



SANJAY DHOLAKIA & ASSOCIATES

BCOM LLB FCS

COMPANY SECRETARIES

GP 15, 2nd Floor, Raghuleela Mall, Behind Poinur Bus Depot, Kandivali (West), Mumbai - 400 067.
☎ : 2807 3233 / 49713233 / 98700 31365 • E-mail : sanjayrd65@gmail.com / sanjay@srdholakia.com

ANNEX-A

Secretarial Compliance Report pursuant to Regulation 24A SEBI (LODR), Regulations, 2015 & SEBI Circular dated Feb. 8, 2019 of **PIONEER EMBROIDERIES LIMITED** for the year ended 31st March, 2021.

I Sanjay Dholakia, Practising Company Secretary have examined:

- (a) All the documents and records made available to us and explanation provided by Pioneer Embroideries Limited (“the listed entity”),
- (b) The filings / submission made by the listed entity to the stock exchanges,
- (c) Website of the listed entity,

For the year ended (“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 Contract (Regulation) Act ,1956 (“SCRA”) , rules made thereunder and the Regulation , circulars , guidelines issued thereunder by the Securities and Exchange Board of India (“SEBI Act”);

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 Requirement) Regulations ,2015;
- (b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirement) Regulations ,2018;
- (c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- (d) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;
- (e) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;(Not Applicable during the period).
- (f) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (g) Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018
And circulars / guidelines issued thereunder.

Note: The aforesaid list of SEBI regulations is only the list of Regulations which were applicable to the Company during the year under review.



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And based on the above examination, Iherby 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
	NIL	NIL	NIL

- (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 /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.
	NIL	NIL	NIL	NIL

Further we have to state that in the last year's report issued for the year ended 31st March, 2020, we have made the following observations

Sr. No.	Compliance Requirement (Regulations/Circulars/Guidelines including specific clause)	Deviations	Observations /Remarks Of The Practicing Company Secretary
1.	Regulation 23 of LODR	Not filed the Related Party Transactions for the half year ended 30 th September, 2019	The Company has not filed the RPT for the half year ended 30 th September, 2019 with BSE Limited.
2.	BSE Circular No. LIST/COMP/40/2018-19 dated 08th February, 2019	Non filing of Annual Report in XBRL mode with BSE Limited for FY 31.03.2019	As per BSE Circular dated 8 th February, 2019 the Company has not filed the Annual Report for FY 208-19 in XBRL mode. However the PDF versions was filed.

We have to state that both the above defaults were made good by the company by filing the required things with the Stock Exchanges where the Company's shares are listed.



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Further we have to state that we have not carried out the physical inspection of any records maintained by the Company due to prevailing lock down conditions owing to COVID 2019 across the country. We have relied on the records as made available by the Company by digital mode and also on the Management Representation Letter issued by the Company.

For SANJAY DHOLAKIA & ASSOCIATES

SANJAY
RASIKLAL
DHOLAKIA

Digitally signed by
SANJAY RASIKLAL
DHOLAKIA
Date: 2021.05.18
15:08:37 +05'30'

(SANJAY DHOLAKIA)

Practicing Company secretary

Proprietor

Place: Mumbai

Date: 18th May, 2021

FCS 2655 CP 1798

UDIN: F002655C000340003