

**Secretarial Compliance Report**  
**SEASONS TEXTILES LIMITED**  
**(CIN: L74999DL1986PLC024058)**  
**For the Year Ended 31/03/2022**

We Pramod Kothari & Co. Practicing Company Secretaries have examined:

- (a) all the documents and records made available to us and explanation provided by Seasons Textiles Limited ("the listed entity"),
  - (b) the filings# submissions made by the listed entity to the stock exchange
  - (c) website of the listed entity
  - (d) any other document# filing# as may be relevant% which has been relied upon to make this certification% or the year ended ' (#) ' #\* ) \*\* ("Review Period") in respect of compliance with the provisions of:
    - a) the Securities and Exchange, Board of India . Act (// "SEBI Act") and the Regulations% circulars% guidelines issued there under and
    - b) the Securities Contracts (Regulation) . Act (//23 ("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% and provisions and the circulars# guidelines issued there under have been examined% include: 4
      - a) Securities and Exchange, Board of India (Listing Obligations and Disclosure Requirements) Regulations% \*) (21
      - b) Securities and Exchange, Board of India (Issue of Capital and Disclosure Requirements) Regulations% \*) (81 **Not Applicable to the company during reporting period.**
      - c) Securities and Exchange, Board of India (Substantial Acquisition of Shares and Takeovers) Regulations% \*) ((1
      - d) Securities and Exchange, Board of India (Buyback of Securities) Regulations% \*) (81 **Not Applicable to the company during reporting period**
      - e) Securities and Exchange, Board of India (Share, Asset Employee, Director's) Regulations% \*) (91 **Not Applicable to the company during reporting period**
      - f) Securities and Exchange, Board of India (Issue and Listing of Debt Securities) Regulations% \*) (81 **Not Applicable to the company during reporting period**
      - g) Securities and Exchange, Board of India (Issue and Listing of : on Convertible and Redeemable Preference Shares) Regulations% \*) (1 **Not Applicable to the company during reporting period.**
      - h) Securities and Exchange, Board of India (Prohibition of Insider Trading) Regulations% \*) (2 and circulars# guidelines issued there under
      - i) Securities and Exchange, Board of India (Depositories and Participants) Regulations% \*) (81
      - j) S+, - (Listing of +7uity Shares) Regulations% \*) / (**Not Applicable to the Company during the Reporting Period**);
      - k) S+, - (Registrars to an Issue and Share Transfers . Agents) Regulations% (// regarding the Companies . Act and dealing with client
      - l) Other regulations as applicable and circulars# guidelines issued thereunder.
- and based on the above examination% 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: 4

Sr. No.	Compliance Requirement (Regulations/ circulars / guidelines including specific clause)	Deviations	Observations/ Remarks of the Practicing Company Secretary
	→ NIL ←		

- (b) The listed entity has maintained proper records under the provisions of the above Regulations and circulars/guidelines issued there under 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 S+, - or by Stock exchanges (including under the Standard Operating Procedures issued by S+, - through various circulars) under the aforesaid Regulations and circulars/guidelines issued there under:

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)	S+ Limited	regulation 3(i) of S+, - (1560) Regulations*) (2	, S+ vide its email dated 22/08/2018 has imposed a "fine of Rs. 10,000/-" (incl. GST = Rs. 10,000/-)	The Company has submitted its response dated 22/08/2018 that there was no violation of regulation since the company has the full time company secretary cum compliance officer since 2015 to till the date of latter and requested to waive off the fine.  However till date no correspondence from the S+ in this regard.
2)	S+ Limited	amail dated September (9%) (and September '18)*) (% "or non-compliant of regulation 3(i) of S+, - (1560) Regulations*) (2	, S+ vide its email dated 22/08/2018 has imposed a "fine of Rs. 10,000/-" (incl. GST = Rs. 10,000/-)	The Company has submitted its response dated 22/08/2018 (and requested to waive off the fine on the ground due to human error company has submitted the audited report instead of limited review report or the financial results or the quarter ended 31/03/2018) (on 18 August (9%) (and subsequently filed the correct limited review report or the financial year 2017-18) (3%) (.

**PRAMOD KOTHARI & CO.  
COMPANY SECRETARIES**

S-7, Shreejee Complex, Sharma Market,  
Sector – 05, Noida (U.P.),  
Tel No. 0120-4249559/ 9873726758/8383959651  
Email ID: [ppdkothari71@gmail.com](mailto:ppdkothari71@gmail.com)/  
[cspramodkothari@gmail.com](mailto:cspramodkothari@gmail.com)

				?o&ever% till date no correspondence "rom the , S+ in this regard.
)'	, S+ !imited	+mail dated @ebruary )2% *)*( and September ')% )*(% "or non4 compliant o" regulation '' o" S+, - (!560) Oegulations% *) (2 imposed a "ine o" Os. ' %)%) (incl. <S = (8 >)	Company has submitted the reply that and given reason that non A compliance has been arisen due to Baternity !eaves "or Six Bonths ta\$en by Bs. Kavita Oani Company Secretary cum compliance o""icer o" our Company and @urther in earlier *)*) there &as complete loc\$do&n in our Country due to C5C-64 (/ pandemic on &hich Companyls corporate o""ices remains closed "or longer period and still not "unctioning completely as be"ore. -n Cie& o" the C5C-64 (/ hardships in our country there has been a steep decline in turnover%continued losses in operation and deterioration o" "inancial position o" the Company "or past Eears and Company is "acing deep "inancial recessions. he turnover o" the company "or the "inancial year ended on ' (4)' 4*)*) &as -: 0 ' ' .28 Crs. and the turnover "or nine months ended on ' (4 (*4*)*) &as only -: 0 (* .2/ Crs. he !oss be"ore tax "or the "inancial year ended on ' (4)' 4*)*) &as -: 0 9/. * ( !a\$hs and the !oss be"ore tax "or / months ended on ' (4 (*4*)*) &as (-: 0	Company has submitted its response and re7uested to &aive o"" the "ine% ho&ever till date no correspondence "rom the , S+ in this regard.

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