



BANNARI AMMAN SPINNING MILLS LIMITED

Regd. Office : 252, Mettupalayam Road, Coimbatore - 641 043, Tamilnadu, INDIA

Telephone : 0422 - 2435555 E-mail : shares@bannarimills.com

Website : www.bannarimills.com CIN : L17111TZ1989PLC002476 GSTRN : 33AAACB8513A1ZE

BASML/SEC/319/NSE & BSE/2021-22

29.6.2021

The Manager
Listing Department
National Stock Exchange of India Limited
"Exchange Plaza"
Bandra-Kurla Complex, Bandra (East)
Mumbai 400 051

BSE Limited
Floor 25
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai 400 001

Scrip Code: BASML

Scrip Code: 532674

Dear Sir,

Sub: Secretarial Compliance Report - reg.

Pursuant to Regulation 24A of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015, we are enclosing the Secretarial Compliance Report for the year ended 31.3.2021, issued by Sri R Dhanasekaran, Practicing Company Secretary, Coimbatore.

Kindly take on record the above information.

Thanking you,

Yours faithfully,

For BANNARI AMMAN SPINNING MILLS LIMITED

**N KRISHNARAJ
COMPANY SECRETARY**

Encl: as above



Certificate No.: 30/2021-22

Annual Secretarial Compliance Report

[Pursuant to Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. CIR/CFD/CMD1/27/2019 dated February 08, 2019]

Secretarial compliance report of **M/s. Bannari Amman Spinning Mills Limited** (CIN:L17111TZ1989PLC002476) for the year ended 31ST March, 2021

I, R.Dhanasekaran, Company Secretary in Practice, have examined:

- (a) all the documents and records made available to me and explanation provided by M/s. Bannari Amman Spinning 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) other document / filing, as may be relevant, which has been relied upon to make this certification,

for the year ended 31st March, 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, include:-



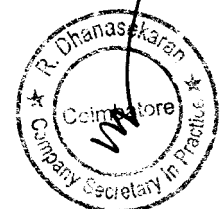


- (a) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- (b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
- (c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- (d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018;
- (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;
- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
- (g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013;
- (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (i) 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) | Deviations | Observations / Remarks of the Practicing Company Secretary |
|--------|---|--|--|
| 1 | In terms of Regulation 33 of the SEBI (LODR), 2015, the company had to submit the Financial Results for the quarter ended 31 st March, 2020, to the Stock Exchanges on or before 31 st July, 2020 | The company submitted the Financial Results for the quarter ended 31 st March, 2020, to the Stock Exchanges | The company submitted to the exchanges that due to Covid - 19 pandemic there was a complete lockdown of all the Offices and Organizations in Tamil Nadu from March 24, 2020 to May 10, 2020 and further due to Covid -19 positive cases in office, the |





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|--|--|---------------------------------------|--|
| | | only on 13 th August, 2020 | Company's office had remained closed from July 09, 2020 to July 22, 2020 and therefore the Company was not able to submit the financial result for the quarter/year ended March 31, 2020 within prescribed timeline and the delay was unintentional and beyond the control of the company. The above submissions were considered by the respective exchanges and waived the fine imposed in this regard. |
|--|--|---------------------------------------|--|

(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 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. |
|--------|---|---|---|---|
| 1 | National Stock Exchange of India Limited and BSE Limited. | Delay in compliance of Regulation 33 of SEBI (LODR), 2015 | Both exchanges sent notices intimating the fine liability for delay in compliances regulations 33 of SEBI (LODR), 2015. | The company submitted to the exchanges that due to Covid -19 pandemic there was a complete lockdown of all the Offices and Organizations in Tamil Nadu from March 24, 2020 to May 10, 2020 and further due to Covid -19 positive cases in office, |






| | | | | |
|--|--|--|--|--|
| | | | | the Company's office had remained closed from July 09, 2020 to July 22, 2020 and therefore the Company was not able to submit the financial result for the quarter/year ended March 31, 2020 within prescribed timeline and the delay was unintentional and beyond the control of the company. The above submissions were considered by the respective exchanges and waived the fine imposed in this regard. |
|--|--|--|--|--|

(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... (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 - | | | | |

(e) As the statutory auditor has already been appointed, the terms of the appointment of the auditor have been suitably modified to give effect to Sl. No. 6 (A) and 6 (B) of SEBI Circular No CIR/CFD/CMD1/114/2019 dated 18.10.2019 by supplemental letter issued to the Statutory Auditor.

Place: Coimbatore
Date: 29.06.2021

Signature: 
ICSI UDIN: F007070C000539415

CS. R. Dhanasekaran
Company Secretary in Practice,
FCS7070 / CP 7745