

POLYTEX INDIA LIMITED

401, 4thFloor, Nisarg Apartment, Besant Road, Vile Parle (W), Mumbai – 400056
Tel.:91-022-67147824/827 • Fax No : 91-022-67804776 • Website : www.polytexindia.com •
Email : polytexindia@gmail.com, CIN : L51900MH1987PLC042092

To,

Date: 14.09.2023

BSE Limited

Corporate Relationship Department,
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai-400001

Script: 512481/Script ID: POLYTEX

Subject: Submission of Revised Annual Secretarial Compliance Report under Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

Respected Sir/ Madam,

In terms of Regulation 24A of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with the SEBI Circular No. CIR/CFD/CMD1/27/2019 dated February 8, 2019; we are enclosing herewith Revised Annual Secretarial Compliance Report of the Company issued by M/s Sandeep Dubey & Associates, Practicing Company Secretary for the year ended March 31st, 2023.

The above is for your information and record.

Thanking You,

Yours Faithfully,

For Polytex India Limited

Ankita
Gupta

Digitally signed
by Ankita Gupta
Date: 2023.09.14
11:15:23 +05'30'

Ankita Gupta
Company Secretary & Compliance Officer



SANDEEP DUBEY & ASSOCIATES

(Practicing Company Secretaries)

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

Contact No. 9820513552 / 9819992728, Email : cs.sandeepdubey@gmail.com

ANNUAL SECRETARIAL AUDIT REPORT OF M/S. POLYTEX INDIA LIMITED FOR THE YEAR ENDED 31ST MARCH 2023.

I, Sandeep Dubey, Practicing Company Secretary have examined:

- a) All the documents and records made available to us and explanation provided by M/s. Polytex India Limited (CIN: L51900MH1987PLC042092) (“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 documents and filings as may be relevant, which has been relied upon to make this certification, for the year ended on March 31, 2023 (“Reviewed Period”) in respect of Compliance with the provisions of;

FOR THE YEAR ENDED MARCH 31, 2023 (“REVIEW PERIOD”) IN RESPECT OF COMPLIANCE WITH THE PROVISIONS OF:

1. The Securities and Exchange Board of India Act, 1992 (“SEBI Act”) and the Regulations, circulars, and guidelines issued there under; And
2. the Securities Contracts (Regulation) Act, 1956 (“SCRA”), rules made there under, and the Regulations, circulars, and guidelines issued there under 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; **Complied by the Company.**
- (b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; **Not Applicable as company has not issue any securities during the review period.**
- (c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011; **Complied by the Company.**
- (d) Securities and Exchange Board of India (Buy Back of Securities) Regulation 2018; **Not Applicable as company has not buy back its share under the review period.**
- (e) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulation 2021; **Not Applicable as the Company has not issued any securities under Employee stock options under this audit period.**

- (f) Securities and Exchange Board of India (Issue and Listing of Non -Convertible Securities) Regulation 2021; **Not applicable as the Company has not issued and listed any debt securities during the financial year under review.**
- (g) Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018; **Complied by the Company.**
- (h) Securities and Exchange Board of India (Issue and Listing of Non- Convertible and Redeemable Preference Shares) Regulations, 2013; **Not Applicable to the company under this audit period.**
- (i) Securities and Exchange Board of India (Delisting of Equity Shares) (Amendment) Regulations, 2016; **Not Applicable as the Company has not delisted it's share form any exchanges under the review period.**
- (j) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **Not Applicable as company has not issue any debt securities during the review period.**
- (k) Securities and Exchange Board of India (Prohibition of fraudulent and unfair trade practices relating to securities market) (Amendment), Regulations, 2018; **Complied by the Company.**
- (l) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 and circulars/ guidelines issued there under; **Complied by the Company.**
- (m) The Securities and Exchange Board of India (Registrar to an Issue and share Transfer Agent) Regulation 1993 regarding the Companies Act, 2013and dealing with Client;

and circulars/ guidelines issued thereunder. Further, in terms of SEBI circular No. CIR/CFD/CMD1/114/2019 dated October 18, 2019 in respect of Resignation of statutory auditors from listed entities and their material subsidiaries is not applicable during the review period.

Note: The aforesaid list of SEBI Regulations is only the list of Regulations that applied to the Company during the year under review.

AND BASED ON THE ABOVE EXAMINATION, I HEREBY REPORT THAT DURING THE REVIEW PERIOD THE COMPLIANCE STATUS OF THE LISTED ENTITY IS APPENDED BELOW;

Additional affirmations by Practicing Company Secretaries (PCS) in Annual Secretarial Compliance Report (ASCR) in terms of the BSE circular reference No. 20230316-14 and NSE Circular Ref No: NSE/CML/ 2023/21 both dated 16 March 2023.

Compliance Requirement (Regulations/Circulars/ guidelines including specific clause)	Compliance Status (Yes/No/ NA)	Observation/ Remark of the Practicing Company Secretary
Secretarial Standards: The compliances of the listed entity	YES	The Company has complied

are in accordance with the applicable Secretarial Standards (SS) issued by the Institute of Company Secretaries India (ICSI)		with Secretarial Standards (SS) issued by the Institute of Company Secretaries India (ICSI).
<p><u>Adoption and timely updation of the Policies:</u></p> <p>a). All applicable policies under SEBI Regulations are adopted with the approval of board of directors of the listed entities.</p> <p>b). All the policies are in conformity with SEBI Regulations and has been reviewed & timely updated as per the regulations/circulars/ guidelines issue by SEBI.</p>	YES	The Company has complied with SEBI (LODR) Regulation 2015 and other regulations, Notification / circulars/ guidelines issued by SEBI.
<p><u>Maintenance and disclosures on Website:</u></p> <p>a. The Listed entity is maintaining a functional website.</p> <p>b. Timely dissemination of the documents/ information under a separate section on the website.</p> <p>c. 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.</p>	YES	The Company has maintained its website, and 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.
<p><u>Disqualification of Director:</u></p> <p>None of the Director of the Company are disqualified under Section 164 of Companies Act, 2013.</p>	YES	No director's disqualified during the audit period.
<p><u>To examine details related to Subsidiaries of listed entities:</u></p> <p>(a) Identification of material subsidiary companies.</p>	YES	The Company have no Subsidiaries companies.

<p>(b) Requirements with respect to disclosure of material as well as other Subsidiaries.</p> <p><u>Preservation of Documents:</u> The listed entity is preserving and maintaining records as prescribed under SEBI Regulations and disposal of records as per Policy Preservation of Documents and Archival policy prescribed under SEBI (LODR) 2015.</p>	<p>YES</p>	<p>The Company has maintained and preserve all the statutory records and Book & Accounts at registered office of the Company.</p>
<p><u>Performance Evaluation:</u> 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>Board has evaluated the performance of the Company time to time and take necessary progressive action to enhance the performance of the Board.</p>
<p><u>Related Party Transactions:</u> (a) The listed entity has obtained prior approval of Audit Committee for all Related party transactions. (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>During the FY, there is some material related party transaction and all the related party transaction executed with arm length basis with the requisite approval taken in Board Meeting.</p>
<p><u>Disclosure of events or information:</u> The listed entity has provided all the required disclosure(s) under Reg. 30 along with Schedule III of SEBI LODR Regulations 2015 within the time limits prescribed thereunder.</p>	<p>YES</p>	<p>The Company has made disclosure as required under Reg. 30 along with Schedule III of SEBI LODR Regulations 2015.</p>
<p><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.</p>	<p>YES</p>	<p>The Company has complied with Regulation 3(5) & 3 (6) SEBI (Prohibition of Insider Trading) Regulations, 2015.</p>

<p><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.</p>	<p>YES</p>	<p>According to SEBI SOP Circular No. ISEBI/HO/CFD/CMD/CIR/P/2020/12 dated January 22, 2020 the Exchange (BSE) was imposed fine/penalty amounting of Rs. 28320/- in relation to non-compliance of SEBI (LODR) Regulations, 2015 through mail dated 16th August,2022 to the Company, for late submission of Investor Grievance Report under Regulation 13(3), and submission of shareholding pattern Regulation 31 and BSE also impose the penalty of Rs. 76,700/- on company with reference to Fines as per SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/12 dated January 22, 2020 Regulation 23 (9) - Non-compliance with disclosure of related party transactions on consolidated basis.</p>
<p><u>Additional Non-compliances, if any:</u> No any additional non-compliance observed for all SEBI regulation/ circular/guidance note etc.</p>	<p>NA</p>	<p>We observed that company has delay in compliance and in process with RBI regulation Compliances.</p>

I hereby report that, during the Review Period:

- a) 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 my/our examination of those records.

Compliance Requirement (Regulations / circulars/guidelines including Specific clause)	Regulation/ Circular No.	Deviations	Action taken by	Type of Action	Details Of Violation	Fine Amount	Observations/ Remarks of the Practicing Company	Management Response	Remark
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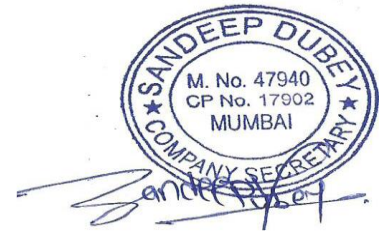
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NONE									

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

Compliance Requirement (Regulations/circulars/guidelines including Specific clause)	Regulation / Circular No.	Deviations	Action taken by	Type of Action	Details of Violation	Fine Amount	Observations/Remarks of the Practicing Company Secretary.	Management Response	Remark
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We observed that Company has complied and necessary action taken with all defaulted SEBI (LODR) Regulation 2015 in previous report.

FOR SANDEEP DUBEY & ASSOCIATES
PRACTICING COMPANY SECRETARIES



CS SANDEEP DUBEY
PARTNER
M. NO. 47940.
CP NO.17902
UDIN: A047940E000989309

DATE: 11.09.2023
PLACE: MUMBAI

Note: This report is to be read with our letter of even date which is annexed as 'ANNEXURE A' and forms an integral part of this report.

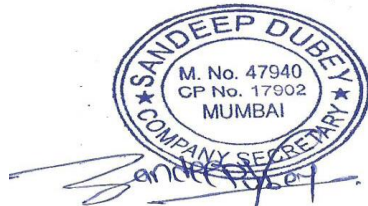
ANNEXURE A

To
Polytex India Limited
Vile Parle - West Mumbai - 400056.

Our report of even date is to be read along with this letter.

1. Maintenance of record is the responsibility of the management of the listed entity. Our responsibility is to express an opinion on these records based' on our verification of the same.
2. We have followed the practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. We believe that the processes and practices we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and "appropriateness of financial records and Books of Accounts of the listed entity.
4. Wherever required, we have obtained the Management representation about the compliance of SEBI laws, rules and regulations thereof.
5. The compliance of the provisions of SEBI laws, rules, regulations is the responsibility of management. Our examination was limited to the verification of compliances done by the listed entity.
6. As regards the books, papers, forms, reports and returns filed by the listed entity under the above-mentioned regulations, the adherence and compliance to the requirements of the said regulations is the responsibility of management. Our examination was limited to checking the execution and timeliness of the filing of various forms, reports, returns and documents that need to be filed by the listed entity under the said regulations. We have not verified the correctness and coverage of the contents of such forms, reports, returns and documents.
7. This report is neither an assurance as to the future viability of the listed entity nor of the efficacy or effectiveness with which the management has conducted the affairs of the listed entity.

FOR SANDEEP DUBEY & ASSOCIATES
PRACTICING COMPANY SECRETARIES



CS SANDEEP DUBEY
PARTNER
M. NO. 47940.
CP NO.17902

PLACE: MUMBAI
DATE:11.09.2023