

EAST INDIA DRUMS & BARRELS MFG. LTD

(An ISO 9001 : 2015, 14001 : 2015, 45001 : 2018 Certified Company)

CIN: L28920MH1981PLC023972

Registered Office : B-1, 1st Floor, Madhav Niwas CHSL, Opp. S. V. Road, Borivali (W), Mumbai - 400092.



REF.NO:PCL/BOMSTOCK/2024

May 29, 2024

The Listing Manager
Bombay Stock Exchange Ltd,65
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai -400 001

Dear Sirs,

Sub: Submission of Annual Secretarial Compliance Report under Regulation 24(A) of SEBI (LODR) Regulation 2015, for the Year ended 31.3.2024

Sub: Company No. 523874

As required. we are enclosing Annual Secretarial Compliance Report for the year ended 31.03.2024 issued by M/s. Pranay Mandhana, ACS 60165, C.P. No. 23399, Practising Company Secretary as per Regulation 24(A) of SEBI (LODR) Regulation 2015 for the year ended 31.03.2024.

Please take the same on your records.

Yours Faithfully,
For East India Drums & Barrels Mfg. Ltd.
(Formerly known as Precision Containeurs Ltd.)


(HARIRAM BIJLANI)
COMPANY SECRETARY



enc:a/a

 **MARKETING OFFICE:** 2nd Floor, Pushp Vinod - 2, A-Wing, Soniwadi, S.V. Road, Borivali (W), Mumbai -400 092.

FACTORY ADDRESS:

Daman Plant: Survey No.260/2, 260/3 & 260/5 Village Bhipore, Bhipore Char Rasta, Daman Union Territory, India - Pin 396 210.

Sonipat Plant: No. 124, Khata No 147 Khasra, killa No. 8/2/2, 3/2 Village Johsi Jat, Bhalgarh Road, Tehsil Rai, Dist. Sonipat Haryana, India. Pin - 131 001.

Karjat Plant: Survey No. 18/5/A/(2), 18/5/B(1), 21/1(P), 21/10,21/12, Anjap, Karjat - Taluka, Raigad, Maharashtra, 410 101.

 www.eidb.in  mktg@eidb.in  96489 96489





Company Secretary (Membership No. 60165)

Pranay Mandhana & Associates

Peer Review certificate no. 5613/2024

117 Central Avenue Road
Gitanjali talkies Square, Nagpur – 440 018

Form No. MR-3

SECRETARIAL AUDIT REPORT

For The Financial Year Ended 31st March, 2024

[Pursuant to section 204(1) of the Companies Act, 2013 and rule No.9 of the Companies (Appointment and Remuneration Personnel) Rules, 2014]

To

The Members

EAST INDIA DRUMS AND BARRELS MANUFACTURING LIMITED

(Formerly known as Precision Containeurs Limited)

B-1, 1st Floor, Madhav Niwas CHSL Opp S V Road, Natakwala Lane,
Borivali (W), Mumbai -400092

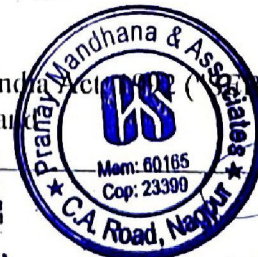
I have conducted the review of the compliance of the applicable statutory provisions and the adherence to good corporate practice of EAST INDIA DRUMS AND BARRELS MANUFACTURING LIMITED (*Formerly known as Precision Containeurs Limited*) (hereinafter referred as "the listed entity") having its Registered Office at B-1, 1st Floor, Madhav Niwas CHSL Opp. S. V. Road, Natakwala Lane, Borivali (W), Mumbai 400092. Secretarial Review was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on my verification of the listed entity's books, papers, minutes books, forms and returns filed and other records maintained by the listed entity and also the information provided by the listed entity, its officers, agents and authorised representatives during the conduct of Secretarial Review, we hereby report that in my opinion, the listed entity has, during the review period covering the financial year ended on March 31, 2024, complied with the statutory provisions listed hereunder and also that the listed entity has proper Board processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter

I, Pranay Mahesh Mandhana, Practising Company Secretary, has examined

- a) All the documents and records made available to me and explanation provided by **EAST INDIA DRUMS AND BARRELS MANUFACTURING LIMITED** (*Formerly known as Precision Containeurs Limited*) (CIN: L28920MH1981PLC023972)("the listed entity"),
- b) The filings/submissions made by the listed entity to the stock exchanges, Website of the listed entity,
- c) Any other document/filing, as may be relevant, which has been relied upon to make this certification, for the year ended **31st March, 2024** ("Review Period") in respect of compliance with the provisions of:
 - i. The Securities and Exchange Board of India Act ("SEBI Act") and the Regulations, circulars, guidelines issued thereunder; and

Mobile No. +91 8149212120



pranaymandhana@gmail.com

- ii. 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 Requirement) 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**;
- (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 – **Not Applicable**;
- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 – **Not Applicable**;
- (g) Securities and Exchange Board of India (Issue and Listing of Non- Convertible and Redeemable Preference Shares) Regulations, 2013 – **Not Applicable**;
- (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;
- (j)



I hereby report that, during the Review Period the compliance status of the listed entity is appended as below:

| S.No. | Particulars | Compliance Status (Yes/No/NA) | Observations/Remarks by PCS* |
|-------|--|-------------------------------|--|
| 1. | <p><u>Secretarial Standards</u></p> <p>The compliances of the listed entity are in accordance with the applicable Secretarial Standards (SS) issued by the Institute of Company Secretaries India (ICSI) as notified by the Central Government under Section 118 (10) of the Companies Act, 2013 and mandatorily applicable</p> | YES | |
| 2 | <p><u>Adoption and timely updation of the Policies</u></p> <p>*All applicable policies under SEBI Regulations are adopted with the approval of Board of Directors of the listed entities.</p> <p>* All the policies are in conformity with SEBI Regulations and have been reviewed and updated on time as per the regulations /circulars/guidelines issued by SEBI.</p> | YES | |
| 3. | <p><u>Maintenance and disclosures on Website</u></p> <p>*The Listed entity is maintaining a Functional website</p> <p>*Timely dissemination of the documents/information under a separate section on the website</p> <p>*Web-links provided in annual corporate governance reports under Regulation 27(2) are accurate and specific which re-directs to the relevant documents(s)/section of the website.</p> | YES | The Company has filed all the disclosures on the stock exchange within/beyond the prescribed time. |
| 4. | <p><u>Disqualification of a Director</u></p> <p><u>None of the Director (s) of the Company are disqualified under Section 164 of the Companies Act, 2013 as confirmed by the Listed Entity.</u></p> | ----- | |
| 5. | <p><u>Details related to Subsidiaries or listed entities have been examined w.r.t.</u></p> | NA | The Company does not have any subsidiary company. |



| | | | |
|-----|---|-----|--|
| | <p>a) Identification of material subsidiary companies</p> <p>b) Disclosure requirement of material as well as other subsidiaries</p> | | |
| 6. | <p><u>Preservation of Documents</u></p> <p>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 Regulations, 2015.</p> | YES | |
| 7. | <p><u>Performance Evaluation</u></p> <p>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 Regulations.</p> | YES | |
| 8 | <p><u>Related Party Transaction</u></p> <p>(a) The listed entity has obtained prior approval of Audit Committee for all Related party transactions ; or</p> <p>(b) The listed entity has provided detailed reasons alongwith the confirmation whether the transactions were subsequently approved/ratified/rejected by the Audit Committee, in case no prior approval has been obtained.</p> | YES | |
| 9 | <p><u>Disclosure of events or information</u></p> <p>The listed entity has provided all the required disclosure(s) under Regulation 30 alongwith Schedule III of SEBI LODR Regulations, 2015 within the time limits prescribed thereunder</p> | YES | |
| 10. | <p><u>Prohibition of Insider Trading</u></p> <p>The listed entity is in compliance with Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulation, 2015</p> | YES | |



| | | | |
|----|---|----|---|
| 11 | <u>Actions taken by SEBI or Stock Exchange (s) if any</u> No action(s) has been 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 though various circulars) under SEBI Regulations and circulars/guidelines issued thereunder except as provided under Separate Paragraph herein (**Observation 1,4 (i)(ii)) Paragraphs herein) | NO | Separately mentioned in Detailed Observations attaching to this report |
| 12 | <u>Additional Non-Compliances, if any</u> Additional non-compliance observed for any SEBI Regulation/circular/ guidance note etc. | NO | It is observed that the Company has not appointed Wholetime Company Secretary till 19/01/2024 as per the requirement Law. |

Compliances related to resignation of statutory auditors from listed entities and their material subsidiaries as per SEBI Circular CIR/CFD/CMD1/114/2019 dated 18th October, 2019.

| S.No. | Particulars | Compliances Status (Yes/No/NA) | Observations/Remarks by PCS* |
|-------|--|--------------------------------|---|
| 1 | Compliances with the following conditions while appointing /re-appointing an auditor | | |
| | i) If the Auditor has resigned within 45 days from the end of a quarter of a financial year, the auditor before such resignation has issued the limited review/audit report for such quarter ;or | YES | During the year under review, Statutory Auditors, APMH & associates LLP, has completed its first year of first term and thereafter they were appointed as Statutory Auditors of the Company at the AGM held on 31.12.2023 for the period of one year. |
| | ii)If the Auditor has resigned after 45 days from the end of a quarter of a financial year, the auditor before such resignation has issued the limited | | |



| | | | |
|----|---|-----|---|
| | review/audit report for such quarter as well as the next quarter, or | | |
| | iii) If the auditor has signed the limited Review/Audit Report for the first three quarters of a financial year, the auditor before such resignation, has issued the limited review/audit report for the last quarter of the financial year as well as the audit report for such financial year. | - | - |
| 2. | Other conditions relating to resignation of statutory Auditor | | |
| | 1. Reporting of concerns by Auditor with respect to the listed entity/its material subsidiary to the Audit Committee | YES | |
| | a) In case of any concern with the Management of the listed entity /material subsidiary such as non-availability of information/non-cooperation by the Management which has hampered the audit process, the auditor has approached the Chairman of the Audit Committee of the listed entity and the Audit Committee shall receive such concern directly and immediately without specifically waiting the Quarterly Audit Committee meetings | | |
| | b) In case the auditor proposes to resign, all concerns with respect to the proposed resignation, alongwith relevant documents have been brought to the notice of the Audit Committee. In cases where the proposed resignation is due to non-receipt of information /explanation from the company, the auditor has informed the Audit Committee the details of information/explanation sought and not provided by the Management, as applicable | YES | |
| | c) The Audit Committee/Board of Directors as the Case may be, deliberated on the matter on receipt of such information from the auditor relating to the proposal to Resign as mentioned above and communicate its views to the Management and the auditor | - | |



| | | | |
|----|---|-----|-----|
| 3. | The listed entity/its material subsidiary has obtained information from the Auditor upon resignation in the format as specified in Annexure-A in SEBI Circular/CIR/CFD/CMD1/114/2019 dated 18 th October, 2019 | YES | YES |
|----|---|-----|-----|

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

I hereby report that, during the Review Period:

a) During the year, The Corporate Insolvency Resolution Process (CIRP) was initiated against the Company Precision Containeurs Limited vide Order of NCLT, Mumbai Bench dated 10.03.2022 in C.P.(1B) 2146 (MB) of 2019 filed by Stressed Assets Stabilization Fund (SASF) under Sec. 7 of the Insolvency and Bankruptcy Code of 2016 (Code).

Thereafter various hearing was held from time to time and on 02.05.2023 Resolution Plan duly submitted by East India Drums & Barrels Manufacturing Private Limited (Group Co. Reverse Merger) was approved by the NCLT Mumbai, the ongoing business of (EIDB Pvt. Ltd.) will continue with our company, in due course of time after complying various terms and conditions of Secured Financial Creditor (SASF).

Thereafter East India Drums & Barrels Manufacturing Private Limited has been got amalgamated into Precision Containeurs Limited and the Company had changed it's name from Precision Containeurs Limited to East India Drums & Barrels Manufacturing Limited with effect from 26th April, 2024

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.

The Company's maintaining all disclosures on website from time to time.

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:

| S.No. | Compliances Requirement (Regulation/circulars/guidelines including specific clause) | Deviations | Observations/Remarks of the Practicing Company Secretary/Company |
|-------|--|--|--|
| 1 | Regulation 31(2) of SEBI (Listing Obligations and Disclosure Requirements) Regulation 2015 | Promoter and Promoter Group shares are pending for dematerialization | Company was required to hold 100% of shareholding of Promoter and Promoter Group in Dematerialized form; however 7700 Equity shares of the Promoter and Promoter Group held by VAS Infrastructure Limited and 1000 Equity Shares held by Mr. Vinodrai Vrijlal Valia is pending for Dematerialization |



| | | | |
|----|---|---|---|
| 2. | Regulation 6(1) of SEBI (Listing Obligations and Disclosure Requirements) Regulation 2015 | Company was required to appoint Company Secretary cum Compliance Officer for the Financial year 2023-2024 | It is observed that the Company has not appointed Whole time Company Secretary till 20-01-2024, however Mr. Hariram Bijalni was appointed as an whole time company secretary from 20-01-2024. |
|----|---|---|---|

| S. 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/Company |
|--------|--|--|--|---|
| 3 | Securities Appellate, Tribunal, Mumbai | Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers Regulation 1992) | Securities and Exchange Board of India has passed an Order dated 16.03.2023 against Vas Infrastructure Ltd. including other Group Companies for not making disclosures under Securities and Exchange Board of India Act 1992 and Rules and Regulations made thereunder at the time. The allotment of Equity shares during the Financial Year 2009-2010 whereby the shareholding of the Promoters was 5% and more. Securities and Exchange Board of India has directed the Company. | The Notices for shares acquired more than 5% limit may be transferred to the Investor Protection Fund (IEPF) or sold and the proceeds thereof (for Sale of shares more than 5%) be deposited with the IEPF within a period of 3 months. Further, the Promoters are also debarred from accessing the Securities market and also restrained from buying selling or otherwise dealing in shares either directly or indirectly for a period of one year from the date of order. |



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

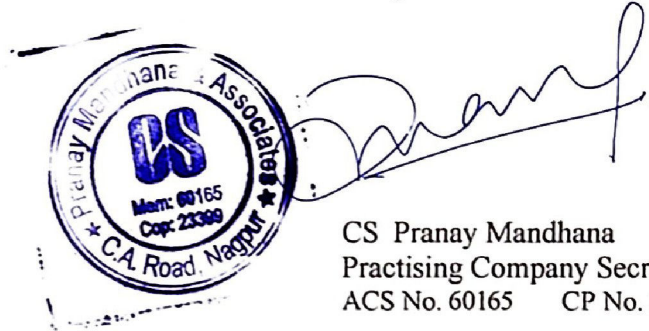
| S.No. | Observations of the Practicing Company Secretary in previous reports | Observations made in the Secretarial Compliance Report for the Year ended 2024 | Action taken by the listed entity, if any | Comments of the Practicing Company Secretary on the actions taken by the company |
|--------|--|---|---|--|
| 4 (i) | Regulation 31(2) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulation 2015 | Shareholding of Promoter and Promoter Group in dematerialization form | As per NCLT Order dt 02-05-2023 Approving the Resolution plan with the scheme of Merger, the entire Promoters shareholding of 30,25,675 equity shares become complete extinguishment & the same has been accepted by the promoters of the company | The company has to approve according to the order given by the court. |
| 4 (ii) | Regulation 6(1) of SEBI (Listing Obligations and Disclosure Requirements) Regulation 2015 | Company was required to appoint Company Secretary cum Compliance Officer for the Financial year 2023-2024 | During the year co has appointed co Secretary w.e.f 20-01-2024 | Duly Verified & co secretary was appointed wef 20-01-2024 |



Assumptions and Limitation of scope and review

1. Compliance of the applicable laws and ensuring the authenticity of documents and information furnished, are the responsibilities of the Management or the listed entity.
2. My responsibility is to certify based on our examination or relevant documents and information. This is neither an audit nor an expression of opinion.
3. I have not verified the correctness and appropriateness of financial Records and Books of Accounts of the listed entity.
4. This Report is solely for the intended purpose of compliance in terms of Regulation 24A(2) of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 and 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..

Date : 18.05.2024
Place : Nagpur
UDIN : A060165F000390462



CS Pranay Mandhana
Practising Company Secretary
ACS No. 60165 CP No. 23399