

SURYALAKSHMI COTTON MILLS LTD



(AN IS/ISO 9001 : 2015 & ISO 14001 : 2015 CERTIFIED COMPANY)

28 July, 2021.

To

Sri Dhruv Vijai Singh,
C6, Sector 39,
NOIDA -201 303.

Dear Sir,

Reg: Appointment as Independent Director.

We are pleased to inform you that at the 58th Annual General Meeting held on 30th September, 2021, you have been appointed as an Independent Director on the Board of the Company for a period of five years from 28/07/2021 to 27/07/2026.

This appointment shall be subject to the following terms:-

1. A copy of the code of business ethics approved by the Board in their meeting held on 25/05/2016 is enclosed. All the members of the Board of Directors and the Senior management of the Company are expected to adhere to the code.
2. You shall be reimbursed the out of pocket expenses incurred by you in attending the Board meetings. You shall be paid a sitting fees of Rs. 5,000/- and out of pocket expenses.
3. We are enclosing a copy of the Schedule IV to the Companies Act, 2013 which is a guide to professional conduct for Independent Directors. We are also enclosing for your information the provisions of the Act regarding the duties of Directors.
4. We request you to kindly accept the appointment and give the benefit of your experience to deliberations of the Board.

Regards,

for SURYALAKSHMI COTTON MILLS LIMITED

L. N. AGARWAL
CHAIRMAN & MANAGING DIRECTOR



GOVERNMENT RECOGNISED EXPORT HOUSE

Regd. Office : Surya Towers, 6th Floor, 105 Sardar Patel Road, Secunderabad - 500 003. Telangana, INDIA

CIN Number : L17120TG1962PLC000923

Phone : +91-40-27885200, 27819856 / 57

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SURYALAKSHMI & COTTON MILLS LTD



(AN IS/ISO 9001 : 2015 & ISO 14001 : 2015 CERTIFIED COMPANY)

August 14, 2023.

To

Sri Arvind Sadashiv Mokashi

Dear Sir,

Sub:- Appointment as Independent Director.

We thank you for your confirmation to M/s. Surya Lakshmi Cotton Mills Ltd. that you meet the "independence" criteria as envisaged in section 149[6] of the Companies Act, 2013 [the "Act"] and SEBI [LODR Regulations, 2015] ["Listing Regulations"] as amended.

Pursuant to your confirmation and in terms of the provisions of section 149, 161 and other applicable provisions of the Act read with Regulation 17 of the Listing Regulations, the Board of Directors at its meeting held on 10th August 2023 had approved your appointment as an Additional Director [in capacity of Independent Director] on the Board of the Company [the "Board"] w.e.f 10th August 2023.

The terms and conditions of your appointment as an Independent Director of the Company are set out herein below:

1. Your appointment by the Board shall be subject to the approval of the shareholders in the ensuing AGM.
2. A copy of the code of business ethics approved by the Board in their meeting held on 25/05/2016 is enclosed. All the members of the Board of Directors and the Senior management of the Company are expected to adhere to the code.
3. You shall be reimbursed the out of pocket expenses incurred by you in attending the Board meetings. You shall be paid a sitting fees of Rs.5000/- and out of pocket expenses.
4. We are enclosing a copy of the Schedule IV to the Companies Act, 2013 which is a guide to professional conduct for Independent Directors. We are also enclosing for your information the provisions of the Act regarding the duties of Directors.
5. As advised by the Board, during the tenure of Office, you may be required to serve on one or more Committees of the Board constituted by the Company ["Committees"].
6. During your tenure as an Independent Director of the Company, you are required to comply and abide with the provisions of the Act and the Listing Regulations including Code of Conduct to regulate, monitor and report trading by Insiders framed by the Company under the Securities & Exchange Board of India "Prohibition of Insider Trading] Regulations, 2015 ["Insider Trading Code"].

We request you to kindly accept the appointment and give the benefit of your experience to deliberations of the Board.

Regards,

For SURYALAKSHMI COTTON MILLS LIMITED

L.N. AGARWAL
CHAIRMAN & MANAGING DIRECTOR

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