



SANDEEP DUBEY & ASSOCIATES

(Practicing Company Secretaries)

Unit No. 3133, Ezaze Zone Mall, Sundar Nagar, Malad West, Mumbai- 400062.

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Secretarial compliance report of M/s. Polytex India Limited for the year ended March 31st, 2022.

I, Sandeep Dubey, Company Secretary in practice have examined:

- a) all the documents and records made available to us and explanation provided by Polytex India 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 March 31st, 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;
- (b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; *[Not applicable during the review period]*
- (c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011; *[to the extent applicable]*
- (d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; *[Not applicable during the review period]*

(e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; *[Not applicable during the review period]*

(f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; *[Not applicable during the review period]*

(g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013; *[Not applicable during the review period]*

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

(i) The Securities and Exchange Board of India (Registrar to issue and share transfer agents) Regulations, 1993, as amended;

(j) The Securities and Exchange Board of India (Intermediaries) Regulations, 2008; *[Not applicable during the review period]*

(k) The Securities and Exchange Board of India (Depositories and Participant) Regulations, 2018;

(l) Reserve Bank of India Act, 1934; Non Banking Financial Institution Compliance.

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 there under, 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
01	Regulation 30 and 31 of Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011	The company is not filed disclosure under regulation 30 and 31 for the year ended on 31.03.2021 of FY 2021-22 within the time limit	As explained by the management it is complied as on date of signing of this report.
02	Regulation 27 of SEBI (LODR) Regulations 2015	The company has not submitted the Corporate	As explained by the management due to

		Report under Regulation 27 of SEBI (LODR) Regulations 2015 for quarter ended June 30, 2021 within time limit.	unavoidable circumstance this compliance was not done within time limit however it was complied later on 09.08.2021..
03	As per SEBI Circular (SEBI/HO/DDHS/CIR/P/2018/144) dated November 26, 2018	The company has not submitted the Large Corporate disclosure and Annual Disclosure as per SEBI Circular as on 31st March 2021.	As explained by the management due to unavoidable circumstance this compliance was not done within prescribed period. However, it is complied as on date of signing of this report.
04	Non-Banking Financial Institution as specified under Section 45 I(a) of the RBI Act, 1934.	The Company has not complied with applicable provision & section made under RBI Act 1934 for NBFC Companies.	As explained by the management due to unavoidable circumstance this compliance was not done within prescribed period.
05	Companies Act 2013	The Companies has not appointed whole time company secretary and compliance officer under section 203 of the Act.	Mrs. Ankita Gupta was appointed as Company Secretary and Compliance officer of the Company w.e.f. 13.08.2021. From 01.04.2021 till 12.08.2021 no Company Secretary and Compliance officer was appointed.

(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) 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:

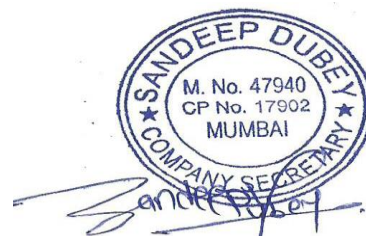
Sr. No.	Action Taken by	Details of Violations	Details of action taken E.g. fines, warning letter, debarment, etc.	Observations/ remarks of the Practicing Company Secretary, if any.
1	BSE LTD	The company has not filed disclosure under regulation 30 and 31 for the year ended on 31.03.2021 of FY 2021-22 within the time limit	Reminder mail was received from exchange, No penalty levy.	The Company has done required compliance
2	BSE LTD	The company has not submitted the Corporate Report under Regulation 27 of SEBI (LODR) Regulations 2015 for quarter ended June 30, 2021 within time limit.	Reminder mail was received from exchange, No penalty levy.	The Company is in process to reply on this mail.
3	BSE LTD	The company has not submitted the Large Corporate disclosure and Annual Disclosure as per SEBI Circular as on 31st March 2021.	Reminder mail was received from exchange, No penalty levy.	The Company has filed annual disclosure as per SEBI Regulation.
4	RBI	The Company has not complied with applicable provision & section made under RBI Act 1934 for NBFC Companies.	Reminder mail was received from RBI department, however till now no penalty is levied.	The Company is in process to comply with the applicable RBI provisions.
5	Registrar of Companies	The Companies has not appointed whole time company secretary and compliance officer under section 203 of the Act.	Not Applicable	Mrs. Ankita Gupta was appointed as Company Secretary and Compliance officer of the Company w.e.f. 13.08.2021.

(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	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
1	The Company was in default with the various regulation of the SEBI (LODR) 2015.	We were observed that the company has in default with various regulation of SEBI (LODR) 2015 in first quarter after that company has complied with all regulation as applicable to the company.	The Company has appointed whole time company secretary & compliance officer and made all the applicable compliance applicable to the company.	The Company has taken corrective steps towards compliance with the Regulation of SEBI (LODR) 2015, and other compliance applicable to the company.
2	The Company in default with the various section of the Companies Act. 2013 and rule made therein.	We were observed that company in default with the various section of the Companies Act. 2013 and rule made therein.	The Company has complied with the provisions of Companies Act. 2013 and rule made therein.	The Company has complied with all applicable section & provisions of Companies Act. 2013 and rules made therein.

3	The Company in default with the Regulation & Section of RBI Act, 1934.	We were observed that the Company was in default under applicable compliance of RBI Act 1934 for NBFC Compliance.	The Company has complied with the provisions of Foreign Exchange Management Act, 1999.	We observed that company has taken corrective steps towards compliance with regulation & section of Foreign Exchange Management Act, 1999.
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FOR SANDEEP DUBEY & ASSOCIATES
PRACTICING COMPANY SECRETARIES



CS SANDEEP DUBEY
PARTNER

M. NO. 47940.

CP NO.17902

UDIN: A047940D000433061

Place: Mumbai

Date: 30/05/2022