

Registered Office:

A-4, Vijay Path, Tilak Nagar, Jaipur-302 004 Phone : 0141-4113645, Fax : 0141-2621382

E-mail : cs@modernwoollens.com

modernjaipuroffice@gmail.com

Website: www.modernwoollens.com CIN: L17115RJ1980PLC002075

To,

Date: 31st July 2020

The Manager,

BSE Limited

Phiroze Jeejeebhoy Towers,

Dalal Street,

Mumbai – 400 023 Scrip Code: 500282 The Manager,

National Stock Exchange of India Ltd.

Exchange Plaza, C-1, Block G,

Bandra Kurla Complex,

Bandra East, Mumbai-400 051 Scrip Code: MODTHREAD

Sub.: Annual Secretarial Compliance Report for the year ended 31st March, 2020

Ref: Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations,

2015

Dear Sir/Madam

With reference to SEBI Circular CIR/CFD/CMDI/27/2019 dated 8<sup>th</sup> February, 2019, we are enclosing herewith Annual Secretarial Compliance Report dated 30/07/2020 of the Company for the financial year ended 31<sup>st</sup> March, 2020 issued by R.K. Jain & Associates, Practicing Company Secretaries.

Kindly take the same on record.

Thanking You,

Yours faithfully,

FOR Modern Threads (India) Limited

(BANWARI LAL SAINI)

Company Secretary and Compliance Officer.

Corporate Head Office : 68/69, Godavari, Pochkhanwala, Worli, Mumbai-400030

Tel.:022-24973269, Fax: 022-24950962

[Woollens Division: Hamirgarh Road, Bhilwara-311001 (Rajasthan)

Tel.:01482-241801, Fax : 01482=297924

Yarn Division : Village Raila, District - Bhilwara-311024 (Rajasthan)

R K Jain & Associates Company Secretaries 5-A-25, "Shubham" R C Vyas Colony Bhilwara-311001 Rajasthan +91 98 291 25844, 94 141 10844 Phone 01482-225844 Email rkjainbhilwara@gmail.com

## SECRETARIAL COMPLIANCE REPORT

OF

## MODERN THREADS (INDIA) LIMITED

for the year ended 31st March, 2020

We, R K Jain & Associates, Company Secretaries, have examined:

- (a) all the documents and records made available to us and explanation provided by Modem Threads (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 31st March, 2020 ("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 there under 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;
- (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;

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.	Compliance	Deviations	Observations/
No.	Requirement	2 3 3 3 3 3 3 3 3 3 3 3 3 3 3 3 3 3 3 3	Remarks of the
	(Regulations/ circulars /		Practicing
i	guidelines including		Company Secretary
	specific clause)		,
1.	Regulation 29 of SEBI (LODR) Regulations, 2015 regarding Prior Intimation of the Board Meeting	Prior Intimation of Board Meeting for considering Financial Results for quarter ended 31/12/2018 were not given to Stock Exchange.	The Company is in the process of revocation of suspension of trading of its securities and submitting its documents to Stock Exchanges.
2.	Regulation 33(3) of SEBI (LODR) Regulations, 2015 regarding Submission of Quarterly Financial Results, Limited Review Report to Stock Exchanges	Delay in submission of Quarterly Financial Results to Stock Exchange:  > Q4 March,19 of 2018-19 approved in Board Meeting (BM) on 30.05.2020 submitted on 05.06.2019  > Q1- June,19 of 2019-20 approved in BM on 07.01.2020 submitted on 07.01.2020  > Q2 - Sept.19 of 2019-20 approved in BM on 28.05,2020 submitted on 28.05,2020 submitted on	The Financial Results were not submitted to Stock Exchange within specified time as per SEBI (LODR) Regulations. The Management represented that the Company is in the process of revocation of suspension of trading of its securities and submitting its documents to Stock Exchanges.



			28.05.2020  > Q3 - Dec. 19 of 2019- 20 approved in BM on 06.07.2020 submitted on 06.07.2020	
	3.	Regulation 34(1) of SEBI (LODR) Regulations, 2015 regarding Submission of Annual Report for 31.03.2019	28.09.2019. Annual Report submitted to BSE in XBRL on 30.10.2019.	submitted on the
4		Regulation 46(2)(I) of SEBI (LODR) Regulations, 2015 regarding disclosures on website of the company	Notice of Meeting of Board of Directors for Financial Results not available on Website of the company for the quarter ended 31.12.2018.	As information provided that the Company is in the process of revocation of suspension of trading of its securities and submitting its documents to Stock Exchanges
5.	ti	Regulation 40(9) of SEBI (LODR), 2015 regarding PCS certificate for issue of Share Certificates in ime	Non-submission of the Certificate of RTA within 30 days for the half year ended on 31.03.2019.	As information provided that the Company is in the process of revocation of suspension of trading of its securities and submitting its documents to Stock Exchanges
6.	(L 20 Ad		Requirements of Regulation 47 not complied with by the company, as the same could not disclosed on website of the company as per Reg. 46(1)(q).	As information provided that the company is in the process of revocation of suspension of trading of its securities and
				A ASSOC

					submitting	its
					documents	to
					Stock Exchang	ges
7.	Regulation 30 (8) of	Requirement		of	As informa	tion
	SEBI (LODR)	Regulation	30(8)	not	provided that	the
	Regulations, 2015	complied	by	the	company is	in
	regarding disclosures	company.			process	of
	of all events and				revocation	of
	information which has				suspension	of
	been disclosed to				trading of	its
	stock exchange shall				securities	and
	be hosted on the				submitting	its
	website for a minimum				documents	to
	5 period of five years				Stock Exchang	jes

- (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 violation	Details of action taken E.g. fines, warning letter, debarment, etc.	Observations/ remarks of the Practicing Company Secretary, if any.	
- None -					

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

Sr.	Observations of	Observations	Actions taken by	Comments of the
No.	the Practicing	made in the	the listed entity,	Practicing
	Company	secretarial	if any	Company
	Secretary in	compliance		Secretary on the
	the previous	report for the		actions taken by
	reports	year ended		the listed entity
		31/03/2019		
1	NA	Prior Intimation	No action could	
		of Board Meeting	be initiated by	
		for considering	the company.	
		Financial Results		
		were not given		
		to Stock		
		Exchange during		



-				
		FY 2018-19 as		
		required by		
		Regulation 29 of		
		SEBI (LODR)		
		Regulations,		
		2015.		
	NA	Notice of the	Still not	NA.
2		Meeting of Board	disseminated or	
		of Directors for	the Website of	
		Financial Results	the Company.	
		were not		
		disseminate on		
		the website of		
		the Company as		
		required by		
		Regulation		
		46(2)(l) of SEBI		
		(LODR)Regulatio		
		ns 2015.		
3	NA	Requirement of	No action could	
		Advertisement in	be initiated by	
		Newspapers as	the company.	
		per Regulation		
		47 of SEBI		
		(LODR)		
		Regulations,		
		2015 has not		
		been complied		
		with. As such,		
		the same could		
		not be		
		disseminate on		
		website of the		
		company		

For R K Jain& Associates Company Secretaries

> CS R.K.Jain Proprietor

Membership No.FCS - 4584

COP No.: 5866 UDIN: F004584B000530153

Place: Bhilwara Date: 30.07.2020