



JINDAL COTEX LIMITED

regd off
Regd. Off. : VPO. Jugiana, G.T. Road, Ludhiana (PB) 141017
Works : Village Mandiala Kalan, P.O. Bija, Tehsil Khanna, Distt. Ludhiana (PB) 141412
☎ +91 161 2511840 CIN : L17115PB1998PLC021084
✉ info@sjgroup.in 🌐 www.jindalcotex.com

To,

The Listing Department,
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400 001

Listing Department,
National Stock Exchange Limited,
Exchange Plaza,
Bandra Kurla Complex,
Bandra (E),
Mumbai - 400 051

Subject: Annual Secretarial Compliance Report for the year ended 31st March, 2020

Symbol: JINDALCOT/JINDCOT Series: EQ ISIN: INE904J01016

Dear Sir/Madam,

We are enclosing herewith Annual Secretarial Compliance Report for the financial year ended 31st March, 2020, pursuant to Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Kindly take the same on your record.

Thanking you,

Yours faithfully,
For Jindal Cotex Limited

(Authorised Signatory)

REECHA GOEL & ASSOCIATES

COMPANY SECRETARIES

Opposite Sachdeva Autos

Civil Lines, PHILLAUR

(M): 098148-09461

Secretarial Compliance Report of Jindal Cotex Limited for the year ended 31st March, 2020

To,
The Board of Directors,
Jindal Cotex Limited,
Village, Mandiala Kalan,
P.O. Bija, Tehsil khanna
Distt. Ludhiana.

We, Reecha Goel & Associates, Practicing Company Secretaries have examined:

- (a) all the documents and records made available to us and explanation provided by Jindal Cotex 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, 2020 ("Review Period") in respect of compliance with the provisions of :

- (a) The SEBI Act, 1992 and the Regulations, circulars guidelines issued thereunder; and
- (b) The Securities Contracts (Regulation) Act, 1956, rules made thereunder and the regulations, circulars, guidelines issued thereunder by the SEBI.



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The specific Regulations, whose provisions and the circulars/guidelines issued thereunder, have been examined, include:-

- (a) SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- (b) SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018;
- (c) SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- (d) SEBI (Buyback of Securities) Regulations, 2018;(Not applicable for the review period);
- (e) SEBI (Share-Based Employee Benefits) Regulations, 2014;(Not applicable for the review period);
- (f) SEBI (Issue and Listing of Debt Securities) Regulations, 2008;(Not applicable for the review period);
- (g) SEBI (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations,2013; (Not applicable for the review period);
- (h) SEBI (Prohibition of Insider Trading) Regulations, 2015;
- (i) SEBI (Registrars to an issue and Share Transfer Agents) Regulations, 1993;

and circulars/guidelines issued thereunder; and based on the above examination, we hereby report that during the Review Period:



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- (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:-

Sr. No.	Compliance Requirement (Regulations/ circulars/ guidelines including specific clause)	Deviations	Observations/ Remarks of the Practicing Company Secretary
1.	Regulation 14 of SEBI(LODR), Regulations, 2015	The company has not paid Annual Listing fees for the past few years to BSE and NSE.	The listed entity was required to pay annual listing fees for the FY19-20 by 30.04.2019. But the company has not yet paid the outstanding annual listing fees and consequently suspended for trading.
2.	Regulation 34 of SEBI(LODR), Regulations, 2015	Delay in filing of Annual report for the period 2018-19, with BSE and NSE.	The listed entity was required to submit its Annual Report for the FY18-19 not later than 21 days from date of AGM. Date of AGM was 30.09.2019 accordingly, the annual report was to be submitted by 21.10.2019 but the same was submitted on 09.11.2019.
3.	Regulation 13(3) of SEBI(LODR), Regulations, 2015	Delay in filing Statement of Investor complaints for the quarter ended 31st December, 2019	The listed entity was required to submit Statement of Investor complaints for the quarter ended 31st December, 2019 by 15.01.2020. But the same was submitted on 25.01.2020



4.	Regulation 31 of SEBI (LODR), Regulations, 2015	Delay in filing of Shareholding Pattern for the quarter ended 31st December, 2019.	The listed entity was required to submit its Shareholding Pattern for the quarter ended 31st December, 2019 by 21.01.2020. But the same was submitted on 27.01.2020.
5	Regulation 6(1) of SEBI (LODR), Regulations, 2015	The company has not complied with the requirement of appointment of qualified Company Secretary as compliance officer of the company.	The listed entity was required to comply with the requirement of appointment of qualified Company Secretary as compliance officer of the company. But company was not able to appoint the same ever since the resignation of previous company secretary on 14.06.2019.

(b) The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued thereunder in so far as it appears from my/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:

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.	BSE & NSE	Non submission of Annual Report for the year ended 2018-19 under Regulation 34 of SEBI (LODR), Regulations, 2015.	Fine amounting to Rs. 11800/- was imposed upon the company for non compliance of Regulation 34 of SEBI (LODR), Regulations, 2015 by BSE and NSE.	The company has not yet paid the fine in this regard.



2.	BSE & NSE	Non-compliance of Statement of Investor complaints for the quarter ended 31st December, 2019	Fine amounting to Rs. 4720/- was imposed upon the company for non compliance of Regulation 13(3) of SEBI (LODR), Regulations, 2015 by BSE and NSE	The company has not yet paid the fine in this regard.
3.	BSE & NSE	Non compliance of Shareholding Pattern for the quarter ended 31st December, 2019	Fine amounting to Rs. 14160/- was imposed upon the company for non compliance of Regulation 31 of SEBI (LODR), Regulations, 2015 by BSE and NSE	The company has not yet paid the fine in this regard.
4.	BSE & NSE	Non compliance of requirement of appointment of Company Secretary	Fine imposed upon the company for non compliance of Regulation 6(1) of SEBI (LODR), Regulations, 2015 by BSE and NSE	The company has not yet paid the fine in this regard.
5.	BSE & NSE	Non compliance regarding payment of Annual Listing fees.	Annual Listing Fee amounting to Rs. 1056170/- and Rs. 1417210/- is liable to be paid to BSE and NSE respectively for non compliance of Regulation 14 of SEBI (LODR), Regulations, 2015	The company has not yet paid the outstanding Annual listing fees.



6.	SEBI	Section 12A (a), (b), (c) of SEBI Act, 1992 read with Regulations 3(a), (b), (c), (d) and 4(1), 4(2)(f), (k), (r) of PFUTP Regulations	Penalty of Rs. 10,00,00,000/- (Rupees Ten Crore Only) imposed under penal provisions of Section 15HA of the SEBI Act, 1992.	The company has not paid the Penalty in this regard.
		Section 21 of SCRA, 1956 read with Clauses 36(7) of Listing Agreement (3 instances)	Penalty of Rs. 15,00,000/- (Rupees Fifteen Lakh Only) imposed under penal provisions of Section 23E of the SCRA, 1956	The company has not paid the Penalty in this regard.
		Section 21 of SCRA, 1956 read with Clauses 32 and 50 of Listing Agreement (1 instance)	Penalty of Rs. 15,00,000/- (Rupees Fifteen Lakh Only) imposed under penal provisions of Section 23E of the SCRA, 1956	The company has not paid the Penalty in this regard.
		Section 21 of SCRA, 1956 read with Clause 50 of Listing Agreement (2 instances)		



7.	SEBI	Section 19 read with sections 11(1), 11(4), and 11 B of the Securities and Exchange Board of India Act, 1992	The company and its promoter directors viz. Sh. Sandeep Jindal, Sh. Yash Paul Jindal and Sh. Rajinder Jindal have been restrained from accessing the securities market directly or indirectly and further prohibited from any kind of buying selling or otherwise dealing in securities market including units of mutual funds for a period of five years from order dated 24.08.2019.	The company's and all other noticees' demat accounts were frozen.
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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 31.03.2019	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
1.	Regulation 14 of SEBI (LODR), Regulations, 2015	The company has not paid Annual Listing fees for the past few years to BSE and NSE.	The company has not yet paid the outstanding annual listing fees.	The trading in the scrips of the Company, have been suspended.



2	Regulation 34 of SEBI (LODR), Regulations, 2015	The company has delayed in filing of Annual report for the period 2017-18, with BSE and NSE.	Penalty for non compliance is imposed by BSE and NSE both.	The trading in the scrips of the Company have been suspended.
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For Reecha Goel & Associates
Company Secretaries


(Reecha Gupta)
Prop.

FCS : 6562
C P No.: 7012

Place: Ludhiana
Date: 28.10.2020
UDIN: **F006562B001087391**