



# Aditya Spinners Limited

6-3-668/10/66, Durganagar Colony,  
Punjagutta, Hyderabad - 500 082.

Telangana , India

Tel : 040 - 23404708

E-mail : ho@adityaspINNers.net;

aslhyd9@gmail.com;

works@adityaspINNers.net

Web Site: adityaspINNers.net

CIN : L40300AP1991PLC012337

Date: 26<sup>th</sup> May, 2023

Place: Hyderabad

To  
The Manager,  
Corporate Relationship Department,  
BSE Limited  
PJ Towers, Dalal Street,  
Fort, Mumbai – 400 001

Dear Sir/ Madam,

**Scrip Code: BSE: 521141**

**Sub: Filing of Annual Secretarial Compliance Report under Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements Regulations, 2015 for the year ended 31<sup>st</sup> March, 2023 – Reg.**

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Pursuant to Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular no. CIR/CFD/CMDII27 12019 dated February 08, 2019, please find attached Annual Secretarial Compliance Report Aditya Spinners Limited for the financial year ended 31<sup>st</sup> March, 2023.

Kindly take this information on record.

**For Aditya Spinners Limited**

**Vijay Kumar Kapilavai**  
**Managing Director**  
**DIN: 00769568**

**Encl: a/a**



**SECRETARIAL COMPLIANCE REPORT OF ADITYA SPINNERS LIMITED**  
**FOR THE FINANCIAL YEAR ENDED 31<sup>ST</sup> MARCH, 2023**

We have conducted the review of the compliance of the applicable statutory provisions and the adherence to good corporate practices by **Aditya Spinners Limited** (hereinafter referred as 'the listed entity') having its Registered Office at Factory Site at Perindesam Vilv V B Puram Mandal Near Srikalahasti Chittoor Dist, Andhra Pradesh. Secretarial Review was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the listed entity's books, papers, minutes books, forms and returns filed and other records maintained by the listed entity and also the information provided by the listed entity, its officers, agents, and authorized representatives during the conduct of Secretarial Review, we hereby report that in our opinion, the listed entity has, during the review period covering the financial year ended on 31<sup>st</sup> March 2023, complied with the statutory provisions listed hereunder and also that the listed entity has proper Board processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We, Puttaparathi Jagannatham & Co., a firm of Practicing Company Secretaries, Hyderabad, have examined:

- a) all the documents and records made available to us and explanation provided by **Aditya Spinners 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

**for the financial year ended 31<sup>st</sup> March 2023** ("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 to the Company during the review period;**



(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 to the Company during the review period;**

(e) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; **Not Applicable to the Company during the review period;**

(f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **Not Applicable to the Company during the review period;**

(g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2021; **Not Applicable to the Company during the review period;**

(h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

(j) and circulars/ guidelines issued thereunder;

I/We hereby report that, during the Review Period the compliance status of the listed entity is appended as below:

Sr. No.	Particulars	Compliance Status (Yes/ No/NA)	Observations/ Remarks by PCS
1	<b>Secretarial Standard</b> The compliances of the listed entity are in accordance with the applicable Secretarial Standards (SS) issued by the Institute of Company Secretaries India (ICSI), as notified by the Central Government under section 118(10) of the Companies Act, 2013 and mandatorily applicable.	Yes	None
2	<b>Adoption and timely updation of the Policies:</b> <ul style="list-style-type: none"><li>All applicable policies under SEBI Regulations are adopted with the approval of board of directors of the listed entities.</li><li>All the policies are in conformity with SEBI Regulations and have been reviewed &amp; timely updated as per the regulations/ circulars/ guidelines issued by SEBI.</li></ul>	Yes	None



<b>3</b>	<b>Maintenance and disclosures on Website:</b> <ul style="list-style-type: none"><li>• The Listed entity is maintaining a functional website.</li><li>• Timely dissemination of the documents/information under a separate section on the website.</li><li>• Web-links provided in annual corporate governance reports under Regulation 27(2) are accurate and specific which re-directs to the relevant document(s)/ section of the website.</li></ul>	<b>Yes</b>	<b>None</b>
<b>4</b>	<b>Disqualification of Director:</b> <p>None of the Directors of the Company are disqualified under Section 164 of the Companies Act, 2013 as confirmed by the listed entity.</p>	<b>Yes</b>	<b>None</b>
<b>5</b>	<b>Details related to Subsidiaries of listed entities have been examined w.r.t.:</b> <p>(a) Identification of material subsidiary companies. (b) Disclosure Requirements of material as well as other subsidiaries.</p>	<b>NA</b>	<b>No subsidiaries exist as on date.</b>
<b>6</b>	<b>Preservation of Documents:</b> <p>The listed entity is preserving and maintaining records as prescribed under SEBI Regulations and disposal of records as per Policy of Preservation of Documents and Archival policy prescribed under SEBI LODR Regulations, 2015.</p>	<b>Yes</b>	<b>None</b>
<b>7</b>	<b>Performance Evaluation:</b> <p>The listed entity has conducted performance evaluation of the Board, Independent Directors, and the Committees at the start of every financial year as prescribed in SEBI Regulations.</p>	<b>Yes</b>	<b>None</b>
<b>8</b>	<b>Related Party Transactions:</b> <p>(a) The listed entity has obtained prior approval of the Audit committee for all Related party transactions; or (b) The listed entity has provided detailed reasons along with confirmation whether the transactions were subsequently approved/ratified/rejected by the Audit Committee, in case no prior approval has been obtained.</p>	<b>Yes</b>	<b>None</b>
<b>9</b>	<b>Disclosure of events or information:</b> <p>The listed entity has provided all the required disclosure(s) under Regulation 30 along with Schedule III of SEBI LODR Regulations, 2015 within the time limits prescribed thereunder.</p>	<b>Yes</b>	<b>None</b>



<b>10</b>	<b>Prohibition of Insider Trading:</b> The listed entity is in compliance with Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015.	<b>Yes</b>	<b>None</b>
<b>11</b>	<b>Actions taken by SEBI or Stock Exchange(s), if any:</b> No action(s) has been taken against the listed entity/ its promoters/ directors/ subsidiaries either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under SEBI Regulations and circulars/ guidelines issued thereunder except as provided under separate paragraph herein.	<b>NA</b>	<b>Self-explanatory</b>
<b>12</b>	No additional non-compliance observed for any SEBI regulation/circulars/guidance note etc.	<b>NA</b>	<b>Self-explanatory</b>

(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: -

S r. N o	Compli ance Require ment (Regula tions/ Circular s/ Guideli nes includi ng specific clause)	Regula tion/ Circular No.	Devia tions	Acti on Tak en by	Type of Action  Advisor y/ Clarific ation/ Fine/ Show Cause Notice/ Warnin g, etc.	Deta ils of Viola tion	Fine Amo unt	Observati ons/ Remarks of the Practicing Company Secretary	Manag ement Respo nse	Rem arks
NA										



(b)The listed entity has taken the following actions to comply with the observations made in previous reports (31.03.2022):

S r. N o	Compli ance Require ment (Regula tions/ Circular s/ Guideli nes includin g specific clause)	Regula tion/ Circular No.	Devia tions	Act ion Tak en by	Type of Action  Advisor y/ Clarific ation/ Fine/ Show Cause Notice/ Warnin g, etc.	Detail s of Viola tion	Fine Amo unt	Observa tions/ Remark s of the Practici ng Compan y Secretar y	Manag ement Respon se	Rem arks
NA										

**Assumptions & Limitation of scope and Review:**

1. Compliance of the applicable laws and ensuring the authenticity of documents and information furnished, are the responsibilities of the management of the listed entity.
2. Our responsibility is to certify based upon our examination of relevant documents and information. This is neither an audit nor an expression of opinion.
3. We have not verified the correctness and appropriateness of financial Records and Books of Accounts of the listed entity.
4. This Report is solely for the intended purpose of compliance in terms of Regulation 24A (2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and is neither an assurance as to the future viability of the listed entity nor of the efficacy or effectiveness with which the management has conducted the affairs of the listed entity.

**Place: Hyderabad**  
**Date: 25<sup>th</sup> May 2023**

**For Puttaparthi Jagannatham & Co.**  
**Company Secretaries**

PUTTAPARTHI  
NAVAJYOTH

Digitally signed by  
PUTTAPARTHI NAVAJYOTH  
Date: 2023.05.25 10:54:33  
+05'30'

**CS Navajyoth Puttaparthi**  
**Partner**  
**FCS No: 9896; C P No: 16041**  
**Peer Review Certificate No. 1158/2021**  
**UDIN: F009896E000373303**