



# ASHNOOR TEXTILE MILLS LIMITED

REGD. OFFICE & WORKS : BEHRAMPUR ROAD KHANDSA VILLAGE, GURUGRAM-122001 (HR.)  
TEL. : 0124-4809756, 4809755  
email : atml\_delhi@yahoo.com  
Registration No. : L17226HR1984PLC033384

June 29, 2021

To,

**The Deputy General Manager - Listing**  
Bombay Stock Exchange  
PhirozeJeejeebhoy Towers  
Dalal Street  
Mumbai-400001

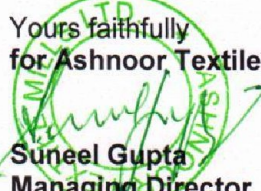
**Regarding:** Secretarial Compliance Report as per Regulation 24A of Securities and Exchange Board of India (Depositories and Participants) Regulations, 1996

**Dear Sir/ Madam,**

In respect of captioned matter, please find enclosed herewith Secretarial Compliance Report for the financial year ended March 31, 2021 for your kind perusal and record.

Thanking you.

Yours faithfully  
for Ashnoor Textile Mills Limited

  
**Suneel Gupta**  
Managing Director  
DIN-00052084  
79-A, Sainik Farms  
W-3, Western Avenue  
New Delhi-110062  
Enclosed: as above

# ANIL ARORA & ASSOCIATES

## Company Secretaries

### Secretarial Compliance Report of Ashnoor Textile Mills Limited for the financial year ended March 31, 2021

We, Anil Arora & Associates, Company Secretaries, have examined:

- (a) all the documents and records made available to us and explanation provided by Ashnoor Textile Mills 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 March 31, 2021 ("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, includes:

- (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, 2011;
- (d) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993;
- (e) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; **{Not applicable as the Company has not bought back any of its securities during review period};**
- (f) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; **{Not applicable as the Company has not granted share based benefits to its employees during the review period};**
- (g) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **{Not applicable as the Company has not issued any debt securities during the review period};**
- (h) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013; **{Not applicable as the Company has not issued any Non-convertible and Redeemable Preference Shares during the review period};**
- (i) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;



K-8, Ground Floor, Jangpura Extension, New Delhi-110014

E-mail: anilarora.cs@gmail.com; Phone: 011 24323155

and circulars/ guidelines issued thereunder;

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:-

Sl. No.	Compliance Requirement (Regulations/ circulars / guidelines including specific clause)	Deviations	Observations/ Remarks of the Practicing Company Secretary
1.	As per Regulation 17 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, this listed entity shall have at least half of the Board consist of Independent Director. In place of ceased Independent Director new Independent Director shall be appointed at the earliest but not later than the immediate next meeting of the Board of Directors, whichever is later.	One of the Independent Director resigned effective from July 28, 2020 and new Independent Director was appointed on February 27, 2021	Three months from the date of resignation of Independent Director completed on October 27, 2020. But, new Independent Director was appointed effective from February 27, 2021. As informed by the Company, it took extra time due to impact of COVID in the State. As informed the Managing Director was also suffered with COVID was hospitalized.

- (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:



Serial Number	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.
1.	BSE Limited	One of the Independent Director resigned effective from July 28, 2020 and new Independent Director was appointed on February 27, 2021	BSE has imposed fines on the Company	As per information given to us, the Company has requested to BSE Limited to reverse the fine imposed on it
NONE				

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

Serial Number	Observations of the Practicing Company Secretary in the previous reports	Observations made in the secretarial compliance report for the year ended... (The years are to be mentioned)	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
NOT APPLICABLE				



For Anil Arora & Associates  
Company Secretaries

Anil Kumar Arora  
Proprietor  
FCS Number: 5695  
CP Number: 4775  
UDIN: F005695C000542198  
Place: New Delhi  
Date: June 29, 2021