



BANNARI AMMAN SPINNING MILLS LIMITED

Regd. Office : 252, Mettupalayam Road, Coimbatore - 641 043, Tamilnadu, INDIA

Telephone : 0422 - 2435555 E-mail : shares@bannarimills.com

Website : www.bannarimills.com CIN : L17111TZ1989PLC002476 GSTRN : 33AAACB8513A1ZE

BASML/SEC/319/NSE & BSE/2021-22

29.6.2021

The Manager
Listing Department
National Stock Exchange of India Limited
"Exchange Plaza"
Bandra-Kurla Complex, Bandra (East)
Mumbai 400 051

BSE Limited
Floor25
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai 400 001

Scrip Code: BASML

Scrip Code: 532674

Dear Sir,

Sub: Secretarial Compliance Report - reg.

Pursuant to Regulation 24A of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015, we are enclosing the Secretarial Compliance Report for the year ended 31.3.2021, issued by Sri R Dhanasekaran, Practicing Company Secretary, Coimbatore.

Kindly take on record the above information.

Thanking you,

Yours faithfully,

For BANNARI AMMAN SPINNING MILLS LIMITED

**N KRISHNARAJ
COMPANY SECRETARY**

Encl: as above



Certificate No.: 30/2021-22

Annual Secretarial Compliance Report

[Pursuant to Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. CIR/CFD/CMD1/27/2019 dated February 08, 2019]

Secretarial compliance report of **M/s. Bannari Amman Spinning Mills Limited** (CIN:L17111TZ1989PLC002476) for the year ended 31ST March, 2021

I, R.Dhanasekaran, Company Secretary in Practice, have examined:

- (a) all the documents and records made available to me and explanation provided by M/s. Bannari Amman 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) other document / filing, as may be relevant, which has been relied upon to make this certification,

for the year ended 31st March, 2021 ("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:-



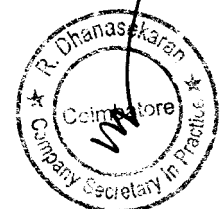


- (a) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- (b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
- (c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- (d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018;
- (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;
- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
- (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;
- (i) 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	In terms of Regulation 33 of the SEBI (LODR), 2015, the company had to submit the Financial Results for the quarter ended 31 st March, 2020, to the Stock Exchanges on or before 31 st July, 2020	The company submitted the Financial Results for the quarter ended 31 st March, 2020, to the Stock Exchanges	The company submitted to the exchanges that due to Covid - 19 pandemic there was a complete lockdown of all the Offices and Organizations in Tamil Nadu from March 24, 2020 to May 10, 2020 and further due to Covid -19 positive cases in office, the





		only on 13 th August, 2020	Company's office had remained closed from July 09, 2020 to July 22, 2020 and therefore the Company was not able to submit the financial result for the quarter/year ended March 31, 2020 within prescribed timeline and the delay was unintentional and beyond the control of the company. The above submissions were considered by the respective exchanges and waived the fine imposed in this regard.
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(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.
1	National Stock Exchange of India Limited and BSE Limited.	Delay in compliance of Regulation 33 of SEBI (LODR), 2015	Both exchanges sent notices intimating the fine liability for delay in compliances regulations 33 of SEBI (LODR), 2015.	The company submitted to the exchanges that due to Covid -19 pandemic there was a complete lockdown of all the Offices and Organizations in Tamil Nadu from March 24, 2020 to May 10, 2020 and further due to Covid -19 positive cases in office,





				the Company's office had remained closed from July 09, 2020 to July 22, 2020 and therefore the Company was not able to submit the financial result for the quarter/year ended March 31, 2020 within prescribed timeline and the delay was unintentional and beyond the control of the company. The above submissions were considered by the respective exchanges and waived the fine imposed in this regard.
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(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 -				

(e) As the statutory auditor has already been appointed, the terms of the appointment of the auditor have been suitably modified to give effect to Sl. No. 6 (A) and 6 (B) of SEBI Circular No CIR/CFD/CMD1/114/2019 dated 18.10.2019 by supplemental letter issued to the Statutory Auditor.

Place: Coimbatore
Date: 29.06.2021

Signature:

ICSI UDIN: F007070C000539415

CS. R. Dhanasekaran
Company Secretary in Practice,
FCS7070 / CP 7745

General information about company

Scrip Code*	532674
NSE Symbol	BASML
MSEI Symbol	NOTLISTED
ISIN	INE186H01022
Name of the listed entity	BANNARI AMMAN SPINNING MILLS LIMITED
Date of start of financial year	01-04-2020
Date of end of financial year	31-03-2021
Date of Report	29-06-2021
Whether any observations reported by the Secretarial Auditor	Yes
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/our examination of those records.	Yes
Any actions taken against the listed entity/its promoters/directors/its material subsidiaries either by SEBI or by stock exchanges (including under the Standard operating procedures issued by SEBI through various circulars).	Yes
Is there any observation made in the previous report	No
Name of the Certifying Firm	R. DHANASEKARAN
Name of the practicing Company Secretary issuing the report	R. DHANASEKARAN
Membership Type	FCS
ACS/FCS No.	7070
CP No.	7745
Place	COIMBATORE
Date	30-06-2021



Regulations			
Sr No	Regulation	Applicability during the period under review (Yes/No)	Any Observation (Yes/No)
1	Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015	Yes	Yes
2	Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018	Yes	No
3	Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011	Yes	No
4	Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018	Yes	No
5	Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014	Yes	No
6	Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008	Yes	No
7	Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013	Yes	No
8	Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015	Yes	No
9	Specify any other regulation applicable to the Company		



Table I

Sr No	Regulation Name/ SEBI Circular number	Regulation Number/ circular dated	Compliance requirement (regulations/circulars/ guidelines including specific clauses)	Deviations	Observation details
1	Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015	33	In terms of Regulation 33 of the SEBI (LODR), 2015, the company had to submit the Financial Results for the quarter ended 31st March, 2020, to the Stock Exchanges on or before 31st July, 2020	The company submitted the Financial Results for the quarter ended 31st March, 2020, to the Stock Exchanges only on 13th August, 2020	The company submitted to the exchanges that due to Covid - 19 pandemic there was a complete lockdown of all the Offices and Organizations in Tamil Nadu from March 24, 2020 to May 10, 2020 and further due to Covid - 19 positive cases in office the Company's office had remained closed from July 09, 2020 to July 22, 2020 and therefore the Company was not able to submit the financial result for the quarter/year ended March 31, 2020 within prescribed timeline and the delay was unintentional and beyond the control of the company. The above submissions were considered by the respective exchanges and waived the fine imposed in this regard.



Table II

Sr No	Action taken by	Details of violation	Details of action taken Eg fines, warning letter, debarment Etc	Observations/remarks of the practising Company Secretary, if any
1	National Stock Exchange of India Limited and BSE Limited	Delay in compliance of Regulation 33 of SEBI (LODR), 2015	Both exchanges sent notices intimating the fine liability for delay in compliances Regulation 33 of SEBI (LODR), 2015	The company submitted to the exchanges that due to Covid - 19 pandemic there was a complete lockdown of all the Offices and Organizations in Tamil Nadu from March 24, 2020 to May 10, 2020 and further due to Covid - 19 positive cases in office the Company's office had remained closed from July 09, 2020 to July 22, 2020 and therefore the Company was not able to submit the financial result for the quarter/year ended March 31, 2020 within prescribed timeline and the delay was unintentional and beyond the control of the company. The above submissions were considered by the respective exchanges and waived the fine imposed in this regard.

For Bannari Amman Spinning Mills Limited


COMPANY SECRETARY