

Ref. GTNC/2021-22

July 5, 2021

BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
MUMBAI – 400 001

The Manager,
Listing Department,
The National Stock Exchange of India Ltd.
Exchange Plaza, 5th Floor, Plot No.C/1, G-
Block, Bandra-Kurla Complex, Bandra (E),
MUMBAI – 400 051

Dear Sir/Madam,

Sub: Addendum dated 5th July 2021 on Annual Secretarial
Compliance Report of the Company for the year ended
March 31, 2021 uploaded on 28th June 2021


Ref: GTN TEXTILES LIMITED

With reference to the above, we wish to bring to your notice that we had uploaded Annual Secretarial Compliance Report of the Company for the year ended March 31, 2021 under Regulation 24A of SEBI (LODR) Regulations 2015 on 28th June 2021 duly issued by Shri. MRL Narasimha, Practicing Company Secretary (PCS).

Now, PCS has issued an Addendum dated 5th July 2021 and the same is attached for your kind perusal .

Kindly acknowledge receipt of the same.

Thanking you,
Yours faithfully,
For **GTN TEXTILES LIMITED**


E K Balakrishnan
Company Secretary

Encl:a\A

GTN TEXTILES LIMITED

CIN: L18101KL2005PLC018062

MARKETING / HEAD OFFICE :

3rd Floor, Palal Towers, M.G. Road, Ravipuram, Kochi-682 016, India
Phone : 91-484-2661900, Fax: 91-484-2370812/2661980
E-mail: cs@gtntextiles.com

REGISTERED OFFICE :

Door No.VIII/911, Erumathala P.O., Aluva - 683 112, India
Phone: 91-484-2661000, Fax: 91-484-2838585
E-mail: alw@gtntextiles.com

CORPORATE OFFICE :

43, Mittal Chambers, 4th Floor, 228, Nariman Point, Mumbai-400 021 India.
Phones: 91-22-2202 1013 / 22028246, Fax: 91-22-2287 4144
E-mail: mumbai@gtntextiles.com
www.gtntextiles.com

ISO 9001 : 2015 / 14001 : 2015 Certified



**Secretarial compliance report of GTN Textiles Limited for the year ended
31st March, 2021**

I, M.R.L. Narasimha, Company Secretary in practice, have examined:

- (a) all the documents and records made available to me and explanation provided by **GTN Textiles 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 year ended 31st March, 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 to the listed entity 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 listed entity during the Review Period)**
- (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; **(Not applicable to the listed entity during the Review Period)**
- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **(Not applicable to the listed entity during the Review Period)**

M. R. L. Narasimha

- (g) Securities and Exchange Board of India(Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations,2013; **(Not applicable to the listed entity during the Review Period)**
- (h) Securities and Exchange Board of India((De-listing of Equity Shares) Regulations, 2009 **(Not applicable to the listed entity during the Review Period)**
- (i) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015; and circulars/ guidelines issued thereunder.

and 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 the following.
- (j) Regulation 17(1) of Reg 17 (LODR),2015

Non-compliance of Regulation 17

At the Board meeting held on 14-03-2020 the Board discussed, SEBI Compliance Regulation 17 applicable with effect from 01-04-2020 And has considered to appoint Mr.V.N. Balakrishnan as Additional Director, in the Board Meeting to be convened in the last week of March 2020. However on account of, National Lockdown announced by the Union Government of India on 23rd March 2020, the board meeting could not be held.

Both SEBI and MCA had relaxed the conditions of holding Board Meeting within 120 days, upto 31-07-2020, due to COVID pandemic. The Board has appointed the new Additional Director Mr.V.N.Balakrishnan in the board meeting held in 31-07-2020.

- (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) During the review period, the following action was taken against the listed entity (including under the Standard Operating Procedures (SOP) issued by SEBI through various circulars) under the aforesaid Acts/Regulations and circulars/guidelines issued there under

M. R. L. Narasimha

M. R. L. Narasimha BCom, FCS
PRACTISING COMPANY SECRETARY

Sno	Action Taken By	Details Of Violation	Details Of Action	Observation/Remarks By PCS
1	National Stock Exchange of India Limited	Non-Compliance of Regulation 17(1) regarding Composition of Board relating to the period 01-04-2020 to 30-06-2020	Levy of Fine amounting to ₹5,36,900/- (Five Lakh Thirty-Six Thousand Nine Hundred only)	The Listed Entity has filed application for waiver of fine and the same is pending with their committee's approval.
2	National Stock Exchange of India Limited	Non-Compliance of Regulation 17(1) regarding Composition of Board relating to the period 01-07-2020 to 30-07-2020	Levy of Fine amounting to ₹1,77,000/- (One Lakh Seventy-Seven Thousand only)	The Listed Entity has filed application for waiver of fine and the same is pending with their committee's approval

M. R. L. Narasimha

M. R. L. Narasimha BCom, FCS
PRACTISING COMPANY SECRETARY

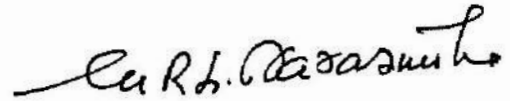
However, there were no actions taken against the promoters/ directors/ material subsidiaries either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under the aforesaid Acts/ Regulations and circulars/ guidelines issued thereunder.

- (d) There were no observations in previous year secretarial audit report. Hence the Company has not taken any action to comply with the observations made in previous secretarial audit report.
- (e) The listed entity has suitably modified the terms of appointment of its Statutory Auditors in compliance with the provisions of Para 6(A) and Para 6(B) of SEBI Circular CIR/CFD/CMD1/114/2019 dated October 18, 2019

Place :- Coimbatore

Date:- 05th July 2021

UDIN:- F002851C000519565



M.R.L.Narasimha

M.No. 2851

COP. 799

PRNO:517/2017

M.R.L. NARASIMHA, B.Com., FCS
Practising Company Secretary
M.No: 2851; C.P. 799,
Old No:34-C, New No: 8, IIIrd CROSS,
RAMALINGA NAGAR, K.K. PUDUR,
COIMBATORE - 641 038.