Ref: KTL/CS/Secretarial Compliance Report/2019-20  Date: 29-07-2020

Corporate Relationship Division,
Bombay Stock Exchange Limited,
P J Towers,
Dalal Street,
Mumbai - 400 001.
PH : (022)-22721233/34

Scrip Code: 530201

Dear Sir/Madam,


You are requested to take the information on your records.

Thanking you,

Yours sincerely,

For Kallam Textiles Limited,

Nandan Bisoi
Company Secretary & Compliance Officer
ACS -54169
Annual Secretarial Compliance Report of
KALLAM TEXTILES LIMITED
(Formerly known as “Kallam Spinning Mills Limited”)
For The Year Ended 31.03.2020
[Pursuant to Regulation 24A of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015]

To
M/s KALLAM TEXTILES LIMITED,
N.H.5, Chowdavaram,
Guntur.

We K. Srinivasa Rao & Naga Raju Associates, Company Secretaries, Vijayawada have examined:

(a) all the documents and records made available to us and explanation provided by M/s KALLAM TEXTILES LIMITED (Formerly known as “KALLAM SPINNING MILLS LIMITED”) (CIN:L18100AP1992PLC013860) (“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 31.03.2020 (“Review Period” i.e 01.04.2019 to 31.03.2020) 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 as there was no reportable event during the financial year under review

(e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;

(f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008: Not Applicable as there was no reportable event during the financial year under review

(g) Securities and Exchange Board of India (Issue and Listing of Non Convertible and Redeemable Preference Shares) Regulations, 2013: Not Applicable as there was no reportable event during the financial year under review

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

(i) other regulations as applicable and circulars/guidelines issued thereunder;

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

K.SRINIVASA RAO & NAGA RAJU ASSOCIATES COMPANY SECRETARIES
(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:

<table>
<thead>
<tr>
<th>Sr.No</th>
<th>Compliance Requirement (Regulations/circulars / guidelines including specific clause)</th>
<th>Deviations</th>
<th>Observations/ Remarks of the Practicing Company Secretary</th>
</tr>
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<td></td>
<td>-NIL-</td>
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</table>

(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:

<table>
<thead>
<tr>
<th>Sr.No</th>
<th>Action taken by</th>
<th>Details of violation</th>
<th>Details of action taken E.g, fines, warning letter, debarment, etc</th>
<th>Observations/ remarks of the Practicing Company Secretary, if any.</th>
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</table>

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

<table>
<thead>
<tr>
<th>Sr. No</th>
<th>Observations of the Practicing Company Secretary in the previous reports</th>
<th>Observations made in the secretarial compliance report for the year ended</th>
<th>Actions taken by the listed entity, if any</th>
<th>Comments of the Practicing Company Secretary on the actions taken by the listed entity</th>
</tr>
</thead>
<tbody>
<tr>
<td>1.</td>
<td><strong>The Company has not appointed a qualified company secretary as the compliance officer up to 28th September 2018.</strong></td>
<td>31.03.2019</td>
<td>The Company has appointed a qualified company secretary as the compliance officer w.e.f 29th September 2018</td>
<td>The Company has appointed a qualified company secretary as the compliance officer w.e.f 29th September 2018</td>
</tr>
</tbody>
</table>

This Report is to be read with our letter of even date annexed herewith and forms an integral part of this Report.

Place: Vijayawada
Date: 29.07.2020

For K. Srinivasa Rao & Naga Raju Associates
Company Secretaries

CS. Naramsetti Venkata Siva Naga Raju
Partner
ACS: 37767 C P No.:14940
UDIN: A037767B000522284
ANNEXURE

To
M/s KALLAM TEXTILES LIMITED
N.H.5, Chowdavaram
Guntur.

The Secretarial Compliance Report of even date is to be read along with this letter.

1. Maintenance of secretarial records under regulations, circulars and guidelines prescribed under the Securities and Exchange Board of India Act, 1992 (SEBI ACT) and the Securities Contracts (Regulation) Act, 1956 (SCRA) rules made thereunder and Regulations, circulars and guidelines issued thereunder by SEBI, is the responsibility of the management of the listed entity. Our responsibility is to express an opinion on these records based on our audit.

2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of these records. The verification was done to ensure that correct facts are reflected in the said 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 Account of the listed entity

4) Where ever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.

5) The compliance of the provisions of SEBI ACT and SCRA, and regulations, circulars and guidelines prescribed thereunder, is the responsibility of management. Our examination was limited to the verification of documents and records made available to us and explanations provided to us with respect to the practices and processes followed in matters relating to this Report.

6) The Secretarial Compliance Report is neither an assurance as to the future viability of the listed entity nor of the efficacy or effectiveness with which the management has conducted the affairs of the listed entity.

Place: Vijayawada
Date: 29.07.2020

For K.Srinivasa Rao & Naga Raju Associates
Company Secretaries

CS. Naramsetti Venkata Siva Naga Raju
Partner
ACS: 37767 C P No.:14940
UDIN: A037767B00052284