



Pasari Spinning Mills Limited

Date: 30th May, 2025

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, 2025.
Ref: BSE code: 521080 - Pasari Spinning Mills Limited

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Pursuant to Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are enclosing herewith an Annual Secretarial Compliance Report for the financial year ending 31st March, 2025.

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

No 18 III Floor, Anjaneya Temple Road, Yediyur, Jayanagar 6th Block, Bangalore – 560082

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Secretarial compliance report of **Pasari Spinning Mills Limited**
for the year ended 31st March, 2025

We 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, 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, guidelines issued there under; and
- b) the Securities Contracts (Regulation) Act, 1956 ("SCRA"), rules made there under and the Regulations, circulars, guidelines issued there under by the Securities and Exchange Board of India ("SEBI");

The specific Regulations, whose provisions and the circulars/guidelines issued there under, 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;
- 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 DURINGREVIEW 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 there under;
- 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 there under, except in respect of matters specified below:
NA
- b) The listed entity has taken the following actions to comply with the observations made in previous reports:
NA

Further, we hereby report that, during the Review Period the compliance status of the listed entity is appended below;

Sr. No.	Particulars	Compliance Status (Yes/NO/NA)	Observations/ Remarks by PCS
1.	<u>Secretarial Standards:</u> 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	NIL
2.	<u>Adoption and timely updation of the Policies:</u> - All applicable policies under SEBI Regulations are adopted with the approval of board of directors of the listed entities. - All the policies are in conformity with SEBI	YES YES	NIL

	Regulations and has been reviewed & timely updated as per the regulations/circulars/guidelines issued by SEBI.		NIL
3.	<u>Maintenance and disclosures on Website:</u> • 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	NIL NIL NIL
4.	<u>Disqualification of Director:</u> None of the Directors of the Company are disqualified under Section 164 of Companies Act, 2013.	YES	NIL
5.	<u>To examine details related to Subsidiaries of listed entities:</u> a. Identification of material subsidiary companies b. Requirements with respect to disclosure of material as well as other subsidiaries	NA NA	NIL NIL
6.	<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 of Preservation of Documents and Archival policy prescribed under SEBI LODR Regulations, 2015.	YES	NIL
7.	<u>Performance Evaluation:</u> The listed entity has conducted performance evaluation of the Board, Independent Directors and the Committees at the start of every	YES	NIL

	financial year as prescribed in SEBI Regulations.		
8.	<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	NA NA	NA NA
9.	<u>Disclosure of events or information:</u> 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 there under.	YES	NIL
10.	<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	YES	NIL
11.	<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	YES	NIL
12.	<u>*Additional Non- Compliances, if any:</u> No any additional non-compliance observed for all SEBI regulation/ circular/ guidance note etc.	YES	NIL

- Pursuant to Section 134 of the Companies Act, 2013 the Financial Statements of the Company must be signed by any two directors (one of whom shall be the Managing Director), the Chief Executive Officer, the Chief Financial Officer and the Company Secretary of the Company, wherever they are appointed. It is observed that the CFO of the Company hasn't signed the financials of the Company.

for Vinay & Ashwini
Company Secretaries

Date: 28th April, 2025
Place: Bangalore
UDIN: F009159G000515907

Vinay B L
M. No. F9159, CP. No. 10760
PR No: 1964/2022