



# Fiberweb (India) Limited

Manufactures of: Spunbond Nonwoven Fabrics

Date: 28<sup>th</sup> May, 2024

To, <b>BSE Limited</b> Corporate Relations Department, 1st Floor, New Trading Ring, P. J. Towers, Dalal Street, Mumbai - 400 001.	To, <b>National Stock Exchange of India Limited</b> Exchange Plaza, Plot No. C/1, G Block, Bandra - Kurla Complex, Bandra (East), Mumbai - 400 051.
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Reference: **BSE Scrip code - 507910 - Fiberweb (India) Limited**  
**NSE Scrip code: FIBERWEB**

**Sub: Submission of Annual Secretarial Compliance Report for the year ended 31<sup>st</sup> March, 2024.**

Dear Sir/Madam,

Pursuant to Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended and read with the relevant Circular(s) issued by SEBI from time to time, please find enclosed herewith the Annual Secretarial Compliance Report for the financial year ended March 31, 2024, issued by Mr. Ritesh Sharma, partner of M/s. R & J Co, Practicing Company Secretary and the Secretarial Auditor of the Company.

Please take the same on your record.

Thanking you,

Yours faithfully,

For **Fiberweb (India) Limited**

**Pravin V. Sheth**  
**Chairman & Director**  
**DIN: 00138797**

Encl: As above

**Product is manufactured in the plant, where the Management system is certified for ISO 9001 : 2015, 14001 : 2015, ISO 45001 : 2018**

Mumbai : "KIRAN", Ground Floor, 128, Bhaudaji Road, Matunga, Mumbai – 400019.

Phone: 91 (22) 2404 4855 / 76 / 24082689 / 90

Regd. Office : Airport Road, Kadaiya, Nani Daman, (U.T.) – 396210.

& Works Phone: 91 (260) 222 0766/0458/1458/1858/0958

E-mail : fiberweb@fiberwebindia.com

Website : fiberwebindia.com

**CIN NO: L25209DD1985PLC004694**



ISO 9001:2015, 14001:2015, ISO 45001:2018



# R & J Co.

## Practising Company Secretaries

### ANNUAL SECRETARIAL COMPLIANCE REPORT

(Pursuant to Regulation 24A of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015)

OF

**FIBERWEB (INDIA) LIMITED**

**FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2024**

We, **R & J Co, Practicing Company Secretaries**, have examined:

- (a) all the documents and records made available to us and explanation provided by Fiberweb (India) Limited [**"the listed entity"**],
- (b) the filings/ submissions made by the listed entity to the stock exchanges,
- (c) website of the listed entity,
- (d) any other document/ filing, as may be relevant, which has been relied upon to make this certification,

for the year ended **31<sup>st</sup> March, 2024** ("Review Period") in respect of compliance with the provisions of :

- i. the Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued thereunder; and
- ii. the Securities Contracts (Regulation) Act, 1956 ["SCRA"], rules made thereunder and the Regulations, circulars, guidelines issued thereunder by the Securities and Exchange Board of India ("SEBI");

The specific Regulations, whose provisions and the circulars/ guidelines issued thereunder, have been examined, include:-

- A. Securities and Exchange Board of India [Listing obligations and Disclosure Requirements) Regulations, 2015;
- B. Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
- C. Securities and Exchange Board of India [Substantial Acquisition of Shares and Takeovers) Regulations, 2017;
- D. Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 - **Not applicable to the Company during the period under review**
- E. Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity ) Regulations, 2021 – **Not applicable to the Company during the period under review**

F. Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 - **Not applicable to the Company during the period under review**

G. Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 and circulars/guidelines issued thereunder;

And based on the above examination, we hereby report that, during the Review Period:

(a) The listed entity has complied with the provisions of the above Regulations and circulars/guidelines issued thereunder, except in respect of matters specified below:-

Sr. No.	Compliance Requirement (Regulations /circulars/guidelines including specific clause)	Regulation / Circular No.	Deviations	Action Taken by	Type of Action	Details of Violation	Fine Amount	Observations/Remarks of the Practicing Company Secretary	Management Response	Remarks
1	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA

(b) The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued thereunder in so far as it appears from our examination of those records.

(c) Additional affirmations to be given by Practicing Company Secretaries (PCS) in Annual Secretarial Compliance Report (ASCR) pursuant to BSE & NSE vide Notice no. 20230316-14 and Circular Reference No. NSE/CML/ 2023/21 dated March 16, 2023 are provided below:

Sr. No	Particulars	Compliance Status (Yes/ No/ NA)	Observation / Remarks by PCS
1	<b><u>Secretarial Standard:</u></b> The compliances of the Listed Entity are in accordance with the Secretarial Standards (SS) issued by the Institute of Company Secretaries India (ICSI), as notified by the Central Government under Section 118(10) of the Companies Act, 2013 and mandatorily applicable	Yes	The Listed Entity has duly <b>complied</b> with all the applicable secretarial standards under Companies Act, 2013
2	<b><u>Adoption and timely updation of the Policies:</u></b> <ul style="list-style-type: none"> <li>All applicable policies under SEBI Regulations are adopted with the <b>approval</b> of Board of Directors of</li> </ul>	Yes	The Listed Entity has updated applicable policies under SEBI Regulations and the same are in conformity with SEBI Regulations and has been

	<p>the Listed Entities.</p> <ul style="list-style-type: none"> <li>All the policies are in <b>conformity</b> with SEBI Regulations and has been <b>reviewed</b> &amp; timely <b>updated</b> as per the regulations / circulars / guidelines issued by SEBI.</li> </ul>	Yes	reviewed.
3	<p><b><u>Maintenance and Disclosures on Website:</u></b></p> <ul style="list-style-type: none"> <li>The Listed Entity is maintaining a <b>functional</b> website</li> <li>Timely <b>dissemination</b> of the documents/information under a separate section on the website</li> <li>Web-links provided in annual Corporate Governance reports under Regulation 27(2) are accurate and specific which redirects to the relevant document(s) section of the website.</li> </ul>	Yes	The Listed Entity has maintained and disclose all the required details on Website <a href="https://www.fiberwebindia.com/">https://www.fiberwebindia.com/</a> as per Regulation 46 of SEBI (LODR), 2015.
4	<p><b><u>Disqualification of Director:</u></b> None of the Director of the Company are disqualified under Section - 164 of Companies Act, 2013</p>	Yes	<b>None of the Director of the Listed Entity</b> are disqualified under Section 164 of Companies Act, 2013.
5	<p><b><u>To examine details related to Subsidiaries of listed entities:</u></b> (a) Identification of Material Subsidiary Companies.  (b) Requirements with respect to disclosure of material as well as other subsidiaries.</p>	Not Applicable	The Listed Entity does not have any subsidiary company
6	<p><b><u>Preservation of Documents:</u></b> The Listed Entity is preserving and maintaining records as prescribed under SEBI Regulations and disposal of records as per Policy of Preservation of Documents and Archival policy prescribed under SEBI LODR Regulations, 2015.</p>	Yes	The Listed Entity has <b>maintained</b> proper records of all the documents as prescribed under SEBI Regulations
7	<p><b><u>Performance Evaluation:</u></b> The Listed Entity has conducted performance evaluation of the Board, Independent Directors and the Committees at the start of every financial</p>	Yes	The Listed Entity has duly conducted performance evaluation of the Board, Independent Directors and the Committees at the start of every

	year as prescribed in SEBI Regulations.		financial year.
8	<p><b><u>Related Party Transactions:</u></b></p> <p>(a) The Listed Entity has obtained prior approval of Audit Committee for all Related Party Transactions.</p> <p>(b) In case no prior approval obtained, the listed entity shall provide detailed reasons along with confirmation whether the transactions were subsequently approved/ ratified/ rejected by the Audit Committee.</p>	Yes  NA	The Listed Entity has obtained prior approval of Audit Committee for all Related Party transactions except as provided in clause (b).
9	<p><b><u>Disclosure of events or information:</u></b></p> <p>The Listed Entity has provided all the required disclosure(s) under Regulation - 30 along with Schedule III of SEBI LODR Regulations, 2015 within the time limits prescribed there under.</p>	Yes	The Listed Entity has complied with the requirement of Disclosure and Information under Regulation 30 of SEBI (LODR), 2015
10	<p><b><u>Prohibition of Insider Trading:</u></b></p> <p>The Listed Entity is in compliance with Regulation - 3(5) &amp; 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015.</p>	Yes	The Listed Entity has duly complied with Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015.
11	<p><b><u>Actions taken by SEBI or Stock Exchange(s), if any:</u></b></p> <p>No Actions taken against the Listed Entity/ its Promoters/ Directors/ Subsidiaries either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through Various Circulars) under SEBI Regulations and Circulars/ Guidelines issued thereunder.</p>	No	The Company is not in receipt of any Such notices from SEBI or Stock Exchange (including under the Standard Operating Procedures issued by SEBI Various through Circulars) under SEBI Regulations and Circulars / Guidelines issued thereunder.
12	<p><b>Additional Non-Compliances, if any:</b></p> <p><b>No any Additional Non-Compliance observed for all SEBI Regulation/Circular/Guidance Note etc.</b></p>	NA	NA

Compliances related to resignation of statutory auditors from listed entities and their material subsidiaries as per SEBI Circular CIR/CFD/CMDI/114/2019 dated 18th October, 2019:

Sr.No.	Particulars	Compliance Status	Observations/
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		<b>(Yes/No/ NA)</b>	<b>Remarks by PCS</b>
1	<ol style="list-style-type: none"> <li>1. If the auditor has resigned within 45 days from the end of a quarter of a financial year, the auditor before such resignation, has issued the limited review/audit report for such quarter; or</li> <li>2. If the auditor has resigned within 45 days from the end of a quarter of a financial year, the auditor before such resignation, has issued the limited review/audit report for such quarter as well as the next quarter; or</li> <li>3. If the auditor has signed the limited review/audit report for the first three quarters of a financial year, the auditor before such resignation, has issued the limited review/audit report for the last quarter of such financial year as well as the audit report for such financial year</li> </ol>	Not Applicable	NIL
2	<p>Other conditions relating to resignation of statutory auditor</p> <ol style="list-style-type: none"> <li>1. Reporting of concerns by Auditor with respect to the Listed Entity/its material subsidiary to the Audit Committee: <ol style="list-style-type: none"> <li>a. In case of any concern with the management of the Listed Entity/ material subsidiary such as non-availability of information/non-cooperation by the management which has hampered the audit process, the auditor has approached the Chairman of the Audit Committee of the Listed entity and the Audit Committee shall receive such concern directly and immediately without specifically waiting for the quarterly Audit Committee meetings.</li> </ol> </li> </ol>	Not Applicable	NIL

	<p>b. In case the auditor proposes to resign, all concerns with respect to the proposed resignation, along with relevant documents has been brought to the notice of the Audit Committee. In cases where proposed resignation is due to non-receipt of information/explanation from the company, the auditor has informed the Audit Committee the details of information /Explanation sought and not provided by the management, as applicable.</p> <p>c. The Audit Committee/Board of Directors, as the case may be, deliberated on the matter on receipt of such information from the auditor relating to the proposal to resign as mentioned above and communicate its views to the management and the auditor.</p> <p>2. Disclaimer in case of non-receipt of information:</p> <p>The Auditor has provided an appropriate disclaimer in its audit report, which is in accordance with the Standards of Auditing as specified by ICAI/NFRA, in case where the listed entity has not provided information as required by the auditor.</p>		
3	The listed entity / its material subsidiary has obtained information from the Auditor upon resignation, in the format as specified in Annexure A in SEBI Circular CIR/CFD/CMD1/114/2019 dated 18 <sup>th</sup> October, 2019	Not Applicable	NIL

(e) The listed entity has taken the following actions to comply with the observations made in previous reports:

Sr. No	Compliance Requirement (Regulations /circulars/guidelines including specific clause)	Regulation / Circular No.	Deviations	Action Taken by	Type of Action	Details of Violation	Fine Amount	Observations/ Remarks of the Practicing Company Secretary	Management Response	Remarks
-	-	-	-	-	-	-	-	-	-	-

**For R & J Co  
PRACTISING COMPANY SECRETARY**

RITESH  
MEWALAL  
SHARMA

Digitally signed by  
RITESH MEWALAL  
SHARMA  
Date: 2024.05.28  
17:05:53 +05'30'

**RITESH SHARMA  
PARTNER  
MEMBERSHIP NO. 55260  
CP. NO. 20742**

**\* UDIN No. : A055260F000463789**

**Date: 28<sup>th</sup> May' 2024**

**Place: Mumbai**

Off. No. 06, Om Anand CHS, B Wing, Near Sai Baba Temple, Louiswadi, Thane (W) - 400604.

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