



KESORAM TEXTILE MILLS LIMITED

Regd. Office & Factory : 42, GARDEN REACH ROAD, KOLKATA - 700 024

Phone Nos. : +91 33 2469 7825/2489 3472, Fax : +91 33 2469 6788,

E-mail : office@kesoramtextiles.in, ktmltext@gmail.com, Web : www.kesoramtextiles.in

KTML/SE/Reg27(2)/2025-2026

8th October, 2025

The Secretary
The Calcutta Stock Exchange Ltd.
7, Lyons Range,
Kolkata – 700001
(Scrip code – 10021378)

Dear Sir,

In Compliance of the Regulation 27(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, enclosed please find herewith a copy of the Compliance Report on Corporate Governance for the quarter ended 30th September, 2025.

Thanking you,

Yours faithfully,

For KESORAM TEXTILE MILLS LIMITED

Vinamrata Agrawal

Vinamrata Agrawal
Company Secretary and Compliance Officer



CIN : L17114WB1999PLC089148

City Office & Share Department : 9/1, R. N. Mukherjee Road, Kolkata - 700 001 • Phone Nos. : +91 33 2243 5453 / 2242 9454
Fax : +91 33 2210 9455 • E-mail : Sharedepartment@kesoramtextiles.in

I. Composition of Board of Directors

Sr	Title (Mr / Ms)	Name of the Director	PAN	DIN	Category 1 of directors	Category 2 of directors	Date of Birth	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 (Refer Regulation 17A(1) of Listing Regulations)	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)
1	Mrs.	Ritu Bajaj	AFQPK7591F	02167982	Non-Executive - Non Independent Director	Not Applicable	20-07-1980	NA	NA	03-04-2024	31-05-2024		-	2	1	4	1
2	Mr	Uma Shankar Asopa	ACEPA4422C	00305010	Non-Executive - Independent Director	Not Applicable	16-10-1952	Yes	31-05-2024	24-05-2012	31-05-2024		16	1	1	1	1
3	Mrs	Sarat Priya Patjoshi	AFOPP4309Q	06620290	Non-Executive - Independent Director	Not Applicable	04-04-1965	NA	NA	04-02-2016	22-06-2021		116	2	2	4	0

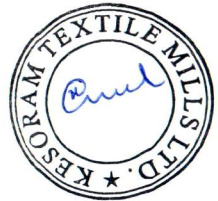
Whether the listed entity has a Regular Chairperson : Yes

Whether Chairperson is related to MD or CEO : No

^ PAN of any director would not be displayed on the website of Stock Exchange.

* 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.

** For the purpose of clarity, a Director counted as Chairman/Chairperson of a Committee has not been again counted as a Member of the Committee in which he/she is a counted Chairman / Chairperson.



II. Composition of Committees

A) Audit Committee :-

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
1	00305010	Uma Shankar Asopa	Non-Executive - Independent Director	Chairman	02-08-2012	
2	02167982	Ritu Bajaj	Non-Executive - Non Independent Director	Member	03-04-2024	
3	06620290	Sarat Priya Patjoshi	Non-Executive - Independent Director	Member	11-11-2016	

B) Nomination and Remuneration Committee :-

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
1	06620290	Sarat Priya Patjoshi	Non-Executive - Independent Director	Chairperson	23-05-2019	
2	02167982	Ritu Bajaj	Non-Executive - Non Independent Director	Member	03-04-2024	
3	00305010	Uma Shankar Asopa	Non-Executive - Independent Director	Member	02-08-2012	

C) 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
1	00305010	Uma Shankar Asopa	Non-Executive - Independent Director	Chairperson	23-05-2019	
2	06620290	Sarat Priya Patjoshi	Non-Executive - Independent Director	Member	23-05-2019	
3	02167982	Ritu Bajaj	Non-Executive - Non Independent Director	Member	03-04-2024	



III. Meeting of Board of Directors

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)	Whether requirement of Quorum met (Yes/No)	Number of Directors present*	No. of Independent Directors attending the meeting*
1	07-04-2025		Yes	3	2
2	05-07-2025	88	Yes	2	1

* to be filled in only for the current quarter meetings

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)	Whether requirement of Quorum met (Yes/No)	Number of Directors present*	No. of Independent Directors attending the meeting*
1	Audit Committee	07-04-2025		Yes	3	2
2	Audit Committee	05-07-2025	88	Yes	2	1

* to be filled in only for the current quarter meetings

V. Related Party Transactions

Sr	Subject	Compliance status (Yes/ No/N A)	If status is "No" details of non-compliance may be given here.
1	Whether prior approval of audit committee obtained	Yes	
2	Whether shareholder approval obtained for material RPT	Yes	
3	Whether details of RPT entered into pursuant to omnibus approval have been reviewed by Audit Committee	Yes	

Disclosure of notes on related party transactions: Details of RPT entered into from 01.07.2025 to 30.09.2025 pursuant to omnibus approval has been reviewed by the Audit Committee in the Audit Committee Meeting held on 07.04.2025. Preceding Quarter transactions i.e. from 01.04.2025 to 30.06.2025 were reviewed by the Committee at their Meeting held on 05.07.2025



Details of Cyber security incidence

Whether as 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

Date of the event

Brief details of the event



Annexure I		
VI. 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)	No
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	The report submitted in the previous quarter has been placed before Board of Directors.	Yes

Name of Signatory: Vinamrata Agrawal

Vinamrata Agrawal

Company Secretary and Compliance Officer



Place: Kolkata

Date: 08-10-2025

				Annexure III
III. Affirmations				
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, business responsibility report 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	The Company does not have any material subsidiary
6	Submission of Annual Secretarial Compliance Report	24A(2)	Yes	
7	Whether "Corporate Governance Report" disclosed in Annual Report	34(3) read with para C of Schedule V	Yes	
Any other information to be provided				

				Annexure III
Name of Signatory:		Vinamrata Agrawal		
Designation		Company Secretary and Compliance Officer		



Additional Half Yearly Disclosure			
Applicability of disclosure		Applicable	
Reason for Non Applicability			
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	0	0	
Promoter Group or any other entity controlled by them	0	0	
Directors (including relatives) or any other entity controlled by them	0	0	
KMPs or any other entity controlled by them	0	0	
(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		0	0
Promoter Group or any other entity controlled by them	Guarantee	2250000000	0
Directors (including relatives) or any other entity controlled by them		0	0
KMPs or any other entity controlled by them		0	0
(C) Any security provided by the listed entity directly or indirectly, in connection with any loan 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		0	0
Promoter Group or any other entity controlled by them	Land mortgage	2250000000	0
Directors (including relatives) or any other entity controlled by them		0	0
KMPs or any other entity controlled by them		0	0
(D). Additional Information			
II. Affirmations			
Affirmations		Compliance Status	Company Remarks
with any loan(s) (or other form of debt) given directly or indirectly by the listed entity to promoter(s), promoter		Yes	
Name	S K Choubey		
Designation	CFO		
Place	Kolkata		
Date	08-10-2025		

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