



## JINDAL COTEX LIMITED

Regd. Off. : Village Mandiala Kalan, P.O. Bija, Tehsil Khanna, Distt. Ludhiana (PB) 141412  
+91 1628 289842 CIN : L17115PB1998PLC021084  
info@sjgroup.in www.jindalcotex.com

Dated: 13.01.2023

To

The Listing Department,  
BSE Limited  
Phiroze Jeejeebhoy Towers,  
Dalal Street,  
Mumbai- 400001

The Listing Department,  
National Stock Exchange of India Ltd.,  
Exchange Plaza, C-1, Block G,  
Bandra Kurla Complex,  
Bandra (E)  
Mumbai - 400 051

Sub: Submission of Annual Secretarial Compliance Report for the financial year ended 31.03.2022

Dear Sir,

Pursuant to Regulation 24A of SEBI (Listing Obligations and Disclosures Requirements) Regulations, 2015 issued by Securities Exchange Board of India, please find enclosed Annual Secretarial Compliance Report for the financial year ended 31.03.2022, issued by M/s Reecha Goel & Associates, Practicing Company Secretaries.

Kindly find the said statement in order and take on record.

Thanking you,

Yours faithfully,  
For Jindal Cotex Limited,

(Authorised Signatory)

REECHA GOEL & ASSOCIATES  
Company Secretaries  
Opposite Sachdeva Autos, Civil Lines  
Phillaur-144410  
Mobile: 09814809461

**Secretarial Compliance Report of Jindal Cotex Limited for the year ended  
31<sup>st</sup> March, 2022**

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 31<sup>st</sup> March, 2022 ("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.	The listed entity was required to pay annual listing fees for the FY21-22 by 30.04.2021. The company had not paid listing fee to BSE and NSE.
2.	Regulation 34 of SEBI(LODR), Regulations, 2015	Delay in filing of Annual report for the period 2020-21, with BSE and NSE.	The listed entity was required to submit its annual report for the fy. 20-21, not later than the date of commencement of dispatch to its Shareholders. However the Company submitted the same on 31.12.2021.
3.	Regulation 13(3) of SEBI(LODR), Regulations, 2015	Delay in filing Statement of Investor complaints for the quarter ended 30 <sup>th</sup> September, 2021	The listed entity was required to submit its investor grievance report for the quarter ended 30.09.2021 by 21.10.2021. The company submitted its report on 18.12.2021
4.	Regulation 13(3) of SEBI(LODR), Regulations, 2015	Delay in filing Statement of Investor complaints for the quarter ended 31 <sup>st</sup> March, 2022	The listed entity was required to submit its investor grievance report for the quarter ended 31.03.2022 by 21.04.2022. The company submitted its report on 18.08.2022.
5.	Regulation 27(2) (a) of SEBI (LODR), Regulations, 2015	Delay in filing of corporate governance report for the quarter ended 30 <sup>th</sup> September, 2021	The listed entity was required to submit its corporate governance report for the quarter ended 30.09.2021 by 21.10.2021. The company submitted its report on 18.12.2021.



6.	Regulation 27(2) (a) of SEBI (LODR), Regulations, 2015	Delay in filing of corporate governance report for the quarter ended 31 <sup>st</sup> December, 2021	The listed entity was required to submit its corporate governance report for the quarter ended 31.12.2021 by 21.01.2022. However, the Company has submitted the same on 21.10.2022.
7.	Regulation 27(2) (a) of SEBI (LODR), Regulations, 2015	Delay in filing of corporate governance report for the quarter ended 31 <sup>st</sup> March, 2022	The listed entity was required to submit its corporate governance report for the quarter ended 31.03.2022 by 21.04.2022. However, the Company has submitted the same on 21.10.2022.
8.	Regulation 31 of SEBI(LODR), Regulations, 2015	Delay in filing of Shareholding Pattern for the quarter ended 30 <sup>th</sup> September, 2021.	The listed entity was required to submit its Shareholding Pattern for the quarter ended 30 <sup>th</sup> September, 2021 by 21.10.2021. But the same was submitted on 22.08.2022.
9.	Regulation 31 of SEBI (LODR), Regulations, 2015	Delay in filing of Shareholding Pattern for the quarter ended 31 <sup>st</sup> December, 2021.	The listed entity was required to submit its shareholding report for the quarter ended 31.12.2021 by 21.01.2022. The company submitted its report on 23.08.2022.
10.	Regulation 31 of SEBI (LODR), Regulations, 2015	Delay in filing of Shareholding Pattern for the quarter ended 31 <sup>st</sup> March, 2022.	The listed entity was required to submit its shareholding report for the quarter ended 31.03.2022 by 21.04.2022. The company submitted its report on 23.08.2022.
11.	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.
12.	Regulation 23(9) of SEBI (LODR), Regulations, 2015	Delay in filing of Related party disclosure for the half year ended 31 <sup>st</sup> March, 2021	The listed entity was required to submit half yearly related party disclosure within 30 days from the date of publication of its standalone



			and consolidated financial results. The due date of filing was 02.08.2021, but the same was submitted on 16.12.2021.
13.	Regulation 23(9) of SEBI (LODR), Regulations, 2015	Delay in filing of Related party disclosure for the half year ended 30 <sup>th</sup> September, 2021	The listed entity was required to submit half-yearly related party disclosure within 30 days from the date of publication of its standalone and consolidated financial results. The due date of filing was 13.12.2021, but the same was submitted on 16.12.2021.
14.	Regulation 23(9) of SEBI (LODR), Regulations, 2015	Delay in filing of Related party disclosure for the half year ended 31 <sup>st</sup> March, 2022	The listed entity was required to submit half-yearly related party disclosure within 15 days from the date of publication of its standalone and consolidated financial results. But the same was submitted on 15.09.2022.
15.	Regulation 33(3)(a) of SEBI (LODR), Regulations, 2015	Delay in submission of financial results for the quarter end 31 <sup>st</sup> March, 2021	The listed entity was required to submit within 60 days from the end of the last quarter by 30.05.2021. However, the Company submitted the same on 01.07.2021.
16.	Regulation 33(3)(a) of SEBI (LODR), Regulations, 2015	Non-compliance of filing of financial results for the quarter end 31 <sup>st</sup> March, 2022	The listed entity was required to submit within 60 days from the end of the last quarter. However, the Company has not submitted the same yet.
17.	Regulation 29(2) of SEBI (LODR), Regulations, 2015	Delay in filing of prior intimation of board meeting dated 14.02.2022	The listed entity was required to submit the prior intimation of board meeting for the consideration of financial results dated 14.02.2022. However, the Company was delayed in the submission of the same.
18.	Regulation 7(3) of SEBI (LODR), Regulations, 2015	Delay in filing of Compliance certificate for the year financial year ended 31 <sup>st</sup> March, 2022	The listed entity was required to submit within 30 days from the end of the financial year. However, the Company submitted the same on 24.08.2022.



19.	Regulation 40 (10) of SEBI (LODR), Regulations, 2015	Delay in filing of Compliance certificate for the year financial year ended 31 <sup>st</sup> March, 2022	The listed entity was required to submit Within 30 days from the end of the financial year. However, the Company submitted the same on 29.08.2022.
20.	Regulation 76 of SEBI (Depositories and Participants) Regulations, 2018	Delay in filing of reconciliation of share audit report for the quarter ended 30 <sup>th</sup> September, 2021	The listed entity was required to submit its reconciliation of share audit report for the quarter ended 30.09.2021 by 30.10.2021. The company submitted its report on 01.09.2022.
21.	Regulation 76 of SEBI (Depositories and Participants) Regulations, 2018	Delay in filing of reconciliation of share audit report for the quarter ended 31 <sup>st</sup> December, 2021	The listed entity was required to submit its reconciliation of share audit report for the quarter ended 31.12.2021 by 30.01.2022. The company submitted its report on 01.09.2022.
22.	Regulation 76 of SEBI (Depositories and Participants) Regulations, 2018	Delay in filing of reconciliation of share audit report for the quarter ended 31 <sup>st</sup> March, 2022	The listed entity was required to submit its reconciliation of share audit report for the quarter ended 31.03.2022 by 30.04.2022. The company submitted its report on 01.09.2022.
23.	The Securities Contracts (Regulation) Act, 1956	Company being suspended for more than six months i.e. from 12.03.2020 on account of non compliance with the listing requirements.  Further, NSE circular dated October 22, 2021 w.e.f. November 22, 2021 notified.	BSE vide its email dated 13.10.2020 had advised the company for payment of Annual Listing fee failing which the Company may face compulsory delisting in terms of chapter V of Delisting Regulations.  As per the circular the Company is allowed to trade in the securities only on the first trading day of every week till the Company complies and make the payment of the outstanding Annual listing fees to Exchange.

(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	Delay in filing of Annual Report for the year ended 2020-21 under Regulation 34 of SEBI(LODR), Regulations, 2015.	Fine amounting to Rs. 256000/- and Rs. 264000/- was imposed upon the company for non compliance of Regulation 34 of SEBI (LODR), Regulations, 2015 by BSE & NSE respectively.	The company has not yet paid the fine in this regard.
2.	BSE & NSE	Delay in filing of Statement of Investor complaints for the quarter ended 30 <sup>th</sup> September, 2021	Fine amounting to Rs. 58000/- was imposed upon the company for non compliance of Regulation 13(3) of SEBI (LODR), Regulations, 2015 by both BSE and NSE.	The company has not yet paid the fine in this regard.
3.	BSE & NSE	Delay in filing of Related party disclosure for the half year ended 31 <sup>st</sup> March, 2021	Fine amounting to Rs. 680000/- and Rs. 2165000/- was imposed upon the company for non compliance of Regulation 23(9) of SEBI (LODR), Regulations, 2015 by BSE and NSE respectively.	The company has not yet paid the fine in this regard.
4.	BSE & NSE	Delay in filing of Related party disclosure for the half year ended 30 <sup>th</sup> September, 2021	Fine amounting to Rs. 15000/- and Rs. 85000/- was imposed upon the company for non compliance of Regulation 23(9) of SEBI (LODR), Regulations, 2015 by	The company has not yet paid the fine in this regard.



			BSE and NSE respectively.	
5.	BSE & NSE	Delay in filing of Corporate Governance Report for the quarter ended 30 <sup>th</sup> September, 2021	Fine amounting to Rs. 116000/- was imposed upon the company for non-compliance of Regulation 27(2) of SEBI (LODR), Regulations, 2015 by both BSE and NSE.	The company has not yet paid the fine in this regard.
6.	BSE & NSE	Non-submission of Corporate Governance Report for the quarter ended 31 <sup>st</sup> December, 2021	Fine amounting to Rs. 224000/- and Rs. 220000 was imposed upon the company for non-compliance of Regulation 27(2) of SEBI (LODR), Regulations, 2015 by BSE and NSE respectively.	The company has not yet paid the fine in this regard.
7.	BSE & NSE	Delay in filing of Financial Results for the financial year ended 31 <sup>st</sup> March, 2021	Fine amounting to Rs. 155000/- and Rs. 5000 was imposed upon the company for non-compliance of Regulation 33 of SEBI (LODR), Regulations, 2015 by BSE and NSE respectively.	The company has not yet paid the fine in this regard.
8.	BSE & NSE	Non-compliance of Shareholding Pattern report for the quarter ended 30.09.2021	Fine amounting to Rs. 408000/- was imposed upon the company for non-compliance of Regulation 31 of SEBI (LODR), Regulations, 2015 by both BSE and NSE.	The company has not yet paid the fine in this regard
9.	BSE & NSE	Non-compliance of Shareholding Pattern report for the quarter ended 31.12.2021	Fine amounting to Rs. 220000/- was imposed upon the company for non-compliance of Regulation 31 of SEBI (LODR), Regulations, 2015 by	The company has not yet paid the fine in this regard



			both BSE and NSE	
10.	BSE & NSE	Non-appointment of qualified Company Secretary as compliance officer of the company.	Fine amounting to Rs. 365000/- imposed upon the company for non compliance of Regulation 6(1) of SEBI (LODR), Regulations, 2015 in FY 2021-22 by both BSE and NSE.	The company has not yet paid the fine in this regard
11.	BSE & NSE	Non compliance regarding payment of Annual Listing fees.	Annual Listing Fee for FY 2021-22 amounting to Rs. 295000/- and Rs. 342200/- 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 of FY 2021-22 and earlier is pending too.

(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 31.03.2021	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 had paid listing fee in part to BSE and NIL to NSE.	The trading in the scrips of the Company have been suspended. But as per the NSE circular dated October 22, 2021 notified w.e.f November 22, 2021, the Company is allowed to trade only on the first trading day of every week till the Company complies and makes



				payment of the outstanding Annual listing fee to the Exchange.
2.	Regulation 34 of SEBI(LODR), Regulations, 2015	The company has delayed in filing of Annual report for the period 2019-20, with BSE and NSE.	The company not paid the fine	The trading in the scrips of the Company have been suspended.
3.	Regulation 13(3) of SEBI(LODR), Regulations, 2015	Delay in filing Statement of Investor complaints for the quarter ended 30 <sup>th</sup> June, 2020	The company not paid the fine.	The company has not yet paid the Penalty in this regard.
4.	Regulation 31 of SEBI (LODR), Regulations, 2015	Delay in filing of Shareholding Pattern for the quarter ended 30 <sup>th</sup> June, 2020.	The company not paid the fine.	The company has not yet paid the Penalty in this regard.
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 company not paid the fine.	The company has not yet paid the Penalty in this regard.
6.	Regulation 23(9) of SEBI (LODR) Regulation, 2015	The Company has not filed the said regulation yet for the half year ended 30 <sup>th</sup> September, 2020	The Company not paid the fine.	The Company submitted the Related party disclosure on 16.09.2022. However, the company has not yet paid the fine in this regard.



7.	SEBI Act, 1992 and SCRA, 1956	Violation of 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.	The company has not yet paid the Penalty in this regard.
		Violation of 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.	The company has not yet paid the Penalty in this regard.
		Violation of Section 21 of SCRA, 1956 read with Clauses 32 and 50 of Listing Agreement (1 instance)	The company has not paid the Penalty in this regard.	The company has not yet paid the Penalty in this regard.



		Violation of Section 21 of SCRA, 1956 read with Clause 50 of Listing Agreement, (2 instances) Penalty of Rs. 15,00,000/- (Rupees Fifteen Lakh Only) imposed under penal provisions of Section 23E of the SCRA, 1956		
8.	SEBI Act, 1992	Violation of 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.	The company's and all other noticees' demat accounts remain frozen.



(e) In terms of SEBI Circular No. CIR/CFD/CMDI/114/2019 dated October 18, 2019 SEBI had inter alia required the listed entity to amend the terms of appointment of its statutory auditors in terms of clauses 6(A) and 6(B) of the said circular. In this regard I report that there was no event of appointment/reappointment/resignation of statutory auditor of the listed entity during the review Period and the terms of appointment of its existing statutory auditor includes the conditions mentioned in clauses 6(A) and 6(B) of the said circular.

  
For Rachna Goel & Associates  
Company Secretaries  
(Rachna Gupta)  
Prop.  
FCS : 6362  
C P No.: 7012

Place: Phillaur  
Date: 04.01.2023  
UDIN: **F006562D002874207**