



**SHARP INDIA LIMITED**

Registered Office & Factory  
Gat.no. 686/4, Koregaon Bhima, Tal. Shirur  
Dist. : Pune : Pin : 412 216  
Phones : (02137) 670000/01/02  
Fax : (02137) 252453  
Website: www.sharpindialimited.com  
CIN : L36759MH1985PLC036759  
Email ID: secretarial@sil.sharp-world.com

29/05/2024

To,

Corporate Relationship Dept  
Bombay Stock Exchange Limited  
25<sup>th</sup> Floor, P. J .Towers, Dalal Street,  
Fort, Mumbai 400001

**Company Script Code No. : 523449**

**Dear Madam/Sir,**

**Subject: Submission of Annual Secretarial Compliance Report for the year ended March 31, 2024 as per regulation 24A of SEBI (Listing Obligation and Disclosure Requirement) Regulation, 2015.**

Dear Madam/Sir,

Pursuant regulation 24A of SEBI (Listing Obligation and Disclosure Requirement) Regulation, 2015 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, 2024 issued by SVD & Associates, Practicing Company Secretaries.

**We request you to take a note of the same and take it on your record.**

Thanking you.

Yours Faithfully,

For **SHARP INDIA LIMITED**

Srirang Mahabhwat  
Company Secretary  
Membership No.- A28750  
Encl : a/a.

## Secretarial Compliance Report of Sharp India Limited for the year ended March 31, 2024

We, SVD & Associates, Company Secretaries, have examined:

- (a) all the documents and records made available to us and explanation provided by Sharp India 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, 2024 ("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 ("SEBI LODR");
- (b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 **(not applicable to the listed entity during the Review Period)**;
- (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 listed entity during the Review Period);**
- (e) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 **(not applicable to the listed entity during the Review Period);**
- (f) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021 **(not applicable to the listed entity during the Review Period);**
- (g) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (h) Securities and Exchange Board of India (Depositories and Participant Regulation), 2018;


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 in **Annexure I**:
- (b) The listed entity has taken the actions as specified in **Annexure II** to comply with the observations made in previous reports:
- (c) We hereby report that, during the review period the compliance status of the listed entity with the following requirements:

Sr. No.	Particulars	Compliance Status (Yes/No/ NA)	Observations/ Remarks by PCS
1	<b>Secretarial Standards:</b> The compliances of the listed entity are in accordance with the applicable Secretarial Standards (SS) issued by the Institute of Company Secretaries of India (ICSI).	Yes	Nil
2	<b>Adoption and timely updation of the Policies:</b> <ul style="list-style-type: none"> <li>• All applicable policies under SEBI Regulations are adopted with the approval of board of directors of the listed entities</li> <li>• All the policies are in conformity with SEBI Regulations and has been reviewed &amp; timely updated as per the regulations/ circulars/ guidelines issued by SEBI</li> </ul>	Yes  Yes	Nil



3	<b>Maintenance and disclosures on Website:</b> <ul style="list-style-type: none"> <li>The Listed entity is maintaining a functional website</li> <li>Timely dissemination of the documents/ information under a separate section on the website</li> <li>Web-links provided in annual corporate governance reports under Regulation 27(2) are accurate and specific which re- directs to the relevant document(s)/ section of the website</li> </ul>	Yes Yes Yes	Nil
4	<b>Disqualification of Director:</b> None of the Director of the Company are disqualified under Section 164 of Companies Act, 2013	Yes	Nil
5	<b>Details related to Subsidiaries of listed entities</b> (a) Identification of material subsidiary companies (b) Requirements with respect to disclosure of material as well as other subsidiaries	NA NA	The Company does not have any subsidiaries.
6	<b>Preservation of Documents:</b> The listed entity is preserving and maintaining records as prescribed under SEBI Regulations and disposal of records as per Policy of Preservation of Documents and Archival policy prescribed under SEBI LODR.	Yes	Nil
7	<b>Performance Evaluation:</b> The listed entity has conducted performance evaluation of the Board, Independent Directors and the Committees at the start of every financial year as prescribed in SEBI LODR.	Yes	Nil
8	<b>Related Party Transactions:</b> (a) The listed entity has obtained prior approval of Audit Committee for all Related Party Transactions; or (b) In case no prior approval obtained, the listed entity shall provide detailed reasons along with confirmation whether the transactions were subsequently approved/ ratified/ rejected by the Audit Committee	Yes NA	Nil The Listed entity has obtained prior approval of the audit committee
9	<b>Disclosure of events or information:</b> The listed entity has provided all the required disclosure(s) under Regulation 30 along with Schedule III of the SEBI LODR within the time limits prescribed thereunder.	Yes	Nil
10	<b>Prohibition of Insider Trading:</b> The listed entity is in compliance with Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015.	Yes	Nil
11	<b>Actions taken by SEBI or Stock Exchange(s), if any:</b> <del>No actions taken against the listed entity/its promoters/ directors/ subsidiaries either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under SEBI Regulations and circulars/ guidelines issued thereunder (or)</del>		

	The actions taken against the listed entity/ its promoters/ directors/ subsidiaries either by SEBI or by Stock Exchanges are specified in the last column.	Yes	as per our comment stated in "Annexure I"
12	<p><b>Resignation of statutory auditors from the listed entity or its material subsidiaries:</b></p> <p>In case of resignation of statutory auditor from the listed entity or any of its material subsidiaries during the financial year, the listed entity and / or its material subsidiary(ies) has / have complied with paragraph 6.1 and 6.2 of section V-D of chapter V of the Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated July 11, 2023 on compliance with the provisions of the SEBI LODR by listed entities.</p>	NA	There is no resignation of statutory auditor during the review period.
13	<p><b>No additional non-compliances observed:</b></p> <p>No additional non-compliance observed for any SEBI regulation/circular/guidance note etc. except as reported above.</p>	yes	Nil

For SVD & Associates  
Company Secretaries

*Meenakshi R. Deshmukh*

**Meenakshi R. Deshmukh**  
Partner

FCS No: 7364

CP No: 7893

Peer Review Number: 669/2020

UDIN: F007364F000443943



Place: Pune

Date: May 27, 2024

**Note:** This report is to be read with letter of even date by the Secretarial Auditors, which is annexed as Annexure A and forms an integral part of this report.

## 'ANNEXURE A'

To,  
The Members  
**Sharp India Limited**  
Gat No 686/4, Koregaon Bhima, Tal Shirur,  
Pune-412216.

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

### Management's Responsibility

1. It is the responsibility of the management of the Company to maintain secretarial records, devise proper systems to ensure compliance with the provisions of all applicable laws and regulations and to ensure that the systems are adequate and operate effectively.

### Auditor's Responsibility

2. Our responsibility is to express an opinion on these secretarial records, standards and procedures followed by the Company with respect to secretarial compliances.
3. We believe that audit evidence and information obtained from the Company's management is adequate and appropriate for us to provide a basis for our opinion.
4. We have relied on the documents and evidences provided physically and through electronic mode.
5. Wherever required, we have obtained the management's representation about the compliance of laws, rules and regulations and happening of events, etc.

### Disclaimer

6. The 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.
7. We have not verified the correctness and appropriateness of financial records and books of accounts of the Company.

For **SVD & Associates**  
Company Secretaries

*Meenakshi R. Deshmukh*



**Meenakshi R. Deshmukh**  
Partner

FCS No: 7364

CP No: 7893

Peer Review Number: 669/2020

UDIN: F007364F000443943

Place: Pune

Date: May 27, 2024

**Annexure I to Secretarial Compliance Report of Sharp India Limited for the year ended March 31, 2024**

**(a) The listed entity has complied with the provisions of the above Regulations and circulars/ guidelines issued thereunder, except in respect of matters specified in Annexure I**

Sr. No.	Compliance Requirement (Regulations/ circulars/ guidelines including specific clause)	Regulation/ Circular No	Deviations	Action Taken by	Type of Action (Advisory/ Clarification/ Fine/Show Cause Notice/ Warning, etc.)	Details of Violation	Fine Amount	Observations/ Remarks of the Practising Company Secretary	Management Response	Remarks
1	Listed entity is required to submit Annual audited financial results within sixty days from the end of the financial year and quarterly audited or unaudited financial results within forty five days from the end of the every quarter along with the report of auditors and in case of unaudited financial results, along with the Limited review report of statutory auditor.	Regulation 33 (3) (a) and Regulation 33 (3) (d) of SEBI LODR	Delay in submission of ; A) audited financial results for the financial year ended on March 31, 2023 within sixty days from the end of financial year along with audited report of statutory auditors. B) unaudited quarterly financial results for quarter ended on June 30, 2023 within forty five days from end of quarter along with the limited review report of statutory auditors. C) unaudited quarterly financial results for quarter ended on September 30, 2023 within forty five days from end of quarter along with the limited review report of statutory auditor.	BSE Limited (BSE)	(A) Fine (B) Fine (C) Fine	As per provision of Regulation 33(3)(a) and 33(3)(d) of SEBI LODR there was a delay in submission of ; A) audited financial results along with audited report of statutory auditors for quarter and financial year ended on March 31, 2023 by 181 days. B) unaudited quarterly financial results along with the limited review report of statutory auditors for quarter ended on June 30, 2023 by 123 days C) unaudited quarterly financial results along with the limited review report of statutory auditors for quarter ended on September 30, 2023 by 33 days upto date of suspension.	(A) fine of Rs. 9,05,000/- plus GST (B) Fine of Rs. 6,15,000/- plus GST (C) Fine of Rs. 1,65,000/- plus GST	As per provision of Regulation 33(3)(a) and 33(3)(d) of SEBI LODR there was a delay in submission of ; A) audited financial results along with audited report of statutory auditors for quarter and financial year ended on March 31, 2023 by 181 days and paid the fine of Rs. 2,40,000/- plus GST B) unaudited quarterly financial results along with the limited review report of statutory auditors for quarter ended on June 30, 2023 by 123 days and paid the fine of Rs. 2,45,000/- plus GST C) unaudited quarterly financial results along with the limited review report of statutory auditors for quarter ended on September 30, 2023 by 33 days upto date of suspension and paid the fine of Rs. 1,45,000/- plus GST	(A) The Annual Financial Statements for quarter and year ended on March 31, 2023 were approved in the Board Meeting held on November 27, 2023 and submitted the same along with audited report to the BSE on same day and in absence of any communication from BSE the listed entity has paid the fine of Rs. 2,40,000/- plus GST. (B) The quarterly financial results for the quarter ended on June 30, 2023 were approved in the Board Meeting held on December 16, 2023 and submitted the same along with limited review report to the BSE on same day and in absence of any communication from BSE, the listed entity had paid the fine of Rs. 2,45,000/- plus GST. (C) The quarterly financial results for the quarter ended on September 30, 2023 were approved in the Board Meeting held on December 30, 2023 and submitted	Nil



2	Listed entity requires to give intimation to stock exchange at least seven days in advance about date of board meeting in which financial results are to be considered.	Regulation 29(1)(a) of SEBI LODR	Delay in intimation to the stock exchange about the date of board meeting dated: <b>(A) November 27, 2023</b> in which financial results for quarter and financial year ended on March 31, 2023 were approved <b>(B) December 16, 2023</b> in which financial results for quarter ended on June 30 2023 were approved <b>(C) December 30, 2023</b> in which financial results for quarter ended on September 30 2023 were approved.	No action taken by BSE	No action taken or fine imposed by BSE.	Delay in intimation to the stock exchange about the date of board meeting dated; <b>(A) November 27, 2023</b> in which financial results for quarter and financial year ended on March 31 2023 were approved by shortfall of 4 days <b>(B) December 16, 2023</b> in which financial results for quarter ended on June 30 2023 were approved by shortfall of 5 days <b>(C) December 30, 2023</b> in which financial results for quarter ended on September 30 2023 were approved by shortfall of 5 days.	No action taken by BSE.	Delay in intimation to the stock exchange about the date of board meeting dated; <b>(A) November 27, 2023</b> in which financial results for quarter and financial year ended on March 31 2023 were approved by shortfall of 4 days <b>(B) December 16, 2023</b> in which financial results for quarter ended on June 30 2023 were approved by shortfall of 5 days <b>(C) December 30, 2023</b> in which financial results for quarter ended on September 30 2023 were approved by shortfall of 5 days.	the same along with limited review report to the BSE on same day and in absence of any communication from BSE, the listed entity has paid the fine of Rs. 1,45,000/- plus GST.	Nil
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3	Listed entity is required to submit the financial results for every quarter end and the stock exchange within prescribed time stated under SEBI LODR	Regulation 33(3)(a) and 33(3)(b) of SEBI LODR read with SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/12 dated January 22, 2020	Listed entity had not submitted the financial statements within prescribed time as per Regulation 33 of SEBI LODR for the two consecutive quarters ended on March 31, 2023 and June 30, 2023.	BSE Limited	(A) Freezing of the entire shareholding of the promoter (B) shifting of the script of the listed entity to "Z" (C) suspension of Trading in securities.	Listed entity had not submitted the financial statements for the two consecutive quarters ended on March 31, 2023 and June 30, 2023. Consequently; (A) Entire shareholding of the promoters was frozen w.e.f. August 03, 2023 (B) The script of the listed entity was shifted to "Z" category by BSE Limited with effect from October 30, 2023 (C) Trading of securities suspended w.e.f. December 18, 2023	NA	Listed entity had not submitted the financial statements for the two consecutive quarters ended on March 31, 2023 and June 30, 2023 as soon as the financials were ready.	Nil
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**Annexure II to Secretarial Compliance Report of Sharp India Limited for the year ended March 31, 2024**

<b>(b) The listed entity has taken the following actions to comply with the observations made in previous reports:</b>						
Sr. No.	Observations/ Remarks of the Practicing Company Secretary in the previous reports	Observations made in the secretarial compliance report for the year ended March 31, 2023	Compliance Requirement (Regulations/circulars/ guidelines including specific clause)	Details of violation / deviations and actions taken / penalty imposed, if any, on the listed entity	Remedial actions, if any, taken by the listed entity	Comments of the PCS on the actions taken by the listed entity
1	Delay in submission of Annual financial statements for the quarter and year ended on March 31, 2022 and for the two quarters ended on June 30, 2022 and September 30, 2022	March 31, 2023	SEBI LODR requires the listed entity to submit Annual audited financial results within sixty days from the end of the financial year and within Forty five days from the end of the quarter for the quarterly financial results respectively, along with the report of auditors.	<p>(a) The Annual Financial Statements for quarter and year ended on March 31, 2022 were approved in the Board Meeting held on November 23, 2022 and the same was submitted to the Stock Exchange on November 23, 2022 with a delay of 177 days and fine imposed by BSE Rs. 10,44,300/- (Inclusive of GST @ 18%)</p> <p>(b) The quarterly financial results for the quarter ended on June 30, 2022 were approved in the Board Meeting held on December 03, 2022 and the same was submitted to the Stock Exchange on December 03, 2022 with a delay of 109 days and fine imposed by BSE Rs. 6,43,100/- (Inclusive of GST @ 18%)</p> <p>(c) The quarterly financial results for the quarter ended on September 30, 2022 were approved in the Board Meeting held on December 22, 2022 and the same was submitted to the Stock Exchange on December 22, 2022 with a delay of 38 days and fine imposed by BSE Rs. 2,24,200/- (Inclusive of GST @ 18%)</p>	The listed entity had paid/adjusted above mentioned fine amount towards the credit balance available with BSE Limited.	The action taken by the Listed entity is satisfactory



2	Delay in prior intimation to the stock exchange for three Board Meetings in which financial results were considered.	March 31, 2023	SEBI LODR requires the listed entity to give prior intimation to stock exchange about the meeting of the board of directors in which financial results are considered at least five days in advance (excluding the date of the intimation and date of the meeting), and such intimation shall include the date of such meeting of board of directors.	Delay in prior intimation to the stock exchange of Board meetings held on: (a) November 23, 2022 for consideration of Annual Financial Statements for the quarter and year ended on March 31, 2022 was given on November 22, 2022 fine imposed by BSE Rs. 11,800/- (Inclusive of GST @ 18%) (b) December 03, 2022 for consideration of quarterly Financial results for the quarter ended on June 30, 2022 was given on December 02, 2022 and fine imposed by BSE Rs. 11,800/- (Inclusive of GST @ 18%) (c) December 22, 2022 for consideration of quarterly Financial results for the quarter ended on September 30, 2022 was given on December 21, 2022 and no communication received from BSE in this regard.	The listed entity had paid necessary fine to BSE	The action taken by the Listed entity is satisfactory
3	Listed entity had obtained extension of time for holding the Annual General meeting for FY 2021-22 for two months vide ROC approval letter dated September 15, 2022 and further one month vide ROC approval dated November 30, 2022 and the Annual report were submitted to the stock exchange on December 05, 2022 that is before 25 days of the Annual general meeting held on December 29, 2022.	March 31, 2023	As per regulation 34 of SEBI LODR requires the listed entity to submit to the stock exchange a copy of the annual report along with the notice of the annual general meeting	Non submission of the Annual report for the FY 2021-22 as per BSE letter dated October 21, 2022 and imposed fine by BSE Rs. 94,400/- (Inclusive of GST @ 18%)	Listed entity obtained approval letter from ROC for extension of AGM to be held on or before November 30, 2022 and accordingly requested BSE for withdrawal of its notice dated October 21, 2022. Based on the reply submitted by the listed entity, BSE vide letter dated March 13, 2023 withdrawn the fine levied.	The action taken by the Listed entity is satisfactory



4	<p>Listed entity had not submitted the financial statements within prescribed time as per Regulation 33 of SEBI LODR for the two consecutive quarters ended on March 2022 and June 2022. Consequently, the script of the listed entity was shifted to "Z" category by BSE Limited for the period from October 25, 2022 to December 25, 2022.</p>	<p>March 31, 2023</p>	<p>SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/12 dated January 22, 2020 provides for Non-compliance with certain provisions of the SEBI LODR and the Standard Operating Procedure for suspension and revocation of trading of specified securities.</p>	<p>Listed entity had not submitted the financial statements within prescribed time as per Regulation 33 of SEBI LODR for the two consecutive quarters ended on March 2022 and June 2022. Consequently, the script of the listed entity was shifted to "Z" category by BSE Limited for the period from October 25, 2022 to December 25, 2022.</p>	<p>Listed entity has filed the financial statements for the quarter and year ended March 2022 on November 23, 2022 and for the quarter ended June 2022 on December 03, 2022 and also paid the fine under Regulation 33(3)(a) and 33(3)(d). The script was moved out of "Z" category with effect from December 26, 2022.</p>	<p>The action taken by the Listed entity is satisfactory</p>
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