



ASHOK
PIRAMAL
GROUP

Corporate Relations Department
BSE Limited
1st Floor, New Trading Wing
Rotunda Building, P J Towers
Dalal Street, Fort
Mumbai 400 001

The Market Operations Department
National Stock Exchange of India Limited
Exchange Plaza, 5th Floor
Plot No C/1, G Block
Bandra-Kurla Complex
Bandra (E), Mumbai 400 051

Date: 23rd May, 2022

Dear Sir / Madam,

Ref: Morarjee Textiles Limited (Company Code: 532621, NSE: MORARJEE)

Subject: Annual Secretarial Compliance Report for the FY 2021-22

Pursuant to the SEBI Circular no. CIR/CFD/CMD1/27/2019 dated 8th February 2019, enclosed is the Annual Secretarial Compliance Report of the Company for the financial year 2021-22, issued by Ms. Kala Agarwal, Practicing Company Secretary.

Kindly take the above on record.

For Morarjee Textiles Limited

Kalwan

Nishthi Dharmani
Company Secretary & Compliance Officer



Encl: a/a

MORARJEE TEXTILES LTD
Peninsula Corporate Park, Unit-5,
Ground Floor, Peninsula Tower-1,
Wing B, Ganpatrao Kadam Marg,
Lower Parel (W) Mumbai – 400013 India

Tel: 022- 66811600

www.morarjeetextiles.com
CIN: L52322MH1995PLC090643

Kala Agarwal

BCom, FCS,

Pracising Company Secretary

801, Embassy Centre, Jamnalal Bajaj Road, Nariman Point, Mumbai-400021

Email id: admin@kalaagarwal.com Contact: 022 22824639/59 Mob.: 9819888185

ANNEXURE B

Secretarial Compliance Report of Morarjee Textiles Limited for the year ended the 31st March, 2022.

I have examined:

- (a) all the documents and records made available to us and explanation provided by **Morarjee 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) Reports issued to the Company, Bank Statements and document for the year ended 31st March, 2022 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”);
 - (c) The Depositories Act, 1996 and the Regulations and Bye-Laws framed there under;

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;
- (d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018;
- (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;

- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
- (g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013;
- (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (i) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999;
- (j) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
- (k) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009: 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
1.	Not Applicable	As per Stock Exchange the effective date of Appointment of Mr. Naveen Dadi, CFO is 1st November, 2021, however in the Signatory Data available on MCA Portal, the date of appointment is 18th October, 2021.	As per the response provided by the Management, Mr. Naveen Kumar Dadi was appointed as Chief Financial Officer (CFO) w.e.f. 1 st November, 2021 and the same was intimated to the stock exchange within prescribed time however while filing form DIR-12 regarding appointment of Mr. Naveen Kumar Dadi the date of appointment was erroneously selected as 18 th October, 2021 instead of 1 st

			November, 2021. Further the Company has filed requisite Application with Ministry of Corporate Affairs to rectify the error.
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B. The Listed Entity has maintained proper records under the provisions of the above Regulations and Circulars/ Guidelines issued thereunder in so far as it appears from 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: **NIL**

Sr No	Action taken by	Details of violation	Details of action taken E.g. fines, warning letter, debarment, etc	Observations/ remarks of the Practising Company Secretary, if any
NIL				

D. The Listed Entity has taken the following actions to comply with the observations made in previous reports: **Not applicable**

Sr No	Observations of the Practising 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 Practising Company Secretary on the actions taken by the Listed Entity
Not applicable				



Kala Agarwal
 Practising Company Secretary
 COP No.: 5356
 UDIN: F005976D000342125

Place: Mumbai
 Date: 18th May, 2022