

May 30, 2024

To,  
BSE Limited  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai - 400 001

**SUB: ANNUAL SECRETARIAL COMPLIANCE REPORT FOR FINANCIAL YEAR 2023-2024**  
**SCRIP CODE: 539562**  
**SECURITY ID: AARNAV**

Pursuant to Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read with SEBI Circular No. CIR/CFD/CMD1/27/2019 dated February 08, 2019, please find enclosed herewith Annual Secretarial Compliance Report for the financial year 2023-2024

Kindly take the same on record and acknowledge the receipt.

Thanking You

Yours faithfully,  
FOR AARNAV FASHIONS LIMITED



**CHAMPALAL AGARWAL**  
**CHAIRMAN AND WHOLE TIME DIRECTOR**  
**DIN- 01716421**



**AARNAV FASHIONS LIMITED**

Regd. Off.: 1, New Cloth Market, O/s. Raipur Gate, Ahmedabad-380 002 (India).  
Corporate Off. & Works :- Survey No. 302-305, Isanpur, Narol-Vatva Road, Ahmedabad-382 405 (India).  
t: 079-29702983-84 e : aarnavfashions@gmail.com  
CIN : L17100GJ1983PLC028990

**Secretarial Compliance Report of Aarnav Fashions Limited  
for the financial year ended 31<sup>st</sup> March 2024**

I, Ravi Kapoor has examined:

- (a) all the documents and records made available to us and explanation provided by Aarnav Fashions 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:

- (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;
- (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; **during the year the said regulations were not applicable**
- (e) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; **during the year the said regulations were not applicable**
- (f) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021; **during the year the said regulations were not applicable**

*Ravi Kapoor*



(g) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

(h) Securities and Exchange Board of India (Registrar to an Issue and Share Transfer Agents) Regulations, 1993;

(i) Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021; **during the year the said regulations were not applicable**

and circulars/ guidelines issued thereunder;

and based on the above examination, I 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
					Advisory / Clarification/ Fine/Show Cause Notice/ Warning, etc.					
1	Submission of disclosure on Related Party Transaction for the half year ended on 30 <sup>th</sup>	Regulation 23(9) of Securities and Exchange Board of India (Listing	1 day delay in submission of disclosure for Related Party Transaction	BSE Ltd. has issued notice no. SOP-Review on 14.12.2023 and	Fine of Rs. 5,000/- for such delay of 1 day.	1 day delay in submission of disclosure for Related Party Transaction for the	Rs. 5,000/- for such delay of 1 day.	Company has paid necessary fines imposed by Stock Exchange.	Due to some technical reason the Company was unable to file the	Nil

# Ravi Kapoor & Associates

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Gujarat College Road,  
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(M) 98250 63147  
E-mail : ravi@ravics.com www.ravics.com

**Company Secretaries**

**Trade Mark Agent**

**Insolvency Resolution Professional**

September, 2023 pursuant to Regulation 23(9) of Securities and Exchange Board of India (Listing Obligations and Disclosures Requirements) Regulations, 2015	Obligations and Disclosures (Requirements) Regulations, 2015	impose the half year ended 30 <sup>th</sup> September, 2023	fine of Rs. 5,000/- for such delay of 1 day.	half year ended on 30 <sup>th</sup> September, 2023			said disclosure within time however Company has filed the same with 1 day delay and paid necessary fine.
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(b) The listed entity has taken the following actions to comply with the observations made in previous reports:

Sr. No.	Observations/ Remarks 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)	Compliance Requirement (Regulations/circulars/guidelines including specific clause)	Details of violation / deviations and actions taken / penalty imposed, if any, on the listed entity	Remedial actions, if any, taken by the listed entity	Comments of the PCS on the actions taken by the listed entity
<b>Not Applicable</b>						

*Ravi Kapoor*

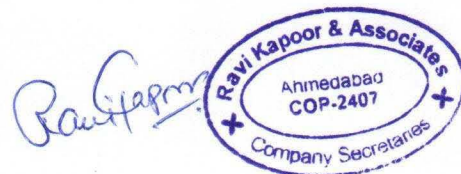


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I hereby report that, during the review period the compliance status of the listed entity with the following requirements:

Sr. No.	Particulars	Compliance Status (Yes/No/NA)	Observations /Remarks by PCS*
1.	<b>Secretarial Standards:</b> The compliances of the listed entity are in accordance with the applicable 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	
2.	<b>Adoption and timely updation of the Policies:</b> <ul style="list-style-type: none"> <li>All applicable policies under SEBI Regulations are adopted with the approval of board of directors of the listed entities</li> <li>All the policies are in conformity with SEBI Regulations and have been reviewed &amp; updated on time, as per the regulations/circulars/guidelines issued by SEBI.</li> </ul>	Yes Yes	
3.	<b>Maintenance and disclosures on Website:</b> <ul style="list-style-type: none"> <li>The Listed entity is maintaining a functional website</li> <li>Timely dissemination 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 re-directs to the relevant document(s)/section of the website</li> </ul>	Yes Yes Yes	
4.	<b>Disqualification of Director:</b> None of the Director(s) of the Company is/ are disqualified under Section 164 of Companies Act, 2013 as confirmed by the listed entity.	Yes	



5.	<p><b>Details related to Subsidiaries of listed entities have been examined w.r.t.:</b></p> <p>(a) Identification of material subsidiary companies</p> <p>(b) Disclosure requirement of material as well as other subsidiaries</p>	Yes	
6.	<p><b>Preservation of Documents:</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	
7.	<p><b>Performance Evaluation:</b> The listed entity has conducted performance evaluation of the Board, Independent Directors and the Committees at the start of every financial year/during the financial year as prescribed in SEBI Regulations.</p>	Yes	
8.	<p><b>Related Party Transactions:</b></p> <p>(a) The listed entity has obtained prior approval of Audit Committee for all related party transactions; or</p> <p>(b) The listed entity has provided detailed reasons along with confirmation whether the transactions were subsequently approved/ratified/rejected by the Audit Committee.</p>	Yes  N.A.	In all related party transactions company has obtained prior approval of Audit Committee and therefore it is mentioned as not applicable.
9.	<p><b>Disclosure of events or information:</b> 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 thereunder.</p>	Yes	

*Ravi Kapoor*



**Ravi Kapoor  
&  
Associates**

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**Insolvency Resolution Professional**

10.	<b>Prohibition of Insider Trading:</b> The listed entity is in compliance with Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015.	Yes	
11.	<b>Actions taken by SEBI or Stock Exchange(s), if any:</b> No action(s) has been 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 (or). <del>The actions taken against the listed entity / it's promoters / directors / subsidiaries either by SEBI or by Stock Exchange(s) are specified in last column.</del>	Yes	
12.	<b>Resignation of statutory auditors from the listed entity or its material subsidiaries</b>  In case of resignation of statutory auditor from the listed entity or any of its material subsidiaries during the financial year, the listed entity and / or its material subsidiary(ies) has / have complied with paragraph 6.1 and 6.2 of section V-D of chapter V of the Master Circular on compliance with the provisions of the LODR Regulations by listed entities.	N.A.	During the year there is no resignation of Statutory Auditors therefore it is mentioned as not applicable.
13.	<b>Additional Non-compliances, if any:</b> No additional non-compliance observed for any SEBI regulation/circular/guidance note etc.	Yes	

\*Observations /Remarks by PCS are mandatory if the Compliance status is provided as 'No' or 'NA'

Place: Ahmedabad  
Date: 29.05.2024

For, Ravi Kapoor & Associates  
Company Secretaries

  
Signature:  
Ravi Kapoor  
Proprietor  
FCS No.: 2587 CP No.: 2407  
UDIN : F002587F000481241  
PR No : S1996GJ016300

