

Ref. No.: CL/014/2019-20

25<sup>th</sup> May, 2019

**BSE Limited**  
**Department of Corporate Services (DCS-Listing)**  
**Phiroze Jeejeebhoy Towers**  
**Dalal Street**  
**Mumbai – 400 001**

Company Code: 509472

Dear Sir,

**Sub.: Annual Secretarial Compliance Report**

**Ref : Disclosure under Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**  
**SEBI Circular No. CIR/CFD/CMD1/27/2019 dated February 08, 2019**

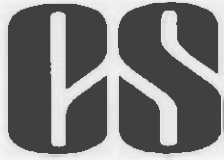
We refer to the above and have enclosed the Annual Secretarial Compliance Report for the financial year ended 31<sup>st</sup> March, 2019 issued by R. Bhandari & Co., Practising Company Secretaries.

Kindly take the same on record.

Thanking you,



**Sudhanshu Namdeo**  
Company Secretary



# R. Bhandari & Co.

*Company Secretaries*

Office No.13, New Tulsi Tower, Saibaba Nagar, Mira-Bhayander Rd., Mira Road (E), Thane -401107

## Secretarial Compliance Report of Cravatex Limited For the year ended on 31<sup>st</sup> March, 2019

I, Raghunath Bhandari, proprietor of M/s. R. Bhandari & Co., Company Secretary in Practice have examined:

- (a) All the documents and records made available to us and explanation provided by **Cravatex 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 on 31<sup>st</sup> March, 2019 ("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")
- (b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; (Not applicable to the company during the audit 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 audit period)
- (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; (Not applicable to the company during the audit period)
- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; (Not applicable to the company during the audit period)
- (g) Securities and Exchange Board of India (Issue and Listing of Non- Convertible and Redeemable Preference Shares) Regulations, 2013; (Not applicable to the company during the audit period)



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- (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (i) The Securities and Exchange Board of India (Depositories and Participants) Regulations, 1996 and The Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018 amended w.e.f<sup>3rd</sup> October, 2018;
- (j) 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 in respect of matters specified below:-

Sr. No.	Compliance Requirement (Regulations / circulars/ Guidelines including specific clause)	Deviations	Observations / Remarks of the Practicing Company Secretary
1	Regulation 34 read with Schedule V(C) of SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015	Disclosure in Annual Report	The Company has not made disclosures as specified in Schedule V(C) Point 2(g), Point 5(c), Point 9(c) of SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015 in the Corporate Governance Report in Annual Report of the Company for the financial year 2017-18.
2	Regulation 40 of SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015.	Delay in transfer, transmission, transposition, name deletion and issue of duplicate share certificates.	There were delay in issue of duplicate share certificates and certificates in few cases pertaining to transfer, transmission, transposition and name deletion. However as explained by the RTA, there was delay in last quarter while processing physical transfer of shares due to surge in volume on account of various SEBI circulars with regards to fixing the deadline for the transfer for the financial year 2018-19, this delays was across the RTA industries which was already reported to SEBI by the Association (RAIN).



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(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 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:

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.
Not Applicable				

(d) 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 (The years are to be mentioned)	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken By the listed entity
Not Applicable				

For R. Bhandari & Co.  
Company Secretaries

Raghunath Bhandari

Proprietor

FCS No. 8048

CP No. 15381

Date: 24<sup>th</sup> May, 2019  
Place: Thane