

# VENTURA TEXTILES LIMITED

Regd. Office: 121, Midas, Sahar plaza, J.B.Nagar, Andheri(East), Mumbai\_ 400 059

CIN: L21091MH1970PLC014865 Website: [www.venturatextiles.com](http://www.venturatextiles.com)

Tel No: (91-22) 2834 4453/ 4475. Email: [mkt2@venturatextiles.com](mailto:mkt2@venturatextiles.com)

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To,  
BSE Limited  
Dept. of Corporate Services  
Phiroze Jeejeebhoy Towers  
Dalal Street, Mumbai - 400 001

Date: 30/06/2021

Dear Sir/Madam,

Subject: Annual Secretarial Compliance Report for the Financial Year 2020-2021

Ref: Regulation 24(A) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Scrip Code: 516098

Pursuant to SEBI Circular No. CIR/CFD/CMD1/27/2019 dated February 08, 2019 and Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed the Annual Secretarial Compliance Report of Ventura Textiles Limited for the Financial Year 2020-21, issued by S. Anantha & Ved LLP, Company Secretary (LLPIN: AAH-8229).

Kindly take the same on your record.

Thanking You,

Yours Faithfully  
For Ventura Textiles Limited



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P.M.Rao  
Chairman  
DIN: 00197973



**Secretarial compliance report of Ventura Textiles Limited for the Financial Year ended March 31, 2021**

{Pursuant to Regulation 3(b) of the SEBI Circular No. CIR/CFD/CMD1/27/2019 dated February 08, 2019 under the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 }

We, M/s. S. Anantha & Ved LLP, Company Secretaries, Mumbai have examined:

- (a) all the documents and records made available to us and explanation provided by **Ventura Textiles Limited** having CINL21091MH1970PLC014865 (the “**listed entity**”);
- (b) the filings/ submissions made by the listed entity to the stock exchange (BSE);
- (c) website of the listed entity (website address: <https://www.venturatextiles.com>);
- (d) any other document/ filing, as may be relevant, which has been relied upon to make this certification;

For the Financial Year ended March 31, 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 (*Not Applicable* during the Financial Year under review);
- (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 (*Not Applicable* during the Financial Year under review);

- (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 (*Not Applicable* during the Financial Year under review);
- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 (*Not Applicable* during the Financial Year under review);
- (g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013 (*Not Applicable* during the Financial Year under review);
- (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (i) Securities and Exchange Board of India (Depository 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, 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
<b>Not Applicable</b>			

- 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/our 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:

BSE has instructed the Depositories to Freeze the shareholding of the Promoters of the Company due to Non-payment of the Fine levied by the BSE Limited on Company. Consequently, the Company has made the payment of Rs.16,94,480/- on 31<sup>st</sup> March, 2021 and subsequently, the equity shares of the Promoters become Unfreeze.

Further, fine levied for Regulation 17(1) of SEBI (LODR) Regulations, 2015 for the quarter September 2019 amount of Rs.5, 42,800/- has been withdrawn by BSE Ltd. based on revised submission/ written representation made by the company.

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 Limited (Stock Exchange)	Non-compliance w.r.t. Regulation 19 (1) (b) of SEBI (LODR) Regulation, 2015	<p>1) The Company had received the e-mail from BSE Limited on February 15, 2021 imposing penalty of Rs.2,17,120/- for Non-compliance till the quarter ended December 31, 2020; and</p> <p>2) The Company had received the e-mail from BSE Limited on May 17, 2021 imposing penalty of Rs.2,05,320/- for Non-compliance till the quarter ended March 31, 2021.</p>	<p>The Company had appointed Mr. Venu Natha SadasivamSarma (DIN:00742705) as Additional Director (Non-executive and Independent Director) of the Company w.e.f. March 29, 2021 and complied with the Regulation 19(1) (b) of SEBI (LODR) Regulation, 2015.</p> <p>Further, the Company had also submitted a letter requesting the Stock Exchange not to levy any penalty, considering the weak financial position of the Company and the Company has received refund.</p>

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 March 31, 2020	Actions taken by the entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
1.	Non-compliance w.r.t. Regulation 19(1)(b) of SEBI (LODR) Regulation, 2015	Non-compliance w.r.t. Regulation 19(1)(b) of SEBI (LODR) Regulation, 2015	The Company had appointed Mr. Venu Natha Sadasivam Sarma (DIN:00742705) as Additional Director (Non-executive and Independent Director) of the Company w.e.f. March 29, 2021 and complied with the Regulation 19 (1) ( b) of SEBI (LODR)	--

**For S. Anantha & Ved LLP**  
**Company Secretaries**

**DINESH  
HARISHANKAR  
TRIVEDI**

Digitally signed by DINESH HARISHANKAR TRIVEDI  
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2.5.4.20=bbaf123d47c2830a53b976e5540234e57328110d  
9dea1550c119e0002048b, postalCode=307026,  
st=RAJASTHAN,  
serialNumber=139f34aa436f42ab7781d244a51bc5e801577  
953865336a9e09e082fedafcb, cn=DINESH HARISHANKAR  
TRIVEDI, i=SIKOH,  
pseudonym=978588068ea40d9af7c521f164eb82,  
email=figormy482@mayhco.com  
Date: 2021.06.30 22:49:08 +05'30'



**Dinesh Trivedi**  
**Designated Partner**  
**Membership No.: A23841**  
**CP No.: 22407**  
**UDIN: A023841C000547221**

**Place: Mumbai**  
**Date: 30<sup>th</sup> June, 2021**