

K.P.R. MILL LIMITED

Corporate Office : 1st Floor Srivari Shrimat, 1045, Avinashi Road, Coimbatore - 641018. India © : 0422-2207777 Fax : 0422-2207778

11.01.2025

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

SCRIP CODE: 532889

The Listing Department,
National Stock Exchange of India Limited
Exchange Plaza, Plot: C/1, G Block,
Bandra - Kurla Complex, Bandra (E),
Mumbai - 400 051.

SYMBOL: KPRMILL

Dear Sir,

Sub: Submission of Integrated Filing (Governance) Report for the quarter ended 31st December, 2024.

Ref: SEBI Circular No. SEBI/HO/CFD/CFD-PoD-2/CIR/P/2024/185 dated 31.12.2024.

As per the above mentioned SEBI circular and Pursuant to Regulation 27(2) of SEBI (LODR) Regulations 2015, the Integrated Filing (Governance) is applicable for the filings to be done for the quarter ended 31.12.2024 and onwards. Accordingly, we hereby file the **Integrated Filing (Governance) Reports** as per the format provided in the aforesaid circular for the **quarter ended 31.12.2024**.

This is for your kind information and dissemination.

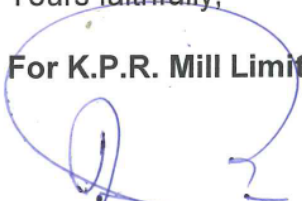
Note: As per Annexure 1 of above mentioned SEBI Circular, the **following disclosures** are **not** applicable for the third quarter ended 31.12.2024:

- F. Disclosure of Loans / Guarantees / Comfort Letters/Securities etc.,
- G. Affirmation on Compliance Requirements for AGM
- H. Website Affirmations
- I. Affirmations w.r.t Compliance with Corporate Governance Provisions.

Thanking you.

Yours faithfully,

For K.P.R. Mill Limited


P. Kandaswamy
Company Secretary

Encl: as above



A. COMPLIANCE REPORT ON CORPORATE GOVERNANCE

1. Name of Listed Entity - K.P.R. Mill Limited
2. Quarter ending - 31-December-2024

I. Composition of Board of Director

Title (Mr. / Ms)	Name of the Director	PAN \$ & DIN	Category (Chairperson / Executive / Non-Executive / Independent / 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 [in reference to Regulation 17A (1)]	No of Independent Directorship in listed entities including this listed entity [in reference to proviso to regulation 17A (1)]	No of memberships in Audit/ Stakeholder Committee(s) including this listed entity [Refer Regulation 26(1) of the LODR Regulations]	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity [Refer Regulation 26(1) of the LODR Regulations]
Mr.	K P Ramasamy	AXXXXXXX XJ & 00003736	Chairperson - Executive Director	19-Mar-2003	01-Apr-2022	NA		01-May-1949	1	0	0	0
Mr.	KPD Sigamani	AXXXXXXX XE & 00003744	Executive Director - MD	19-Mar-2003	01-Apr-2020	NA		04-Aug-1953	1	0	0	0
Mr.	P Nataraj	AXXXXXXX XD & 00229137	Executive Director – CEO-MD	19-Mar-2003	01-Apr-2020	NA		04-Aug-1957	1	0	2	0
Mr.	C R Anandakrishnan	AXXXXXXX XA & 00003748	Executive Director	31-Jan-2011	01-Feb-2021	NA		03-Sep-1977	1	0	0	0
Mr.	Sakthivel E K	AXXXXXXX XD & 01876822	Executive Director	09-Mar-2016	09-Mar-2021	NA		16-Apr-1983	1	0	0	0
Mr.	P Selvakumar	BXXXXXXX XR & 07228760	Executive Director	27-Jul-2015	27-Jul-2020	NA		13-Jun-1974	1	0	0	0
Mrs.	Renganayakei	AXXXXXXX XF & 07116244	Non-Executive – Independent Director	12-Mar-2015	12-Mar-2020	NA	117.2 Months	27-Jul-1951	1	1	0	0

Title (Mr. / Ms.)	Name of the Director	PAN \$ & DIN	Category (Chairperson / Executive / Non-Executive / Independent / 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 [in reference to Regulation 17A (1)]	No of Independent Directorship in listed entities including this listed entity [in reference to proviso to regulation 17A (1)]	No of memberships in Audit/ Stakeholder Committee(s) including this listed entity [Refer Regulation 26(1) of the LODR Regulations]	No of post of Chairperson in Audit/ Stakeholder Committee held in listed entities including this listed entity [Refer Regulation 26(1) of the LODR Regulations]
Mr.	Marappa Gounder Alagiriswamy	AXXXXXXX XK & 02112350	Non-Executive – Independent Director	01-Apr-2024	01-Apr-2024	NA	9 Months	02-May-1952	2	2	4	3
Mrs.	Vidyasankar Bhuvaneshwari	AXXXXXXX XE & 01628512	Non-Executive – Independent Director	03-May-2023	03-May-2023	NA	19.29 Months	05-Feb-1962	3	3	3	0
Mr.	Venkata Ramananda Rao Kuchimanchi	AXXXXXXX XC & 09170522	Non-Executive – Independent Director	01-Apr-2024	01-Apr-2024	NA	9 Months	26-Jul-1972	2	2	1	1
Mr.	Kuppana Gounder Thangavelu	AXXXXXXX XF & 08993868	Non-Executive – Independent Director	01-Apr-2024	01-Apr-2024	NA	9 Months	06-Dec-1952	1	1	3	1
Mr.	Sridharan	AXXXXXXX XP & 00018356	Non-Executive – Independent Director	01-Apr-2024	01-Apr-2024	NA	9 Months	25-Jun-1959	1	1	0	0

Whether Regular chairperson appointed	Yes
Whether Chairperson is related to MD or CEO	Yes
<p>\$ - PAN number of any director would not be displayed on the website of Stock Exchange</p> <p># - 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.</p> <p>* - 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.</p>	

II. Composition of Committees

Name of Committee	Whether Regular Chairperson appointed	Name of Committee Members	Category (Chairperson / Executive / Non-Executive / Independent / Nominee) #		Date of Appointment	Date of Cessation
1. Audit Committee	Yes	Marappa Gounder Alagiriswamy	Chairperson	Non-Executive Independent Director	01-Apr-2024	
		Kuppana Gounder Thangavelu	Member	Non-Executive Independent Director	01-Apr-2024	
		P Nataraj	Member	Executive Director – CEO-MD	05-Oct-2006	
2. Nomination and Remuneration Committee	Yes	Marappa Gounder Alagiriswamy	Chairperson	Non-Executive Independent Director	01-Apr-2024	
		Kuppana Gounder Thangavelu	Member	Non-Executive Independent Director	01-Apr-2024	
		Renganayakei	Member	Non-Executive Independent Director	27-Jul-2015	
3. Risk Management Committee	Yes	P Nataraj	Chairperson	Executive Director – CEO-MD	28-Jan-2019	
		Marappa Gounder Alagiriswamy	Member	Non-Executive Independent Director	01-Apr-2024	
		PL Murugappan	Member	Non-Director - Chief Financial Officer	28-Jan-2019	
4. Stakeholders Relationship Committee	Yes	Kuppana Gounder Thangavelu	Chairperson	Non-Executive Independent Director	01-Apr-2024	
		Marappa Gounder Alagiriswamy	Member	Non-Executive Independent Director	01-Apr-2024	
		P Nataraj	Member	Executive Director – CEO-MD	21-Feb-2007	
# - 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)
05-Nov-2024	Yes	12	6	31-Jul-2024	96

* To be filled in only for the current quarter meetings

IV. Meeting of Committees

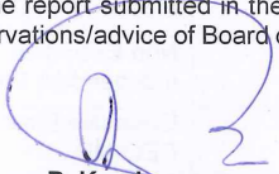
Name of the Committee	Date(s) of meeting of the committee in the relevant quarter	Whether requirement of Quorum met (details)*	Number of Directors present*	Number of independent directors present*	Date(s) of meeting of the committee in the previous quarter	Maximum gap between any two consecutive meetings in number of days**
Audit Committee	05-Nov-2024	Yes	3	2	31-Jul-2024	96
Stakeholders Relationship Committee	05-Nov-2024	Yes	3	2	Nil	NA

* 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 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**
 - 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 obligations 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 obligations and disclosure requirements) Regulations, 2015. - **Yes**
5.
 - a. This report and/or the report submitted in the previous quarter has been placed before Board of Directors. - **Yes**
 - b. Any comments/observations/advice of Board of Directors may be mentioned here: **Nil**


Name : **P. Kandaswamy**
Designation : **Company Secretary & Compliance Officer**

Note:

Information at Table I and II above need to be necessarily given in 1st quarter of each financial year. However, if there is no change of information in subsequent quarter(s) of that financial year, this information may not be given by the listed entity and instead a statement "same as previous quarter" may be given.

B. INVESTOR GRIEVANCE REDRESSAL REPORT

Investor Grievance Redressal Report

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

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 sub-para 1 of para A of Part A of Schedule III are given below:

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
NIL					

D. DISCLOSURE OF IMPOSITION OF FINE OR PENALTY

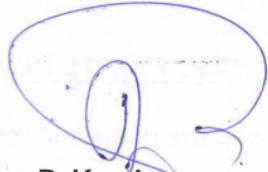
The details of imposition of fine or penalty during the quarter in terms of sub-para 20 of para A of Part A of Schedule III are given below:

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
NIL					

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:

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 of the litigation / dispute
NIL				



Name : P. Kandaswamy
Designation : Company Secretary & Compliance Officer