

To

Date: 30.05.2022

BSE Limited
PhirozeJeejeebhoy Towers,
Dalal Street,
Mumbai – 400001 BSE
Scrip Code: 539216

Dear Sir/Madam,

Sub: Secretarial Compliance Report for FY 2021-22

Pursuant to Regulation 24A of the SEBI (Listing Obligations & Disclosure Requirements), Regulations, 2015 read with Circular no. CIR/CFD/CMD1/27/2019 dated 08th February, 2019, please find enclosed the Annual Secretarial Compliance Report in respect of Garment Mantra Lifestyle Limited for the financial year ended 31st March 2022.

Kindly take note of the same in your records

Thanking you,
Yours faithfully,
For Garment Mantra Lifestyle Limited



Prem Aggarwal
Managing Director
(DIN: 02050297)



G.V. AND ASSOCIATES

Company Secretaries

Partners :

G. Vasudevan, B.Com, LL.B, FCS

L. Bharathi, B.A.(CS), FCS

V. Nithya, B.Com, ACS

N. Srividhya, B.Com, ACS



Coimbatore Office :

'G.V. Enclave' 18/30, Ramani Street,
K.K. Pudur, Saibaba Colony
(Opp. Road to Saibaba Colony
Hotel Annapoorna Road - 4th Right)
Coimbatore - 641 038.

Chennai Office : Door No. 52, 1st Floor,
Sundarabhavanam Apartment, 4th Avenue,
Ashok Nagar, Chennai - 600 083.

**SECRETARIAL COMPLIANCE REPORT
OF
GARMENT MANTRA LIFESTYLE LIMITED
(Formerly known as JUNCTION FABRICS AND APPARELS LIMITED)
FOR THE FINANCIAL YEAR ENDED 31ST MARCH 2022**

[Pursuant to Regulation 24A of Securities and Exchange Board of India (Listing Obligations and Disclosures Requirements) Regulation, 2015]

We have examined:

- (a) all the documents and records made available to us and explanation provided by M/s. Garment Mantra Lifestyle 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,

during the financial year ended 31.03.2022 ("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 there under; and
- (b) the Securities Contracts (Regulation) Act,1956 ("SCRA"),rules made there under and the Regulations, circulars, guidelines issued there under by the Securities and Exchange Board of India("SEBI");

The specific Regulations, whose provisions and the circulars/ guidelines issued there under, have been examined, include:-

- (a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- (b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (c) Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018;
- (d) Securities and Exchange Board of India (Listing Obligations and Disclosures Requirements) Regulation, 2015;
- (e) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 - **Not Applicable to the Listed Entity during the Review Period;**
- (f) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 - **Not Applicable to the Listed Entity during the Review Period;**
- (g) Securities and Exchange Board of India (Buy-back of Securities) Regulations 2018 - **Not Applicable to the Listed Entity during the Review Period;**
- (h) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 - **Not Applicable to the Listed Entity during the Review Period;**



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G.V and Associates, Company Secretaries
Peer Reviewed Firm
C. No. 829/2020

(i) 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 Listed Entity during the Review Period;**

(j) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 - **Not Applicable to the Company during the Review Period;**

and circulars / guidelines issued there under;

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 there under, except in respect of matters specified below:

S. No.	Compliance Requirement (Regulations/ circulars / guidelines including specific clause)	Deviations	Observations
1.	Regulation 18(2)(a) of Securities and Exchange Board of India (Listing Obligations and Disclosures Requirements) Regulation, 2015 [*hereinafter referred as SEBI (LODR) Regulations, 2015]	The gap between two audit committee meetings had exceeded the prescribed gap of 120 days, which is in non-compliance of Regulation 18(2)(a) of SEBI (LODR) Regulations, 2015.	The gap between two audit committees held on 12.02.2021 and 22.06.2021 was 130 days which exceeds 120 days.
2.	Regulation 27(2) of SEBI (LODR) Regulations, 2015	Nil	The listed entity had re-submitted the Corporate Governance report for the Quarter - January to March 2022 to stock exchanges on 20.05.2022 which contain the Board Meeting dates



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C. No. 829/2020

S. No.	Compliance Requirement (Regulations/ circulars / guidelines including specific clause)	Deviations	Observations
			26.11.2021 and 30.03.2022 which were not mentioned in the previous corporate governance report pertaining to the quarter ended 31.12.2021 and 31.03.2022.
3.	Regulation 30(6) of SEBI (LODR) Regulations, 2015	The disclosure on credit rating and outlook from CRISIL Limited has been intimated to the stock exchanges after a period of 24 hours from the time of receiving the rating.	The Company had received credit rating and outlook from CRISIL Limited on 06.09.2021 but the same was submitted to stock exchange on 08.09.2021 which exceeded the time limit of 24 hours but the explanation for delay in submission was not mentioned in the disclosure submitted with stock exchange.

(b) The listed entity has maintained proper records under the provisions of the above Regulations and circulars/guidelines issued there under 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 subsidiary 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 there under.



(d) The Company was not required to take any actions as there were no observations made in the previous year report for the Financial Year ended 31.03.2021.

For G.V and Associates
Company Secretaries

Date: 30.05.2022

Place: Coimbatore

ICSI UDIN: F006699D000416240

For G.V. AND ASSOCIATES
COMPANY SECRETARIES

G. Vasudevan
Partner

FCS No.:6699

C P No.:6522

G. VASUDEVAN, B.Com., LLB., FCS
COMPANY SECRETARY IN PRACTICE
FCS 6699 CP 6522