

Sarla Performance Fibers Ltd.

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CIN : L31909DN1993PLC000056



www.sarlafibers.com

22nd June, 2021

Ref: SPFL/SE/2021-22

To,

BSE Limited

Phiroze Jeejeebhoy Towers,

Dalal Street, Fort, Mumbai - 400001

Security Code: 526885

ISIN: INE453D01025

National Stock Exchange of India Limited

Exchange Plaza, 5th Floor, Bandra Kurla

Complex, Bandra (East), Mumbai - 400051

Symbol: SARLAPOLY

ISIN: INE453D01025

Dear Sir/Madam,

Subject: Annual Secretarial Compliance Report for the year ended March 31, 2021 as per Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations")

Pursuant to Regulation 24A of the Listing Regulations read with SEBI Circular No. CIR/CFD/CMD1//27/2019 dated February 8, 2019, please find enclosed the annual secretarial compliance report for the year ended March 31, 2021.

This is for your information and records

Thanking you,

Yours Truly,

For Sarla Performance Fibers Limited

A handwritten signature in black ink, appearing to read "Mahendra Sheth", is written over a horizontal line.

Mahendra Sheth

CFO and Company Secretary



Regd. Off. & Works 1:
Survey No. 59/1/4,
Amlil Piparia Industrial Estate,
Silvassa - 396 230,
U.T. Dadra & Nagar Haveli

Works 2:
Survey No. 64/2/3/4,61/1,61/2,62/5,63/5,63/7,
Amlil Piparia Industrial Estate,
Silvassa - 396 230,
U.T. Dadra & Nagar Haveli

Vapi Works:
Shed No. A1/48,
100 Sheds Area,
GIDC, Vapi - 396 195
(Gujarat)

Works 3 :
Survey No. 213/P,
Plot No. 11 & 12,
Dadra - 396 191,
U.T. Dadra & Nagar Haveli.



Agrawal Mundra & Associates

Company Secretaries

SECRETARIAL COMPLIANCE REPORT OF
SARLA PERFORMANCE FIBRES LIMITED FOR THE YEAR ENDED
MARCH 31, 2021

We M/S. Agrawal Mundra & Associates, Company Secretaries have examined:

- all the documents and records made available to us and explanations provided by **Sarla Performance Fibres 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 March 31, 2021 ("Review Period") in respect of compliance with the provisions of:

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

- Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 (during the period under review not applicable to the Company);
- Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 (during the period under review not applicable to the Company);
- Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 (during the period under review not applicable to the Company);
- Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 (during the period under review not applicable to the Company);
- Securities and Exchange Board of India (Issue and Listing of Non- Convertible and



Redeemable Preference Shares) Regulations, 2013 (during the period under review not applicable to the Company);

(h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

and 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 13(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015	Delay in submission of Statement of Investor Compliant for the quarter ended March 2020 with National Stock Exchange	The due date for the said compliance for the quarter ended March 2020 was May 15, 2020. However, the said submission was done on May 21, 2020 and fine of INR 4720/- was levied by National Stock Exchange.
2.	Regulation 31 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015	Delay in submission of Shareholding Pattern for the quarter ended March 2020 with National Stock Exchange and Bombay Stock Exchange	The due date for the said compliance for the quarter ended March 2020 was May 15, 2020. However, the said report was submitted on May 18, 2020 and fine of INR 2360/- each was levied by National Stock Exchange and Bombay Stock Exchange
3.	Regulation 40(9) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015	Delay in submission of Compliance certificate w.r.t. transmission or transposition of securities for the half year ended September 2020	The due date for the said compliance for the half year ended on Sep 30, 2020 was October 30, 2020. However, the said report was submitted on December 09, 2020. No fine was imposed by the stock exchanges. Further, no explanation has been



			provided by the listed entity.
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(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 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.	NSE Limited vide their letter dated June 02, 2020	Notice for non-compliance of Listing Regulation 31 of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 for the Quarter ended March 2020	Fine of Rs. 2360/-levied by NSE Limited.	The listed entity in its letter dated June 18, 2020 in response to the NSE letter stated that the delay has been happened due to lockdown under Covid-19 pandemic. Accordingly, listed entity's request for waiver of fines is pending before the appropriate forum for consideration.
2.	NSE Limited vide their letter dated June 02, 2020	Notice for non-compliance of Listing Regulation 13(3) of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 for the Quarter ended March 2020	Fine of Rs. 4720/-levied by NSE Limited.	
3.	BSE Limited vide their letter dated Sep 04, 2020	Notice for non-compliance of Listing Regulation 13(3) of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 for the Quarter ended March 2020	Fine of Rs. 2360/-levied by BSE Limited.	

(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... (The years are to be mentioned)	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
NIL				

Note: Due to lockdown under COVID-19, Certification on this Secretarial Compliance Report is done on the basis of documents made available to us in electronic form (i.e. scanned documents sent through e-mail) by the Secretarial Team of the Company and such documents will be verified physically after the lockdown is lifted.

For Agrawal Mundra & Associates,
Company Secretaries
(ICSI Unique Code P2019MP077600)



Aditya Agrawal
Partner



M. No. 57913
CP No. 22030

Place: Mumbai
Date: June 19, 2021

UDIN: A057913C000487861

Note: This report is to be read with our letter of even date which is annexed as 'Annexure A' and forms an integral part of this report.



Agrawal Mundra & Associates

Company Secretaries

To,
SARLA PERFORMANCE FIBERS LIMITED,
Survey Mo 59/1/4, Amlī Pipariā Industrial Estate,
Silvassa, DN-396230 IN.

Our report of even date is to be read along with this letter.

- 1) Maintenance of record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these records based on our verification of the same.
- 2) We have followed the practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. We believe that the processes and practices we followed provide a reasonable basis for our opinion.
- 3) We have not verified the correctness and appropriateness of financial records and Books of Accounts of the Company.
- 4) Wherever required, we have obtained the Management representation about the compliance of SEBI laws, rules and regulations thereof.
- 5) The compliance of the provisions of SEBI laws, rules, regulations is the responsibility of management. Our examination was limited to the verification of compliances done by the Company.
- 6) As regards the books, papers, forms, reports and returns filed by the Company under the abovementioned regulations, the adherence and compliance to the requirements of the said regulations is the responsibility of management. Our examination was limited to checking the execution and timeliness of the filing of various forms, reports, returns and documents that need to be filed by the Company under the said regulations. We have not verified the correctness and coverage of the contents of such forms, reports, returns and documents.
- 7) This report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company

For **Agrawal Mundra & Associates,**
Company Secretaries (ICSI Unique Code P2019MP077600)


Aditya Agrawal
Partner
M. No. 57913
CP No. 22030



Place: Mumbai
Date: June 19, 2021

UDIN: A057913C000487861