

VENTURA TEXTILES LIMITED

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

CIN: L21091MH1970PLC014865 Website: www.venturatextiles.com

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

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

Date: 30/05/2022

Dear Sir/Madam,

Subject: Annual Secretarial Compliance Report for the Financial Year 2021-2022

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 2021-22, 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

S. Sadalage

Sawani Sadalage(Karkamkar)
Company Secretary





**Secretarial compliance report of Ventura Textiles Limited for the Financial Year ended
March 31, 2022**

{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, (LLPIN: AAH-8229), Company Secretaries, Mumbai have examined:

- (a) all the documents and records made available to us and explanation provided by **Ventura Textiles Limited** having CIN: L21091MH1970PLC014865 (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, 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 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 {“**SEBI (LODR) Regulations, 2015**”};;
- (b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 (**Not Applicable**, as there was no instance during the 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**, as there was no instance during the year under review);



- (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 (*Not Applicable*, as there was no instance during the year under review);
- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 (*Not Applicable*, as there was no instance during the year under review);
- (g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013 (*Not Applicable*, as there was no instance during the 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
Not Applicable			

- 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.

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:



Sr. No.	Action taken by	Details of violation	Details of action taken e.g. fines, warning, 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	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>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 also appointed him as member of Nomination and Remuneration Committee 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. Consequently, BSE had waived the penalty.</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
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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 also appointed him as member of Nomination and Remuneration Committee and complied with the Regulation 19 (1) (b) of SEBI (LODR) Regulation, 2015.	--
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For S. Anantha & Ved LLP
Company Secretaries



Dinesh Trivedi
Designated Partner
Membership No.: A23841
CP No.: 22407
UDIN: A023841D000425715

Date: 30th May, 2022
Place: Mumbai