

Sarla Performance Fibers Ltd.

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CIN : L31909DN1993PLC000056



www.sarlafibers.com

Date: May 30, 2022

To,
The Manager,
Listing Department,
National Stock Exchange of India Ltd.,
Exchange Plaza,
Bandra Kurla Complex, Bandra (East),
Mumbai - 400051

Corporate Services Department
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street
Mumbai - 400001

Symbol: SARLAPOLY

Security Code: 526885

Dear Sir/ Mam,

Sub: Submission of Annual Secretarial Compliance Report for the financial year ended March 31, 2022

Ref: SEBI Circular No. CIR/CFD/CMD1/27/2019 dated February 08, 2019

In terms of Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. CIR/CFD/CMD1/27/2019 dated February 08, 2019, please find enclosed herewith Annual Secretarial Compliance Report for the financial year ended March 31, 2022, issued by CS Mayank Arora, Proprietor of M/s. Mayank Arora & Co., Company Secretaries. You are requested to take the same on your record.

Kindly take the same on record.

For Sarla Performance Fibers Limited


(Neha Somani)

Company Secretary & Compliance Officer



Encl: A/a.

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

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

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 Havelli.

MAYANK ARORA & Co.

COMPANY SECRETARIES

Secretarial Compliance Report of Sarla Performance Fibers Limited for the Financial Year ended March 31, 2022

I, Mayank Arora, Practicing Company Secretary, proprietor of M/s. Mayank Arora & Co., Company Secretaries have examined:

- (a) all the documents and records made available to us and explanation provided by M/s. Sarla Performance Fibers 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 March 31, 2022 ("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 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:-

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



- (g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013; **not applicable to the Company during the period under review;**
- (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (i) Securities and Exchange Board of India (Depositories and Participants) Regulations, 1996 and Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018;
- And circulars/ guidelines issued thereunder;

and based on the above examination, I/We hereby report that, during the Review Period:

- (a) The listed entity has generally 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 17(1)(c) of SEBI (LODR) Regulations, 2015 - Board of Directors	The board of Directors of the top 2000 listed entities shall comprise of not less than six Directors.	The numbers of Directors were less than six from 19 th July 2021 till 12 th February 2022. The Company was able to appoint the Director on 12 th February, 2022. Further, the penalty of Rs. 4,36,600/- each were levied by Bombay Stock Exchange and National Stock Exchange.
2.	Regulation 23(9) of SEBI (LODR) Regulations, 2015 - Related Party Transactions	The listed entity shall submit to the stock exchanges disclosures of related party transactions every six months within fifteen days from the date of publication of its standalone and	The Company failed to upload disclosures regarding Related Party Transactions within fifteen days from the date of publication of financials. For the quarter ended 31 st



		consolidated financial results.	<p>March, 2021, the Audited Financials were published on 25/06/2021, however disclosure regarding Related Party Transactions were uploaded on Stock Exchange on 31/07/2021.</p> <p>Further, for the quarter ended 30th September, 2021, the Financials were published on 30/10/2021, however disclosure regarding Related Party Transactions were uploaded on Stock Exchange on 12/01/2022.</p> <p>Further, the penalty of Rs. 29,500/- each were levied by Bombay Stock Exchange and National Stock Exchange for the quarter ended 31st March, 2021 which was duly paid by the Company and penalty of Rs. 2,59,600/- each is being levied by Bombay Stock Exchange and National Stock Exchange for the quarter ended 30th September, 2021.</p>
3.	Regulation 7(3) of SEBI (LODR) Regulations, 2015 - Share Transfer Agent	The listed entity shall submit a compliance certificate to the exchange, duly signed by both the compliance officer of the listed entity and the authorized representative of the share transfer agent, within thirty days from the end of the financial year.	<p>The Compliance Certificate is not being found on National Stock Exchange for the Financial Year ended 2020-21.</p> <p>However the said Certificate was uploaded on the BSE Ltd website.</p>
4.	Regulation 40(9) of SEBI	The listed entity shall	The Compliance Certificate



	(LODR) Regulations, 2015 -Transfer or Transmission or Transposition of securities	ensure that the share transfer agent and/or the in-house share transfer facility, as the case may be, produces a certificate from a practicing company secretary within thirty days from the end of the financial year, certifying that all certificates have been issued within thirty days of the date of lodgment for transfer, subdivision, consolidation, renewal, exchange or endorsement of calls/allotment monies.	is not being found on National Stock Exchange for the Financial Year ended 2020-21.
5.	Regulation 31(4) of SEBI (SAST) Regulations, 2011 - Disclosure of encumbered shares	The promoter of every target company shall declare on a yearly basis that he, along with persons acting in concert, has not made any encumbrance, directly or indirectly, other than those already disclosed during the financial year within 7 working days of end of the Financial Year to the Stock Exchange	There are no disclosures being done on the Stock Exchanges for the same.
6.	SEBI (PIT) Regulations, 2015 - Intimation of Trading Window Closure	The intimation of the Trading Window Closure has to be done on the Stock Exchange before Quarter end every quarter.	The Company has delayed in intimating the Trading Window Closure for the Quarter ended 31st December, 2021.

- (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) Action taken against the listed entity/its promoters/Director/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 : NIL
- (d) The reporting of actions by the listed entity to comply with the observations made in previous reports does not arise during the Review Period,



Sr. No.	Observations of the Practicing Company Secretary in the previous reports	Observations made in the secretarial compliance report for the year ended 31.03.2022	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
1.	<p>According to Regulation 13(3) SEBI (Listing Obligations and Disclosure Requirements) Regulations. 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 a fine of Rs. 4720/- was levied by National Stock Exchange.</p>	<p>The Company has done the required Compliance on time during the year under review.</p>	<p>The Company complied with the said regulation.</p>	<p>The Company has complied with the said Compliance in the reporting Financial year.</p>
2.	<p>According to Regulation 31 SEBI (Listing Obligations and Disclosure Requirements) Regulations. The due date of 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 Rs. 2360/- each was levied by National Stock Exchange and Bombay Stock Exchange.</p>	<p>The Company has done the required Compliance on time during the year under review.</p>	<p>The Company complied with the said regulation.</p>	<p>The Company has complied with the said Compliance in the reporting Financial year.</p>
3.	<p>According to Regulation 40(9) SEBI (Listing Obligations and Disclosure Requirements) Regulations. The due date for the said compliance for the half year ended on Sep 30, 2020 was October 30, 2020. However, the said</p>	<p>The Compliance Certificate is not being found on National Stock Exchange for the Financial Year ended 2020-21.</p>	<p>The Company is in the process of finding the acknowledgements pertaining to the same.</p>	<p>The Company is in the process of finding the acknowledgements pertaining to the same.</p>



report was submitted on December 09, 2020.			
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Date: 24/05/2022

Place: Mumbai

UDIN: F010378D000390483

For Mayank Arora & Co.
Company Secretaries

Mayank Arora
Proprietor

C.P. No. 13609

PR No. 679/2020

