

July 31, 2020

To,
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400 001.

Scrip Code: 532641

To,
National Stock Exchange of India Limited
Exchange Plaza, Plot No. C/1, G – Block,
BKC, Bandra (East),
Mumbai – 400 051.

Scrip Symbol: NDL

Dear Sir,

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

Pursuant to SEBI Circular No. CIR/CFD/CMDI/27 /2019, please find enclosed herewith Annual Secretarial Compliance Report for the financial year ended on March 31, 2020 issued by M/s Geeta Serwani & Associates, Practicing Company Secretary.

You are requested to take the same on your records.

Thanking you,

Yours faithfully,

For NANDAN DENIM LIMITED


Purvee Roy
Company Secretary



Nandan Denim Limited
(CIN:L51909GJ1994PLC022719)

Registered Office

Survey No. 198/1 & 203/2, Saijpur-Gopalpur, Pirano Road, Piplaj, Ahmedabad - 382 405
Ph.: +91 9879200199 Website : www.nandandenim.com Email : nandan@chiripalgroup.com

Corporate Office

Chiripal House, Shivranjani Cross Road, Satellite, Ahmedabad - 380 015
Ph.: 079-26734660/2/3 Fax : 079-26768656



GEETA SERWANI & ASSOCIATES
PRACTICING COMPANY SECRETARY
401, 10-3-171, Sri Ranga Appartments, Opp. Keyes High School,
St. Johns Road, Secunderabad – 500025.
Contact no. 8885536949.
E-MAIL ID – gserwani2@gmail.com

SECRETARIAL COMPLIANCE REPORT OF
M/s. NANDAN DENIM LIMITED
CIN - L51909GJ1994PLC022719
FOR THE YEAR ENDED 31ST MARCH 2020

I Geeta Serwani, Proprietor of M/s. Geeta Serwani and Associates, Company Secretary, Hyderabad has examined:

- (a) all the documents and records made available to us and explanation provided by M/s NANDAN DENIM LIMITED(CIN - L51909GJ1994PLC022719) 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 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 period under review .**

(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 period under review.**

(e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; **Not Applicable during the period under review.**


(f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **Not Applicable during the period under review.**

(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; 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 | SEBI (LODR) Regulations, 2015 – Regulation No. 34  | Delay in submission of annual report for year ended on 31 st March 2019 | Fine was imposed by National Stock Exchange and Bombay Stock Exchange for delay in submission of Annual Report . Later the fine was withdrawn by the exchanges and the amount was returned / adjusted. |

| | | | |
|---|---|---|--|
| 2 | SEBI (LODR) Regulations, 2015 – Regulation No. 31 | Late- submission of shareholding pattern for the quarter ended on 31 st March 2020 * | Fine was imposed by National Stock Exchange and Bombay Stock Exchange for delay in submission shareholding pattern within the period prescribed |
| 3 | SEBI (LODR) Regulations, 2015 – Regulation No. 13 (3) | Late-Submission of Statement on Investor Complaints for the Quarter ended 31 st March 2020 * | Fine was imposed by National Stock Exchange and Bombay Stock Exchange for delay in submission statement on shareholder complaints within the period prescribed |

* The delay was mainly due to nation wide lockdown imposed by Government and reasons beyond control considering the COVID19 pandemic.

(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. |
|---------|-----------------|----------------------|--|--|
| NIL | | | | |



(e) 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. |
|--|--|---|---|---|
| <i>No Comments are offered since no observations made in previous report</i> | | | | |

Geeta Serwani & Associates
(Practicing Company Secretary)



(Geeta Serwani)
Proprietor
FCS: 8991
COP: 8842
UDIN- F008991B000542359

Date : 31 July 2020