

Amarjothi House
157, Kumaran Road,
Tirupur 641601
Tamil Nadu, India

T + 91 421 4311600
mill@amarjothi.net
www.amarjothi.net
Fax No : +91 421 4326694



ISO 9001 : 2008 | GOTS OE | OEKO TEX CERTIFIED
GST : 33AAFCA7082C1Z0
CIN : L17111TZ1987PLC002090

30.11.2024

The Listing Department,
Department of Corporate Services,
BSE Limited,
Phiroze Jeejeebhoy Tower,
Dalal Street,
Mumbai -400001

Scrip Code: 521097

Sub: Intimation under Regulation 7(4) and 7(5) of SEBI (LODR) Regulations, 2015- Tripartite Agreement entered between existing share transfer agent, new share transfer agent and listed entity

Dear Sir,

In continuation to our intimation letters dated 28.01.2022 and 15.02.2023, intimating change of the Registrar and Share Transfer Agent (RTA) of the Company. All physical documents are handed over to new RTA and company during this time. In terms of Regulation 7(4) of the SEBI (LODR) Regulations, 2015, we would like to inform that the Company has entered into Tripartite Agreement on 29th November, 2024 with CAMEO CORPORATE SERVICES LIMITED (New RTA) and LINK INTIME INDIA PRIVATE LIMITED (Old RTA).

You are requested to take the above on your records and oblige.

Thanking You.

Yours Faithfully,

For Amarjothi Spinning Mills Limited

Mohana Priya.M
Company Secretary.

भारतीय गैर न्यायिक

एक सौ रुपये

Rs. 100

रु. 100



सत्यमेव जयते

ONE
HUNDRED RUPEES

भारत INDIA
INDIA NON JUDICIAL

தமிழ்நாடு தமில்நாடு TAMILNADU
CAMEO CORPORATE SERVICES LIMITED

12 AUG 2024

EF 517517

M.S. Chandramouli
M.S. CHANDRAMOULI
STAMP VENDOR
LIC No. 9034/86/B1
New No. 153/3, T.H. Road
Triplicane, Chennai-600 005.
Phone : 044-46592446



TRIPARTITE AGREEMENT BETWEEN THE ISSUER, EXISTING SHARE TRANSFER AGENT AND NEW SHARE TRANSFER AGENT

This Tripartite Agreement (hereinafter referred to as the "Agreement") is entered into on this 29th ^{Nov} ~~August~~ of 2024 at Chennai

Between

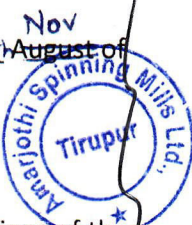
AMARJOTHI SPINNING MILLS LIMITED, a Company incorporated and registered under the provisions of the Companies Act, 2013 or under any previous company law and having its Registered office at Amarjothi House, 157, Kumaran Road, Tirupur - 641601 bearing Corporate Identification number L17111TZ1987PLC002090 (hereinafter referred to as the "Existing **STA**"), which expression shall, unless repugnant to the context or meaning thereof, be deemed to mean and include its executors, administrators, legal representatives and successors in title, as the case may be, of the Second Part;

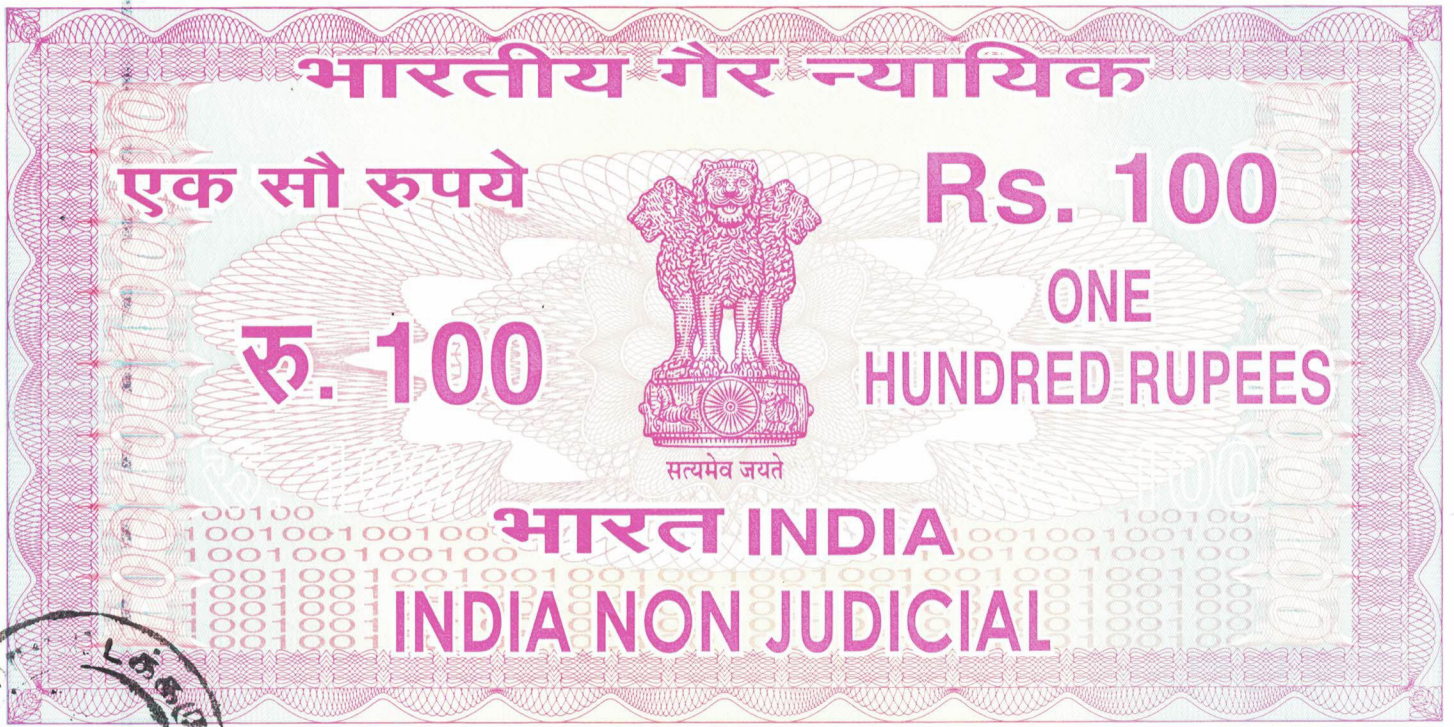
For AMARJOTHI SPINNING MILLS LIMITED

(R. JAICHANDER)
JOINT MANAGING DIRECTOR

For CAMEO CORPORATE SERVICES LIMITED

R.D. RAMASAMY
Director





தமிழ்நாடு தமில்நாடு TAMILNADU

12 AUG 2024

CAMEO CORPORATE SERVICES LIMITED

EF 517518

M.S. Chandramouli

M.S. CHANDRAMOULI
STAMP VENDOR
LIC No. 9034/86/B1
New No. 133/3, T.H. Road
Triplicane, Chennai-600 005.
Phone : 044-48592446

And

LINK INTIME INDIA PRIVATE LIMITED (Securities and Exchange Board of India registered share transfer agent) bearing Registration number INR000004058 and having its Registered office at C-101, 1st Floor, 247 Park, Lal Bahadur Shastri Marg, Vikhroli (West), Mumbai City, Mumbai - 400083, Maharashtra, India, (hereinafter referred to as the "Existing **STA**"), which expression shall, unless repugnant to the context or meaning thereof, be deemed to mean and include its executors, administrators, legal representatives and successors in title, as the case may be, of the Second Part;

And

CAMEO CORPORATE SERVICES LIMITED (Securities and Exchange Board of India registered share transfer agent), bearing Registration number INR000003753 and having its Registered office at "Subramanian Building", No.1, Club House Road, Chennai - 600 002 (hereinafter referred to as the "**New STA**"), which expression shall, unless repugnant to the context or meaning thereof, be deemed to mean and include its executors, administrators, legal representatives and successors in title, as the case may be, of the Third Part;

For **AMARJOTHI SPINNING MILLS LIMITED**

(R. JAICHANDER)
JOINT MANAGING DIRECTOR



For **CAMEO CORPORATE SERVICES LIMITED**

R.D. RAMASAMY
Director

WHEREAS

1. The Issuer is listed on BSE Limited and has 7473 number of shareholders as on February 24, 2023 and has to render services relating to transfer, transmission etc., in accordance with its Article of Association.
2. The Issuer had an agreement dated September 01, 2019 with the Existing STA to render services to its shareholders. The Issuer vide its letter dated 27.01.2022 has given notice to the Existing STA to discontinue its services and has appointed New STA w.e.f. 14.02.2023 as per the Board Resolution dated 28.01.2022
3. The New STA is a Securities and Exchange Board of India registered share transfer agent having registration no: INR000003753 and the Issuer has approached the New STA to act as its share transfer agent and the New STA has accepted the assignment.
4. In terms of regulation 9A (1) (b) Securities and Exchange Board of India (Registrar to an Issue and Share Transfer Agent) Regulations, 1993, the New STA and the Issuer have entered into an agreement dated March 16, 2023
5. In terms of regulation 7(4) of Securities and Exchange Board of India (Listing Obligation and Disclosures Requirements) Regulations, 2015, the Issuer is required to enter into an Agreement with the Existing STA and New STA at the time of change of the Existing STA.

NOW THEREFORE the Issuer, the Existing STA and the New STA do hereby agree as follows:

6. The cut-off date for the purposes of this agreement shall be February 14, 2023 and the discontinuation of work by the Existing STA shall be February 14, 2023 which shall be mutually agreed among the parties. The parties may agree on different cut-off dates for different activities which shall be specified in the Annexure.
7. In terms of Clause 23 of Code of Conduct for Registrar to an Issue and Share Transfer Agents as given in Schedule III of regulation 13 of Securities and Exchange Board of India (Registrars to an Issue And Share Transfer Agents) Regulations, 1993, the Existing STA has handed over all the records/ data and documents which are in its possession in its capacity as a share transfer agent to the New STA/ Issuer, within one month from the date of termination of agreement of Existing STA/ date of appointment of New STA.
8. The Issuer has obtained "No Objection Certificate" (in prescribed format of the depositories) from Existing STA. *(If any regulatory order has been passed against Existing STA, "No Objection Certificate" from Existing STA for shifting of ISIN will not be required.)* and has paid all outstanding dues to existing STA after handover.
9. The Issuer had appointed an independent auditor to carry out sample check of the records/ data and documents to be handed over by Existing STA. It shall be responsibility of the Existing STA to certify and ensure completeness of all records of the Issuer (stored in Physical and/or electronic form) at the time of handover.
10. The Existing STA had allowed the auditors appointed by the Issuer and New STA to inspect the records/ data and documents to be handed over to the New STA/ Issuer.
11. The Existing STA has handed over the records/ data and documents of previous 3 years to New STA prior to the cut-off date and rest of the records/ data and documents, if any, have been handed over to the Issuer.
12. The Issuer and the Existing STA have ensured that records/ data and documents along with computer data have been properly handed over to the New STA.
13. The Existing STA had handed over the check list as per Annexure-I to the New STA prior to the audit. The Existing STA has handed over the records/ data and documents (as per Annexure-I) duly catalogued and indexed to the New STA under intimation to the Issuer. The Existing STA has elaborately listed out all the missing records/ data and documents in the Annexure-I enclosed. The Existing STA has also

For AMARJOTHI SPINNING MILLS LIMITED

(R. JAICHANDER)
JOINT MANAGING DIRECTOR



For CAMEO CORPORATE SERVICES LIMITED

R.D. RAMASAMY
Director

mentioned whether the said records/ data and documents were missing at the time of their appointment as share transfer agent or the same were handed over to them by the Issuer/ previous share transfer agent and records/ data and documents have been subsequently misplaced at their end.

14. The New STA has acknowledged the receipt of the records/ data and documents and has performed a sample check on the records/ data and documents.
15. The discrepancies, if any, have been brought to the notice of Existing STA and the Issuer and have been incorporated in the Annexure-I.
16. The capital reconciliation of the Issuer (i.e. Issued Capital = NSDL holding + CDSL holding + physical shareholding) has been carried out by the New STA. The Existing STA has provided such capital reconciliation for data being handed over as on cut-off date.
17. The New STA shall process various investor requests by using the data as provided by the Existing STA in good faith.
18. The Existing STA has provided its full co-operation to resolve the discrepancies in the records/ data and documents and has provided reasonable and clear explanation for discrepancies in the records/ data and documents, if any.
19. The Existing STA has extended necessary co-operation for shifting of ISIN to New STA as also for conversion of soft data as per file formats required for seamless loading by the New STA, to resolve gaps and/ or discrepancies observed in the records/ data and documents being handed over.
20. The Existing STA has fully co-operated with the New STA and Issuer during the transition period for the change of share transfer agent.
21. The Existing STA has performed all the activities of share transfer agent till February 13, 2023.
22. All the liabilities/ responsibilities prior to cut-off date pertaining to share transfer work shall be borne by the Issuer/ Existing STA, as applicable. The New STA will not under any circumstance be held liable/ responsible for the said period. Similarly, the Issuer/ New STA, as applicable, will take responsibility for all actions pertaining to share transfer work after the cut-off date and shall be held responsible for any liability arising thereafter, except for the liability that may arise on execution of the activities in good faith, based on the data received from the Issuer/ Existing STA.
23. After handing over the records/ data and documents, the Existing STA shall preserve soft copy of the data handed over to New STA for a period of 3 years and thereafter Existing STA will not be responsible for loss of any records pertaining to any such prior period.
24. The hard copy of the data /documents pertaining to physical shareholders as of cut-off date has been printed in triplicate by the Existing STA and the same has been signed by the Existing STA, New STA and the Issuer and shall be kept with each of the share transfer agent. *(In case it is not possible to print the entire share master, then the soft copy of the data as of cut-off date shall be handed over to the Issuer, New STA and the Existing STA.)*
25. This Agreement has been signed by the parties only after Existing STA has issued the "No Objection Certificate" to shift the ISIN to New STA. Annexure-I has become a part of this Agreement and has been signed by the Existing STA, New STA and the Issuer.
26. The copy of this Agreement shall be submitted by the Issuer to the stock exchange(s) wherever the Issuer shares are listed. In terms of the provisions of the Securities and Exchange Board of India (Listing Obligation and Disclosures Requirements) Regulations, 2015, intimation is required to be given to the stock exchange(s) within seven days of signing of the Agreement and the copy of this Agreement is to be tabled at the subsequent meeting of the Board of Directors of the Issuer.
27. All the disputes and the differences that may arise in future as regards this Agreement shall be resolved amicably and expeditiously and if such attempts fail, the same shall be resolved as per the provisions under law, for the time being in force.
28. The provisions of this Agreement shall always be subject to any rules, regulations, guidelines and circulars issued by Securities and Exchange Board of India and other provisions of law in force.

For AMARJOTHI SPINNING MILLS LIMITED

(R. JAICHANDER)
JOINT MANAGING DIRECTOR

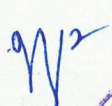


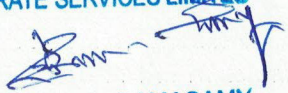
For CAMEO CORPORATE SERVICES LIMITED

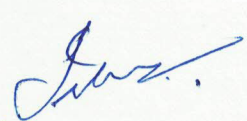
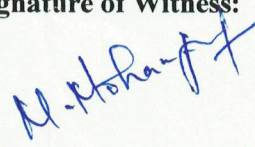
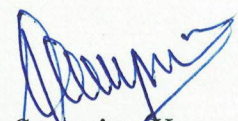


R.D. RAMASAMY
Director

29. The Issuer has taken special contingency insurance policy to cover risk out of fraud, forgery, errors of commission/ omission, etc.
30. Words and expressions which are used in this Agreement, but which are not defined herein shall, unless the context otherwise requires, have the same meaning as assigned thereto in the rules and regulations of the Securities and Exchange Board of India and circulars issued thereunder.
31. This Agreement can be altered, amended and/ or modified by the parties mutually in writing without derogating from the contents of this Agreement. Provided however, if the rights and obligation of the parties hereto are altered by virtue of changes in rules and regulations of Securities and Exchange Board of India or bye-laws, rules and regulations of the stock exchange(s), such changes shall be deemed to have been incorporated herein in modification of the rights and obligations of the parties mentioned in this Agreement.

IN WITNESS WHEREOF the parties hereinto have set their hands on the day and year hereinabove written.

Signature of Existing STA	Signature of the Issuer	Signature of New STA
  Name: B.N. RAMAKRISHNAN Designation: COMPLIANCE OFFICER Date:	 For AMARJOTHI SPINNING MILLS LIMITED (R. JAICHANDER) JOINT MANAGING DIRECTOR Name: R JAICHANDER Designation: JOINT MANAGING DIRECTOR Date:	for CAMEO CORPORATE SERVICES LTD For CAMEO CORPORATE SERVICES LIMITED  R.D. RAMASAMY Director Name: R.D RAMASAMY Designation: DIRECTOR Date:
Address: C-101, 247 PARK L.B.S. ROAD, VIKHROLI MUMBAI 400 083.	Address: AMARJOTHI HOUSE 157, KUMARAN ROAD TIRUPUR - 641601	Address: Cameo Corporate Services Ltd "Subramanian Building", 1, Club House Road, Chennai 600 002

Signature of Witness:	Signature of Witness:	Signature of Witness:
 Ishwar SUVARNA A.P. CORPORATE REG. LINK IN TIME INDIA PVT LTD MUMBAI - 400083	 Mrs. MOHANA PRIYA M COMPANY SECRETARY AMARJOTHI SPINNING MILLS LIMITED AMARJOTHI HOUSE - 157 KUMARAN ROAD TIRUPUR - 641601	 Ms. Sreepriya K Executive Vice President & Company Secretary Cameo Corporate Services Ltd "Subramanian Building", 1, Club House Road, Chennai 600 002



-Annexure - I

Sr. No.	Document Name	Document Sr. No.		Missing Ranges		Remarks
		From	To	From	To	
1	Specimen signatures of the physical shareholders					Soft copy of signatures of 14660 Folios
2	Original Affidavits along with supporting documents for change in signatures of the holders recorded by the Previous RTA	Nil				Included with the investor correspondence copies (If any).
3	Transfer deeds / transmission forms for securities duly transferred / transmitted along with supporting documents. Also photocopies for all objected transfer deeds / transmission forms along with their supporting documents Letter of confirmation	Inw No. 4327 Tr. No. 43763 8 cases	Inw. No. 4550 Tr.No. 43767			Inw No. 931 to 4235, Tr No. 42578 to 43762 (89 books) handed over to ASM
4	Pending transfer deeds along with share certificates and supporting documents, received for transfer	26 cases				List Annexed
5	Demat/remat request forms for shares which have already dematerialized/rematerialized to be handed over to Company for safe keeping (Scanned images of such forms may be handed over to the New RTA for handling investor queries, if any)	TDN800001 TDC800001	TDN800049 TDC800024			RTA ref. no. 4751 to 8259 (72 Books), CDSL 401 to 1430 (20 books), Demat Rejection documents NSDL and CSDL 6 books handed over to ASM
6	Pending cases for Demat/remat, if any	Not Received				
7	Register and request documents of stop transfers, name correction, change of address, transmission, duplicate consolidation/split/nomination, transfers, Demat, remat etc.	1 Note – Duplicate Register 2 Box files – Transmission and Duplicate Related correspondence 1 File – Change of Address related Correspondence 3 File 4 Bunches – Demat/Remat				
8	Files for intimation to Stock Exchanges for loss of securities and data of duplicate certificates issued	1 Book				
9	Register of power of attorney cases along with attested copies of the Power of Attorney and Specimen signatures	1 Note 1 File				

For AMARJOTHI SPINNING & WEAVING

For CAMEO CORPORATE SERVICES LIMITED



(R. JAICHANDER)
JOINT MANAGING DIRECTOR

[Signature]
R.D. RAMASAMY

10	Memorandum and Articles of Association & Board resolutions for corporate bodies	Nil				Included with the transfer documents (If any).
11	Register and file of mandate cases along with soft copy.	1 File				
12	File of original executed indemnities, Affidavits, etc. along with all supporting documents received for duplicate certificate issue, refund					Included with the transfer deeds (If any).
13	File of stop transfer cases, related correspondence/court injunction/ other orders, etc.	2 Box files 1 Tag file				
14	Soft copy of Previous year's Annual Return filed with Registrar of Companies ("ROC").					Softcopy of 2 Years Data (2021 & 2022)
15	Allottee registers for all issues (public/rights/ESOS)	Nil				Not applicable/ no such allotments done by the previous RTA (SKDC)
16	Non allottee registers	Nil				Same as Point 15
17	Allottee and non allottee IPO / rights applications	Nil				Same as Point 15
18	Bank schedules	Nil				Same as Point 15
19	Bulk/UCP registers	Nil				Same as Point 15
20	Register of Members	Nil				
21	Paid/unpaid list for refund/dividend (all years) along with soft copy	Nil				
22	Paid/unpaid list for allotment/call money along with soft copy	Nil				
23	Reconciliation of refund/dividend accounts	Nil				
24	Correspondence with shareholders	3 File				
25	Files for legal cases/court/consumer forum/Police cases and/or with any other authorities. Original documents and correspondence, as relevant, to be provided to New RTA).	Nil				
26	Files of Queries and replies to SEBI/BSE/NSE/ROC/ITO/Government Bodies	Nil				
27	Undelivered portal articles (share certificates/refund/demand drafts/dividend warrants/interest warrants)	Nil				Undelivered dividend warrants from 2013-14 to 2021-22 (9 years) - 9 bunches given to ASM
28	Original documents for nominations registered	Nil				Included in the SH Correspondences (if any)
29	IEPF Registers	1 Book				
30	Clause 5A registers	Nil				
31	Last set of shareholding pattern reports including regulatory submissions (hard or soft copies)					Softcopy of SHP for last 2 years – 2021 & 2022 (8 quarters)

ELECTRONIC DATA

1	Name master					Soft copy – PPSMST.dbf
2	Company master					Soft copy_ PPCMST.dbf

For AMARJOTHI SPINNING MILLS LIMITED

For CAMEO CORPORATE SERVICES LIMITED

(R. JAICHANDER)
JOINT MANAGING DIRECTOR



R.D. RAMASAMY

3	Transaction files (td files/Demat files from beginning)					Soft Copy_Handover Data_4
4	Allottee / non-allottee data (public/rights/ Bonus / split / merger / demerger, etc.)	Nil				Not applicable/ no such allotments done by the previous RTA (SKDC)
5	Dividend files					Softcopy of Dividend data of the year 2014-22
6	Paid/unpaid files for dividend/interest/refund	Nil				
7	Refund files	Nil				
8	Allotment/call money paid/unpaid files	Nil				Not applicable
9	Signature scanned data if any (compatible with New RTA system)					Softcopy of Signature of 14660 folios
10	Beneficiary position and history file of NSDL & CDSL for Previous period	31/03/2021	10/02/2023			Soft copy
11	Occupation code list and RTA status and sub RTA status code list					Soft copy – PPSMST.dbf
12	Soft data unpaid dividend filed with IEPF for Previous years					Soft copy – Amarjothi_IEPF4_Data
13	Data of forfeited shares, if any.	Nil				
14	'Stop' master					Soft copy – Handover data_4
15	All other transaction files, like transmission, duplicate certificate, master corrections, etc.	Soft copy				

COMPANY SPECIFIC INFORMATION

1	List of Authorized signatories for transfer and duplicate/New share certificates.	Nil				
2	Specific work instructions including limits for Duplicate/Transmission Without Legal Representation/Issue of New certificates, if any.	Nil				
3	MIS reporting system	Nil				
4	Handling of monitoring reports for Insider Trading, if any.	Nil				
5	Capital build up history with DNR ranges, along with details of the issues	Nil				
6	Copies of in principle / listing/trading approvals from stock exchanges, if any.	Nil				
7	Additional documents, if any (to be listed).	Blank Share Certificates Serial No. 1748-1800 (53 Nos)				New S/c 001801 to 2250 (450 Nos), and Cancelled Unused S/c 16 Nos (New), Old type S/c 035349 to 035393 (48 Nos) and 035297 to 035312 (15 Nos), and Cancelled Unused S/c 16 Nos given to ASM

For AMARJOTHI SPINNING MILLS LIMITED

For CAMEO CORPORATE SERVICES LIMITED

(R. JAICHANDER)
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Director