



Pasari Spinning Mills Limited

Date: 30th May, 2023

To,
Mr. Jeevan Noronha,
Manager,
Department of Corporate Services,
Bombay Stock Exchange, Floor 25, P J Towers,
Dalal Street, Mumbai -400 001

Dear Sir,

Sub: Annual Secretarial Compliance Report for the year ended 31st March, 2023.
Ref: BSE code: 521080 - Pasari Spinning Mills Limited

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Dear Sir,

Pursuant to Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are enclosing herewith an Annual Secretarial Compliance Report for the financial year ending 31st March, 2023.

This is for your kind information and records.

Thanking you.
Yours faithfully

for Pasari Spinning Mills Limited

KRISHNA
KUMAR
GUPTA

Digitally signed by
KRISHNA KUMAR
GUPTA
Date: 2023.05.30
12:14:49 +05'30'

Krishna Kumar Gupta

Director
DIN: 00003880
Address: A-21 Silver palm, Bldg 3, ,
Basavanagar Main, Vibhuthipura Extn,
Marathahalli Colony,
Bangalore -560037

No 18 III Floor, Anjaneya Temple Road, Yedyur, Jayanagar 6th Block, Bangalore – 560082

CIN: L85110KA1991PLC012537
Web: <http://www.pasariexports.com>

Phone No: 91-80-2676-0125
Email: admin@pasariexports.com



Secretarial compliance report of **Pasari Spinning Mills Limited**
for the year ended 31st March, 2023

We have examined:

- a) all the documents and records made available to us and explanation provided by Pasari Spinning Mills 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,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;
- c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011; **(NOT APPLICABLE DURING REVIEW PERIOD)**
- d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; **(NOT APPLICABLE DURING REVIEW PERIOD).**
- e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; **(NOT APPLICABLE DURING REVIEW PERIOD)**
- f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **(NOT APPLICABLE DURING REVIEW PERIOD)**

- g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013; **(NOT APPLICABLE DURING REVIEW PERIOD)**
- h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- i) Other regulations to the extent as applicable 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:

Sl. No	Compliance Requirement (Regulations/ circulars/ guidelines including specific clause)	Regulation/ Circular No.	Deviations	Action Taken by the Company, if any	Type of Action	Details of Violation	Fine Amount	Observations/ Remarks of the Practicing Company Secretary	Management Response	Remarks
1	The listed entity shall publish financial results, as specified in regulation 33, along with the modified opinion(s) or reservation(s), if any, expressed by the auditor in the newspaper	Regulation 47 of securities and Exchange Board of India (Listing Obligations and Disclosure Requirements)	The Company has not published the quarterly financial result in the newspaper for the quarter ending 31 st March, 2022	Company has taken action from the immediate next quarter and complying with the provisions of Regulation 47	Corrective action	As indicated	*NIL	The Company has not published the quarterly financial result in the newspaper for the quarter ending 31 st March, 2022	Company has taken action from the immediate next quarter and complying with the provisions of Regulation 47	NIL

*No fine is imposed

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

Sl. No	Compliance Requirement (Regulations/ circulars/ guidelines including specific clause)	Regulation/ Circular No.	Deviations	Action Taken by the Company, if any	Type of Action	Details of Violation	Fine Amount	Observations/ Remarks of the Practicing Company Secretary	Management Response	Remarks
1	The listed entity shall publish financial results, as specified in regulation 33, along with the modified opinion(s) or reservation(s), if any, expressed by the auditor in the newspaper.	Regulation 47 of securities and Exchange Board of India (Listing Obligations and Disclosure Requirements)	The Company has not published the quarterly financial result in the newspaper.	Company has taken action from the first quarter of 2022 - 23 and complying with the provisions of Regulation 47	Corrective Action	As indicated	*NIL	The Company has not published the quarterly financial result in the newspaper for the quarter ending 31 st March, 2022	Company has taken action from the immediate next quarter and complying with the provisions of Regulation 47	NIL

*No fine is imposed

Further, we hereby report that, during the Review Period the compliance status of the listed entity is appended below;

Sr. No.	Particulars	Compliance Status (Yes/NO/NA)	Observations/ Remarks by PCS
1.	<p><u>Secretarial Standards:</u></p> <p>The compliances of the listed entity are in accordance with the applicable Secretarial Standards (SS) issued by the Institute of Company Secretaries of India (ICSI).</p>	YES	NIL
2.	<p><u>Adoption and timely updation of the Policies:</u></p> <ul style="list-style-type: none"> • All applicable policies under SEBI Regulations are adopted with the approval of board of directors of the listed entities. • All the policies are in conformity with SEBI Regulations and has been reviewed & timely updated as per the regulations/circulars/guidelines issued by SEBI. 	YES	NIL
		YES	NIL
3.	<p><u>Maintenance and disclosures on Website:</u></p> <ul style="list-style-type: none"> • The Listed entity is maintaining a functional website • Timely dissemination of the documents/information under a separate section on the website. • 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. 	YES	NIL
		YES	NIL
4.	<p><u>Disqualification of Director:</u></p>	YES	NIL

	None of the Director of the Company are disqualified under Section 164 of Companies Act, 2013.		
5.	<p><u>To examine details related to Subsidiaries of listed entities:</u></p> <p>a. Identification of material subsidiary companies</p> <p>b. Requirements with respect to disclosure of material as well as other subsidiaries</p>	<p>NA</p> <p>NA</p>	<p>NIL</p> <p>NIL</p>
6.	<p><u>Preservation of Documents:</u></p> <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>	<p>YES</p>	<p>NIL</p>
7.	<p><u>Performance Evaluation:</u></p> <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>	<p>YES</p>	<p>NIL</p>
8.	<p><u>Related Party Transactions:</u></p> <p>a. The listed entity has obtained prior approval of Audit Committee for all Related party transactions</p> <p>b. In case no prior approval obtained, the listed entity shall provide detailed reasons along with confirmation whether the transactions were subsequently approved/ ratified/ rejected by the Audit committee</p>	<p>YES</p>	<p>NIL</p>
9.	<p><u>Disclosure of events or information:</u></p> <p>The listed entity has provided all the required</p>	<p>YES</p>	<p>NIL</p>

	disclosure(s) under Regulation 30 along with Schedule III of SEBI LODR Regulations, 2015 within the time limits prescribed thereunder.		
10.	<u>Prohibition of Insider Trading:</u> The listed entity is in compliance with Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015	YES	NIL
11.	<u>Actions taken by SEBI or Stock Exchange(s), if any:</u> No Actions 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	YES	NIL
12.	<u>Additional Non-compliances, if any:</u> No any additional non-compliance observed for all SEBI regulation/ circular/ guidance note etc.	YES	NIL

for Vinay & Ashwini
Company Secretaries

BELAGODU Digitally signed
by BELAGODU
LAKSHMIKAN LAKSHMIKANTR
THIRAI SETTY AISETTY VINAY
VINAY Date: 2023.05.30
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Date: 3rd May, 2023
Place: Bangalore
UDIN: F009159E000247540

Vinay B L
M. No. F9159, CP. No. 10760
PR No: 1964/2022