



ASHNOOR TEXTILE MILLS LIMITED

REGD. OFFICE & WORKS : BEHRAMPUR ROAD KHANDSA VILLAGE, GURUGRAM-122001 (HR.)

TEL. : 0124-4809756, 4809755

email : atml_delhi@yahoo.com

Registration No. : L17226HR1984PLC033384

May 30, 2025

To,

The Deputy General Manager - Listing

Bombay Stock Exchange

PhirozeJeejeebhoy Towers

Dalal Street

Mumbai-400001

Regarding: Secretarial Compliance Report as per Regulation 24A of Securities and Exchange Board of India (Listing Obligations and Disclosures Requirements) Regulations, 2015

Dear Sir/ Madam,

In respect of the captioned matter, please find enclosed herewith a Secretarial Compliance Report for the financial year ended March 31, 2025, issued by a Practicing Company Secretary for your kind perusal and record.

Thanking you.

Yours faithfully

For Ashnoor Textile Mills Limited


Suneel Gupta

Managing Director

DIN-00052084

79-A, Sainik Farms

W-3, Western Avenue

New Delhi-110062

Enclosed: as above



ANIL ARORA & ASSOCIATES

Company Secretaries

Secretarial Compliance Report of Ashnoor Textile Mills Limited for the financial year ended March 31, 2025.

I, Anil Kumar Arora, have examined:

- (a) all the documents and records made available to me and explanation provided by Ashnoor Textile Mills Limited ("the listed entity"),
- (b) the filings/submissions made by the listed entity to the stock exchange,
- (c) website of the listed entity,
- (d) other relevant document/filing, as may be relevant, which has been relied upon to make this Report,

for the financial year ended March 31, 2025 ("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, and guidelines issued thereunder; and
- (b) the Securities Contracts (Regulation) Act, 1956 ("SCRA"), rules made thereunder and the regulations, circulars, and 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; - **The Company has allotted 31,86,462 equity shares of Rs.10/- each at a premium of Rs.20/- per share on right basis on May 27, 2024.**
- (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 as the Company has not bought back any of its securities during the audit period under review**};
- (e) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 {**Not applicable as the Company has not granted any Option to the employees during the audit period**};
- (f) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021 {**Not applicable as the Company has issued any non-convertible securities during the audit period**};
- (g) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (h) Other regulations as applicable.



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:

Complied with the provisions of the above Regulations and circulars/guidelines issued thereunder.

- (b) The listed entity has taken the actions to comply with the observations made in previous reports **as per Annexure-A attached to this report.**

- I. I hereby report that during the review period the compliance status of the listed entity with the following requirements:

Sr. No.	Particulars	Compliance Status (Yes/No/NA)	Observations/Remarks by PCS
1.	Secretarial Standards: The compliances of the listed entity are in accordance with the applicable Secretarial Standards (SS) issued by the Institute of Company Secretaries of India (ICSI)	Yes	
2.	Adoption and timely updation of the Policies: - All applicable policies under SEBI Regulations are adopted with the approval of the board of directors of the listed entities - All the policies are in conformity with SEBI Regulations and have been reviewed & updated on time, as per the regulations/circulars/guidelines issued by SEBI	Yes Yes	
3.	Maintenance and disclosures on the Website: - The Listed entity is maintaining a functional website - Timely dissemination of the documents/information under a separate section on the website - 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	Yes Yes Yes	



4.	Disqualification of Director: None of the Directors (s) of the Company is/are disqualified under Section 164 of the Companies Act, 2013 as confirmed by the listed entity.	Yes	
5.	Details related to Subsidiaries of listed entities have been examined w.r.t.: (a) Identification of material subsidiary companies (b) Disclosure requirement of material as well as other subsidiaries	Not Applicable as the listed entity does not have any material subsidiary	
6.	Preservation of Documents: The listed entity is preserving and maintaining records as prescribed under SEBI Regulations and disposal of records as per the Policy of Preservation of Documents and Archival policy prescribed under SEBI (LODR) Regulations, 2015.	Yes	
7.	Performance Evaluation: The listed entity has conducted a performance evaluation of the Board, Independent Directors, and the Committees at the start of every financial year/during the financial year as prescribed in SEBI Regulations.	Yes	
8.	Related Party Transactions: (a) The listed entity has obtained prior approval of the Audit Committee for all related party transactions; or (b) in case no prior approval has been obtained, the listed entity has provided detailed reasons along with confirmation whether the transactions were subsequently approved/ ratified/rejected by the Audit Committee.	Yes Not Required	
9.	Disclosure of events or information: The listed entity has provided all the required disclosure(s) under Regulation 30 along with Schedule III of SEBI (LODR) Regulations, 2015 within the time limits prescribed thereunder.	Yes	



10.	Prohibition of Insider Trading: The listed entity is in compliance with Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015.	Yes	
11.	Actions taken by SEBI or Stock Exchange(s), if any: No action(s) has been 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 (or) The actions taken against the listed entity/its promoters/directors/subsidiaries either by SEBI or by Stock Exchanges are specified in the last column	No action	
12.	Resignation of statutory auditors from the listed entity or its material subsidiaries: In case of the resignation of the statutory auditor from the listed entity or any of its material subsidiaries during the financial year, the listed entity and/or its material subsidiary(ies) has/have complied with paragraphs 6.1 and 6.2 of sections V-D of chapter V of the Master Circular on compliance with the provisions of the LODR Regulations by listed entities.	Not Applicable as Statutory Auditors have not resigned	
12.	Additional Non-compliances, if any: No additional non-compliance was observed for any SEBI regulation/circular/guidance note etc.	None	

We further, report that the listed entity is in compliance/not in compliance with the disclosure requirements of Employee Benefit Scheme Documents in terms of regulations 46(2)(za) of the LODR Regulations. – Not Applicable.

Assumptions and Limitations of Scope and Review:

1. Compliance with the applicable laws and ensuring the authenticity of documents and information furnished, are the responsibilities of the management of the listed entity.
2. Our responsibility is to report based upon our examination of relevant documents and information. This is neither an audit nor an expression of opinion.



3. We have not verified the correctness and appropriateness of financial Records and Books of Accounts of the listed entity.
4. This Report is solely for the intended purpose of compliance in terms of Regulation 24A (2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, and 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 Anil Arora & Associates
Company Secretaries**



Anil Kumar Arora

Proprietor

FCS Number: 5695

CP Number: 4775

Peer Review Number: 1868/2022

UDIN: F005695G000482380

Date: May 29, 2025

Place: New Delhi

ANNEXURE-A

Sr. No.	Compliance Requirement (Regulations /circulars/ guidelines including specific clause)	Regulation/ Circular No.	Deviations	Action Taken by	Type of Action	Details of Violation	Fine Amount (In Rupees)	Observations/ Remarks of the Practicing Company Secretary	Management Response	Remarks
1.	Reg. 29 Intimation of the Board Meeting	LODR	Delay in Submission of intimation for the Board meeting for results of quarter ended June 30, 2023	BSE	Penalty imposed	Statement of Investors complaints as on June 30, 2023 not submitted within time limit specified in LODR	10,000/- plus GST, aggregating to Rs.11,800/-	Shorter notice for the results for the quarter ended June 30, 2023	Fine Paid on 20.09.2023	

