



**Vandana  
Knitwear Limited**

(formerly known as Trendy Knitwear Limited) CIN : L18101RJ1995PLC072122  
Bhandari Plaza, 2nd Floor, Opp. Nagar Parishad, Rajendra Marg Road, Bhilwara Rajasthan - 311001 I : Tel : 01482 - 297961

Date: 26.05.2022

To,  
The Manager  
Department of Corporate Services  
BSE Limited  
P. J. Towers,  
Dalal Street, Fort,  
Mumbai – 400 001

**Scrip code: 532090**

Dear Sir,

**Sub: Annual Secretarial Compliance Report for the financial year ended 31<sup>st</sup> March 2022**

Pursuant to Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI's Circular No. CIR/CFD/CMD1/27/2019 dated February 08, 2019, we have enclosed herewith the Annual Secretarial Compliance Report issued by Suhas Bhattbhatt for the year ended March 31, 2022.

You are requested to kindly take note of the same.

**For Vandana Knitwear Limited**

  
**Naresh Kumar Gattani**  
**Managing Director**  
**DIN: 00125231**





Office No. 1 : 520, Grand K 10, Opp. Honest Restaurant, Nr. Genda Circle, Vadodara - 390007.  
Phone No.: 0265-2969504, Mobile : 9824250787 Email : cssuhasb@gmail.com

**SECRETARIAL COMPLIANCE REPORT OF  
VANDANA KNITWEAR LIMITED  
FOR THE YEAR ENDED 31<sup>ST</sup> MARCH, 2022**  
[Pursuant to SEBI Circular CIR/CFD/CMD1/27/2019 dated 8<sup>th</sup> February 2019]

We, M/s. S Bhattbhatt & Co., Practising Company Secretaries, have examined:

- all the documents and records made available to us and the explanation provided by **Vandana Knitwear Limited** ("the listed entity"),
- the filings/submissions made by the listed entity to the stock exchanges,
- website of the listed entity,
- 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 in respect of compliance with the provisions of :

- the Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, and guidelines issued thereunder; and
- the Securities Contracts (Regulation) Act, 1956 ("SCRA"), rules made thereunder and the Regulations, circulars, and 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:-

- The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; **Not applicable during the period under review**
- The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; **Not applicable during the period under review**
- The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; **Not applicable during the period under review**
- Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **Not applicable during the period under review**
- The Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013; **Not applicable during the period under review**
- The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;



(i) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993, **Not applicable during the period under review**

(j) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009; **Not applicable during the period under review**

(k) The Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018/1996

and the circulars/ guidelines issued thereunder;

and based on the above examination, we 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	Regulation 33(1)(d) of SEBI (LODR) Regulations, 2015	The Statutory Auditor is not holding a Peer review Certificate.	The Statutory auditors of the company are not holding a peer review Certificate issued by the Peer review Board of the Institute of Chartered Accountants of India.
2	Regulation 47 of SEBI (LODR) Regulations, 2015	Advertisement in Newspaper	The Company has not published information in Newspapers as required in regulation of SEBI (LODR) Regulations 2015.

(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 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:

(c)

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			N.A	

No other actions were taken against the listed entity/its promoters/ directors/material subsidiaries either by SEBI or Stock Exchange (including under the Standard Operating Procedures issued by SEBI through various circular) under the aforesaid Acts/Regulations and circulars/guidelines issued thereunder.



(d) The listed entity has taken the following actions to comply with the observations made in previous reports:

Sr. No.	Observations of the Previous practicing Company Secretary in Previous reports	Observations made in the secretarial compliance report for the year ended 2020 and 2021.	Action taken by the listed entity, if any	Comments of Practicing Company Secretary on the actions taken by the listed entity
1	Regulation 14 of SEBI(LODR) Regulations, 2015	Non Payment of Listing fees for the year 2020-2021	The company has paid fees for the year 2020-2021	The Company has paid Annual Listing Fees to Stock Exchange for the year 2020-2021.
2	Regulation 33(1)(d) of SEBI (LODR) Regulations, 2015	The Statutory Auditor is not holding a Peer review Certificate.	No Action Taken	The Statutory auditors of the company are not holding a peer review Certificate issued by the Peer review Board of the Institute of Chartered Accountants of India.
3	Regulation 46 of SEBI (LODR) Regulations, 2015	The Company has not maintained a Functional Website properly as per the requirements of the Regulations.	The Company has started a new website.	The Company has started a new website <a href="http://www.vandanaknitwear.com">www.vandanaknitwear.com</a> and Company has published all information related to the Annual report, Corporate governance and shareholding pattern etc. on the website of the company.
4	Regulation 47 of SEBI (LODR) Regulations, 2015	Advertisement in Newspaper	No Action Taken	The Company has failed to publish Information related to Notice of AGM, Financial Result in Newspaper through Advertisement.

Date: 25.05.2022  
Place: Vadodara

For S Bhattbhatt & Co.  
Practicing Company Secretaries

  
Suhanshu Bhattbhatt  
(Proprietor)  
ACS No.: 11975  
CP No.: 10427



UDIN: A011975D000386646