee. If a director fits into more than one category write all categories separating them with hyphen										
		* to be filled only for independent Director. Tenure would mean total period from which Independent director is serving on Board of directors of the listed entity in continuity without any cooling off period.										

II. Composition of Committee

Name of Committee	Whether Regular chairperson appointed	Name of Committee members	Category (Chairperson/Executive/Non-executive/independent /Independent /Nominee) &	Date of Appointment	Date of Cessation
1. Audit Committee	YES	Vijayalakshmi Narendra	Non-Executive - Independent Director	03-02-2022	NA
		Vidya Jyothish Pillai	Non-Executive - Non Independent Director	27-05-2017	NA
		E.M.Nagasivam	Non-Executive - Independent Director	10-02-2018	NA
2. Nomination & Remuneration Committee	YES	E.M.Nagasivam	Non-Executive - Independent Director	03-02-2022	NA
		Bhavya Chandran	Non-Executive - Non Independent Director	24-05-2014	NA
		Vijayalakshmi Narendra	Non-Executive - Independent Director	28-09-2024	NA
3. Risk Management Committee	YES	P.V.Chandran	Executive Director	08-11-2014	NA
		K.Venkatachalam	Non-Executive - Non Independent Director	08-11-2014	NA
		Vidya Jyothish Pillai	Non-Executive - Non Independent Director	08-11-2014	NA
		E.M.Nagasivam	Non-Executive - Independent Director	28-09-2024	NA
4. Stakeholders Relationship Committee	YES	K.Venkatachalam	Non-Executive - Non Independent Director	27-05-2017	NA
		Vidya Jyothish Pillai	Non-Executive - Non Independent Director	08-11-2014	NA
		Bhavya Chandran	Non-Executive - Non Independent Director	08-11-2014	NA
		E.M.Nagasivam	Non-Executive - Independent Director	28-09-2024	NA
5. Corporate Social Responsibility Committee	YES	P.V.Chandran	Executive Director	24-05-2014	NA
		K.Venkatachalam	Non-Executive - Non Independent Director	24-05-2014	NA
		Bhavya Chandran	Non-Executive - Non Independent Director	27-05-2017	NA
		E.M.Nagasivam	Non-Executive - Independent Director	28-09-2024	NA

& Category of directors means executive/non-executive/independent/nominee. If a director fits into more than one category write all categories separating them with hyphen

III. Meeting of Board of Directors					
Date(s) of Meeting in the relevant quarter	Whether requirement of Quorum met*	Number of Directors present*	Number of independent directors present*	Date(s) of Meeting in the previous quarter	Maximum gap between any two consecutive meetings (in number of days)
				09-08-2024	NA
08-11-2024	Yes	6	2		90
*to be filled in only for the current quarter meetings					

IV. Meeting of Committees

Name of Committee	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)*	Numbers of Directors present*	Number of independent directors present*	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days**
Audit Committee		Yes	4	3	09-08-2024	NA
Audit Committee	08-11-2024	Yes	3	2		90
Stakeholders Relationship Committee		Yes	3	1	09-08-2024	NA
Stakeholders Relationship Committee	08-11-2024	Yes	4	1		90
Risk Management Committee		Yes	3	1	09-08-2024	NA
Risk Management Committee	08-11-2024	Yes	4	1		90

* to be filled in only for the current quarter meetings

** this information has to be mandatorily be given for audit committee and Risk Management Committee, for rest of the committees giving this information is optional

V. Affirmations	
1. The Composition of Board of Directors is in terms of SEBI (Listing obligation and disclosure requirements) Regulations, 2015.	YES
2. The Composition of the following committees is in terms of SEBI (Listing obligation and disclosure requirements) Regulations, 2015.	YES
a. Audit Committee	YES
b. Nomination & remuneration committee	YES
c. Stakeholders relationship committee	YES
d. Risk management committee (applicable to the top 1000 listed entities, voluntary for entities ranked 1001 to 2000)	YES
3. The Committee members have been made aware of their powers, role and responsibilities as specified in SEBI (Listing obligation and disclosure requirements) Regulations, 2015.	YES
4. The meetings of the board of directors and the above committees have been conducted in the manner as specified in SEBI (Listing obligation and disclosure requirements) Regulations, 2015.	YES
5. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. Any comments/observations/advice of Board of Directors may be mentioned here:	YES

Name & Designation

**Radheshyam Padia
Company Secretary and Compliance Officer**

B. INVESTOR GREIVANCE REDRESSAL REPORT

Investor Greivance Redressal Report

No. of investor complaints pending at the beginning of	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	0

C. 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					
S. No.	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
-NA -					

D. DISCLOSURE OF IMPOSITION OF FINE OR PENALTY

The details 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:

S. No.	Name of the authority	Nature and details of the action(s) taken or 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	E. 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:
-NA -							

E. 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				
S. No.	Name of the opposing party	Date of initiation of the litigation / dispute	Status of the litigation / dispute as per last disclosure	Current status
There are no current updates for this quarter				

F. DISCLOSURE OF LOANS / GUARANTEES / COMFORT LETTERS / SECURITIES ETC. (applicable only for half-yearly filings i.e., 2nd and 4th quarter)	NA
G. AFFIRMATIONS ON COMPLIANCE REQUIREMENTS FOR AGM (applicable only for the first half-year filing i.e., 2nd quarter)	NA
H. WEBSITE AFFIRMATIONS (applicable only for Annual Filing i.e., 4th quarter)	NA
I. AFFIRMATIONS W.R.T. COMPLIANCE WITH CORPORATE GOVERNANCE PROVISIONS (applicable only for Annual Filing i.e., 4th quarter)	NA