



Modern Threads (India) Limited

Registered Office :

A-4, Vijay Path, Tilak Nagar, Jaipur-302 004

Phone : 0141-4113645, Fax : 0141-2621382

E-mail : cs@modernwoollens.com
modernjaipuroffice@gmail.com

Website : www.modernwoollens.com

CIN : L17115RJ1980PLC002075

To,

29th May, 2019

BSE Limited Phiroze Jeejeebhoy Towers Dalal Street, Mumbai- 400001 Scrip Code: 500282	National Stock Exchange of India Limited Exchange Plaza, Plot No. C/1, G-Block, Bandra Kurla Complex, Bandra (East), MUMBAI — 400 051 Scrip Code: MODTHREAD
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Reg.: Annual Secretarial Compliance Report for the year ended 31st March 2019

Dear Sir/Madam,

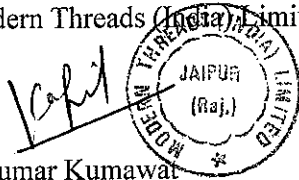
With reference to SEBI Circular CIR/CFD/CMD1/27/2019 dated 8th February 2019, we are enclosing herewith Annual Secretarial Compliance Report of Modern Threads (India) Limited for the year ended 31st March 2019.

Kindly take the same on record.

Thanking you,

Yours Faithfully

For Modern Threads (India) Limited



Kapil Kumar Kumawat
Company Secretary & Compliance Officer

Encl: As above

Corporate Head Office : 68/69, Godavari, Pochkhanwala, Worli, Mumbai-400030

Tel.:022-24973269, Fax : 022-24950962

Plants- Woollens Division : Hamirgarh Road, Bhilwara-311001 (Rajasthan)

Tel.:01482-241801, Fax : 01482-297924

Yarn Division : Village Raila, District - Bhilwara-311024 (Rajasthan)

SECRETARIAL COMPLIANCE REPORT
OF
MODERN THREADS (INDIA) LIMITED
for the year ended 31st March, 2019

We, R K Jain & Associates, Company Secretaries, have examined:

- (a) all the documents and records made available to us and explanation provided by Modern Threads (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 31st March, 2019 ("Review Period") in respect of compliance with the provisions of :

- (a) the Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued thereunder; and
- (b) 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; (*Not applicable during the Review Period.*)
- (c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- (d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; (*Not applicable during the Review Period.*)
- (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; (*Not applicable during the Review Period.*)
- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; (*Not applicable during the Review Period.*)
- (g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013; (*Not applicable during the Review Period.*)
- (h) 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)	Deviations	Observations/ Remarks of the Practicing Company Secretary
1.	Regulation 29 of SEBI (LODR) Regulations, 2015 regarding Prior Intimation of the Board Meeting	Prior Intimation of Board Meeting for considering Financial Results were not given to Stock Exchange.	The Company is in the process of revocation of suspension of trading of its securities and submitting its documents to Stock Exchanges.
2.	Regulation 33(3) of SEBI (LODR) Regulations, 2015 regarding Submission of Quarterly Financial Results, Limited Review Report to Stock Exchange	Delay in submission of Quarterly Financial Results to Stock Exchange: Quarter Submitted on Q4 17-18 20.11.2018 Q1 18-19 23.01.2019 Q2 18-19 20.02.2019 Q3 18-19 08.04.2019	The Financial Results were not submitted within 30 minutes of the conclusion of the Board Meeting. However, the Company is in the process of revocation of suspension of trading of its securities and submitting its documents to Stock Exchanges
3.	Regulation 34(1) of SEBI (LODR) Regulations, 2015 regarding Submission of Annual Report for 31.03.2018 (AGM - 29.09.2018)	Submitted to BSE & NSE on 29.12.2018	Required to be submitted within 21 days from date of AGM, i.e. 29.09.2018 However, the Company is in the process of revocation of suspension of trading of its securities and submitting its documents to Stock



R K Jain & Associates

Company Secretaries

5-A-25, "Shubham"

R C Vyas Colony

Bhilwara-311001

Rajasthan

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Phone 01482-225844

Email rkjainbhilwara@gmail.com

			Exchanges
4.	Regulation 46(2)(1) of SEBI (LODR) Regulations, 2015 regarding disclosures on website of the company	Notice of Meeting of Board of Directors for Financial Results not available on Website.	The Company is in the process of revocation of suspension of trading of its securities and submitting its documents to Stock Exchanges.
5.	Regulation 47 of SEBI (LODR) Regulations, 2015 regarding Advertisement in Newspapers.	Requirements of Regulation 47 not complied with by the company. Hence, not disclosed on website of the company as per Reg. 46(1)(q).	The Company is in the process of revocation of suspension of trading of its securities and submitting its documents to Stock Exchanges.
6.	Regulation 30(1) and 30 (2) under SEBI (SAST) Regulations regarding Annual Disclosure of Promoters' Shareholding	Submitted to Stock Exchange on 27.04.2018 delayed by 20 days.	The Company is in the process of revocation of suspension of trading of its securities and submitting its documents to Stock Exchanges.

- b) The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued thereunder insofar as it appears from my/our examination of those records.
- c) The following are the details of actions taken against the listed entity/ its promoters/ directors/ material subsidiaries either by SEBI or by Stock Exchanges (*including under the Standard Operating Procedures issued by SEBI through various circulars*) under the aforesaid Acts/ Regulations and circulars/ guidelines issued thereunder:

Sr. No.	Action taken by	Details of violation	Details of action taken E.g. fines, warning letter, debarment, etc.	Observations/ remarks of the Practicing Company Secretary, if any.
	-	None -		



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

Sr. No.	Observations of the Practicing Company Secretary in the previous reports	Observations made in the secretarial compliance report for the year ended... <i>(The years are to be mentioned)</i>	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
- Not Applicable being it is First Report -				

For **R K Jain & Associates**
Company Secretaries

Place: Bhilwara
Date: 29th May, 2019



CS R.K JAIN
Proprietor
FCS - 4584
COP No.: 5866