

NIVAKA FASHION LIMITED

(Formally known as B.T.Syndicate Limited)

REGD OFFICE : AA-47, SALT LAKE CITY SEC :1, BL-AA KOLKATA ,WEST BENGAL : 700064
Corporate Office : Harihar Corporation, A-12, Gala No.10/11, Mankoli Road, Dapoda, Bhiwand
Thane : 421302
CIN : [52100WB1983PLC035857](https://www.btsync.in), Website : www.btsync.in , Tel : 022-61642424
Email Id : btsyndicate1td1983@gmail.com,info@btsync.in

Date: 30/07/2020

Dear Sir/ Madam,

To, Department of Corporate Services, BSE LIMITED P. J. Towers, Dalal Street, Mumbai – 400 001. Scrip Code: 542206	To, Department of Corporate Services, Metropolitan Stock Exchange of India Limited, Vibgyor Towers, 4th floor, Plot No C 62, G - Block, Opp. Trident Hotel, Bandra Kurla Complex, Bandra (E),Mumbai – 400 098, India.
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Sub: - Annual Secretarial Compliance Report for the year ended March 31, 2020
Ref: SEBI Circular No.CIR/CFD/CMD/27/2019 dated February 8, 2019

Pursuant to Regulation 24A of SEBI (listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. CIR/CFD/CMD/27/2019 dated February 8; 2019 "We are enclosing herewith the Annual Secretarial Compliance Report for the year ended March 31, 2020.

Kindly take the same on your records.

Thanking you,
Yours Truly,

For NIVAKA FASHIONS LIMITED



MR. BHAVIN JAIN
DIRECTOR
DIN: 00741604



Secretarial Compliance Report
For the Financial Year ended 31st March, 2020

To,
The Members,
Nivaka Fashions Limited,
(Formerly known as B.T. Syndicate Ltd)
AA - 47, Salt Lake City Sec - 1, BL-AA,
Kolkata, West Bengal, 700064.

We have examined:

- a) All the documents and records made available to us and explanation provided by **M/s. Nivaka Fashions Limited (Formerly known as B.T. Syndicate Limited)** ("the Listed Entity")
- b) The filings/submissions made by the listed entity to the stock exchange;
- 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, 2020 in respect of compliance with the provision of :

- a) The Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulation, 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) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- b) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeover) Regulations, 2011;(not applicable to the company during the Audit Report)
- c) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;(not applicable to the company during the Audit Report)
- d) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;

- e) The Securities and Exchange Board of India (Share Based Employee Benefits) Regulation, 2014; **(Not Applicable to the Company during the Audit Period)**
- f) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **(Not Applicable to the Company during the Audit Period)**
- g) The Securities and Exchange Board of India (Registrars to an issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client; **(Not Applicable to the Company during the Audit Period)**
- h) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; **(Not Applicable to the Company during the Audit Period)**
- i) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998 **(Not Applicable to the Company during the Audit Period)**
- j) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013; **(Not Applicable to the Company during the Audit Period)**

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.	Observations of the Practicing Company Secretary in the previous reports	Observations made in the secretarial compliance report for the year ended	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
NIL				

- 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 my/our examination of those records.

#Due to Covid 19 situation we had to majorly rely on the statements made by the staffs of the Company.

- 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	BSE LTD (Under the SOP issued by SEBI through Various circulars) MSEI Ltd (Under the SOP issued by SEBI through Various circulars)	Regulation 34(1) of SEBI (LODR) 2015.	Fines were levied on company.	Company failed to upload Annual Report 21 days prior to AGM on BSE Ltd and Company did rectify the same as and when they became aware of the non compliance.

- 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	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity.
1	N.A	N.A	N.A	N.A

For, Jaymin Modi & Co.

Jaymin Modi

Company Secretaries

Membership No - 44248

COP No - 16948

UDIN No - A044248B000527973

