



July 27, 2020

To,
The Manager
The Department of Corporate Services,
BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai – 400 001

Sub: Annual Secretarial Compliance Report for the year ended March 31, 2020. Ref.: Vishal Fabrics Limited, Scrip Code: 538598, Security ID: VISHAL

Dear Sir/Ma'am,

In terms of clause 3 (b) (iii) of SEBI Circular No.: CIR/CFD/CMD1/27/2019 dated February 8, 2019, we submit herewith the Annual Secretarial Compliance Report of the Company for the year ended March 31, 2020, issued by K. Jatin & Company, Practicing Company Secretaries.

The said report is also available on Company's website www.vishalfabricsltd.com

You are requested to kindly take the above information on records.

Thanking You,

Yours Faithfully,

For Vishal Fabrics Limited

Deepak Vyas

Company Secretary



Encl:a/a

Corporate Office:

Shanti Corporate House, Nr. Hira Rupa Hall, Bopal-Ambli Rd, Bopal, Ahmedabad - 380058, Gujarat, India. Ph:+91 6359701763 | 6359701796 Registered Address:

Ranipur, Narol road, Ahmedabad - 382405, Gujarat, India.

denim@chiripalgroup.com | info.vfl@chiripalgroup.com | www.vishalfabricsltd.com | CIN: L17110GJ1985PLC008206

307, Abhijyot Square, B/h. Divya Bhaskar, S. G. Highway, Ahmedabad - 380 051. Gujarat, INDIA

Contact : +91-79-489 44 6 55 E - mail : cskjco@gmail.com



SECRETARIAL COMPLIANCE REPORT OF VISHAL FABRICS LIMITED

FOR THE YEAR ENDED 31St MARCH, 2020

We Jatin Harishbhai Kapadia have examined:

- (a) all the documents and records made available to us and explanation provided by Vishal Fabrics 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, 2020 ("Review Period") in respect of compliance with the provisions of:

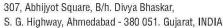
- (a) the Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued thereunder; and
- (b) the Securities Contracts (Regulation) Act, 1956 ("SCRA"), rules made thereunder and the Regulations, circulars, guidelines issued thereunder by the Securities 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 during the year under reviewed*;
- (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 *Not Applicable during the year under reviewed*;
- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 *Not Applicable during the year under reviewed*;
- (g) Securities and Exchange Board of India(Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013 *Not Applicable during the year under reviewed*;
- (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

and circulars/ guidelines issued thereunder;

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



Contact: +91-79-489 44 6 55 E-mail: cskjco@gmail.com



(a) The listed entity has complied with the provisions of the above Regulations and circulars/guidelines issued thereunder, <u>except</u> in respect of matters specified below:-

Sr.No	Compliance Requirement (Regulations/ circulars / guidelines including specific clause)	Deviations	Observations/ Remarks of the Practicing Company Secretary
	N A		Secretary

- (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.		
N.A						

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

Sr.	Observations	Observations made	Actions taken	Comments of the		
No.	of the	in the secretarial	by the listed	Practicing		
	Practicing	compliance report	entity, if any	Company		
	Company	for the year		Secretary on the		
	Secretary in	ended		actions taken by		
	the previous	(The years are to be		the listed entity		
	reports	mentioned)				
N.A						

K. JATIN & CO., (COMPANY SECRETARY) (UCN:S2017GJ508600)

DATE: JULY 24, 2020 PLACE: AHMEDABAD UDIN: A026725B000500902 JATIN & CO

UCN:

S2017GJ508600 *JATIN

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Onnoany Secretaria

ATINBHAT HARISHBHAT KAPADTA COMPANY SECRETARY

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