

KITEX**Kitex Garments Limited**

(CIN: L18101KL1992PLC006528)

P. B. No. 5, Kizhakkambalam,

Alwaye, Kochi, Kerala, 683562

Phone: 91 484 4142000,

Fax: 91 484 2680604

Email: sect@kitexgarments.comwebsite: www.kitexgarments.com

Ref: KGL/SE/2020-21/JUL/08

July 31, 2020

To,

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| The Secretary BSE Limited Corporate Relationship Department, 1 st Floor, New Trading Ring, Rotunda Building, P J Towers, Dalal Street, Fort Mumbai, Maharashtra - 400 001 SCRIPT NO: 521248 | The Secretary National Stock Exchange of India Ltd 'Exchange Plaza', Bandra - Kurla Complex Bandra (E), Mumbai, Maharashtra - 400051 SCRIPT NO: KITEX |
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Dear Sir/ Ma'am,

Sub:- **ANNUAL SECRETARIAL COMPLIANCE REPORT FOR THE YEAR ENDED
MARCH 31, 2020**

Pursuant to Reg 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, we are forwarding herewith the Annual Secretarial Compliance Report issued by the Practising Company Secretary for the FY 2019-20. Request you to kindly take the above information on records.

Thanking you,

For **Kitex Garments Limited**

CS. Mithun B Shenoy
Company Secretary & Compliance officer
(ICSI M. No. FCS 10527)



Enclosure: As above

**SECRETARIAL COMPLIANCE REPORT OF KITEX GARMENTS LIMITED
FOR THE YEAR ENDED 31ST MARCH 2020**

We SVJS & Associates, Company Secretaries, Kochi have examined:

- a) all the documents and records made available to us and explanation provided by Kitex Garments Limited ("the listed entity"), the representations made by the Management and considering the relaxations granted by the Ministry of Corporate Affairs and Securities and Exchange Board of India warranted due to the spread of the COVID-19 pandemic, arising from the compliances of specific Regulations listed below,
- b) the filings/ submissions made by the listed entity to the stock exchanges in connection with the above,
- 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 ("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 (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- (c) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

(d) Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018;

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.

(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 our examination of those records.

(c) There were no 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 other than as tabled below:

| Sl. No. | Action Taken by | Details of Violation | Details of Action taken e.g.: Fines, warning letter, debarment, etc. | Observations/ remarks of the Practising Company Secretary, if any |
|---------|--|--|---|---|
| 1 | Securities and Exchange Board of India | Failure to redress complaints and comply with the provisions of Securities and Exchange Board of India Circular dated 18.12.2014 | Penalty under Section 15 HB and 15 C of the Securities and Exchange Board of India Act, 1992 totalling to Rs. 11 Lakhs vide adjudication order dated 31.08.2018 | The appeal filed before the Securities Appellate Tribunal was dismissed. The Company has since made payment of the penalty on 21.06.2019 |

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

| Sr. No. | Observations of the Practising Company Secretary in the previous reports (31.03.2019) | Observations made in the secretarial compliance report for the year ended 31.03.2019 (The years are to be | Actions taken by the listed entity, if any | Comments of the Practising Company Secretary on the actions taken by the listed entity |
|---------|---|---|--|--|
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Kochi, Ernakulam - 682 017

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+91 484 2950009

| | | mentioned) | | |
|----|---|---|---|---|
| 1. | Penalty under Section 15 HB and 15 C of the Securities and Exchange Board of India Act, 1992 totalling to Rs. 11 Lakhs vide adjudication order dated 31.08.2018. The Company has filed an appeal before the Securities Appellate Tribunal against the Order. | Penalty under Section 15 HB and 15 C of the Securities and Exchange Board of India Act, 1992 totalling to Rs. 11 Lakhs vide adjudication order dated 31.08.2018. The Company has filed an appeal before the Securities Appellate Tribunal against the Order. | The appeal filed before the Securities Appellate Tribunal was dismissed. The Company has since made payment of the penalty on 21.06.2019 | Action taken by the listed entity is self-explanatory |

Kochi
30.07.2020

UDIN: F003067B000531463

For SVJS & Associates

PARAMBIL
DEVASSY VINCENT

Digitally signed by PARAMBIL
DEVASSY VINCENT
Date: 2020.07.30 19:10:37
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Vincent P.D.
Managing Partner
M No.3067, CoP No.7940