



Pasari Spinning Mills Limited

Date: 28th May, 2019

To,
Mr. Jeevan Noronha,
Manager,
Department of Corporate Services,
Bombay Stock Exchange, Floor 25, P J Towers,
Dalal Street, Mumbai -400 001

Dear Sir,

Sub: Annual Secretarial Compliance Report for the year ended 31st March, 2019.

Ref: BSE code: 521080 - Pasari Spinning Mills Limited

Dear Sir,

Pursuant to Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements)

Regulations, 2015 and SEBI Circular No. CIR/CFD/CMDI/27/2019 dated 8th February, 2019, we are enclosing herewith an Annual Secretarial Compliance Report for the financial year ending 31st March, 2019.

This is for your kind information and records.

Thanking you.

Yours faithfully

for Pasari Spinning Mills Limited



Krishna Kumar Gupta

Managing Director

DIN: 00003880

A-21 Silver palm, Bldg 3,

Basavanagar Main, Vibhuthipura Extn,

Marathalli, Bangalore- 560067



Secretarial compliance report of **Pasari Spinning Mills Limited**
for the year ended 31st March, 2019

I, Vinay B L, Company Secretary in Practice have examined:

- a) all the documents and records made available to us and explanation provided by Pasari Spinning Mills 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, 2019 ("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;
- c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011; **(NOT APPLICABLE DURING REVIEW PERIOD)**
- d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; **(NOT APPLICABLE DURING REVIEW PERIOD)**
- e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; **(NOT APPLICABLE DURING REVIEW PERIOD)**
- f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **(NOT APPLICABLE DURING REVIEW PERIOD)**



- g) Securities and Exchange Board of India(Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations,2013; **(NOT APPLICABLE DURING REVIEW PERIOD)**
- h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- i) Other regulations to the extent as applicable and circulars/ guidelines issued thereunder;

and based on the above examination, I/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 which were applicable to the company except the following:
 - 1. The Quarterly Results are not published in the news papers, as required by Regulation 47 of Securities and Exchange Board of India (Listing Obligations And Disclosure Requirements) Regulations, 2015
- 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 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 Practicing Company Secretary, if any
NIL				

- d) 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... (The years are to be mentioned)	Actions taken by the listed entity if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
Not Applicable as being the first report				



Observation:

There is a Discrepancy is Issued & Listed capital. The Company has not received the In Principle Approval, in respect of 18,00,000 Shares issued on preferential basis on 6 December, 2010. Company is still waiting for approval of the Bombay stock exchange. The delay is beyond the reasonable time.

Date: 28th May, 2019
Place: Bangalore


Vinay B L
FCS No: 9159, C P No: 10760

