



Elegant Floriculture & Agrotech (India) Limited

Gut No. 358, Village : Mouje Kashal, Taluka : Maval,
Vadgaon, Dist : Pune – 412106.
T : +91-9769433723

E : elegantflora2012@gmail.com • www.elegantflora.in

Date: 30th May, 2024

To,
BSE Limited
Department of Corporate Service
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai - 400 001.

Ref.: Security Code - 526473

Sub.: Submission of Annual Secretarial Compliance Report under Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015 for the financial year ended 31st March, 2024

Dear Sir / Madam,

In terms of Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. CIR/CFD/CMD1/27/2019 dated February 8, 2019; we are enclosing herewith Annual Secretarial Compliance Report of the Company issued by M/s. N. Bagaria & Associates, Practicing Company Secretaries, Mumbai, for the financial year ended 31st March, 2024.

Kindly take the same on your records.

Thanking you.

Yours faithfully,
For Elegant Floriculture & Agrotech (India) Limited

Mayur Jitendra Thakar
DIN: 08156395
Director

Encl.: as above

CIN NO. L01110PN1993PLC217724



**Secretarial Compliance Report of
Elegant Floriculture & Agrotech (India) Limited
for the financial year ended 31st March, 2024**

To,
Elegant Floriculture & Agrotech (India) Limited
CIN: L01110PN1993PLC217724
Gut No. 358, Village Mouje Kashal,
Taluka Maval, Vadgaon,
Pune - 412 106.

We have conducted the review of the compliance of the applicable statutory provisions and the adherence to good corporate practices by Elegant Floriculture & Agrotech (India) Limited (hereinafter referred as 'the listed entity'), having its Registered Office at Gut No. 358, Village Mouje Kashal, Taluka Maval, Vadgaon, Pune - 412 106.

Secretarial Review was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/ statutory compliances and to provide our observations thereon.

Based on our 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 authorized representatives during the conduct of Secretarial Review, we hereby report that the listed entity has, during the review period covering the financial year ended on 31st March, 2024 complied with the statutory provisions listed hereunder in the manner and subject to the reporting made hereinafter.

We, M/s. N. Bagaria & Associates, Practicing Company Secretaries, Mumbai have examined:

- (a) all the documents and records made available to us and explanation provided by Elegant Floriculture & Agrotech (India) Limited (having CIN: L01110PN1993PLC217724),
- (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 financial year ended 31st March, 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;
- (b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 **(Not applicable to the Company during the period under review)**;
- (c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- (d) Securities and Exchange Board of India (Buy-back 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 and Sweat Equity) Regulations, 2021 **(Not applicable to the Company during the period under review)**;
- (f) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021 **(Not applicable to the Company during the period under review)**;
- (g) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (h) Securities and Exchange Board of India (Depositories and Participants) Regulations, 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 below:



Sr. No	Compliance Requirement (Regulations/ circulars / guidelines including specific clause)	Regulation / Circular No.	Deviations	Action taken by	Type of Action	Details of Violation	Fine Amount	Observations/ Remarks of the Practicing Company Secretary	Management Response	Remarks
1.	Announcement under Regulation 30 of the SEBI (LODR) Regulations, 2015	Reg. 30	Announcement regarding Appointment of Internal Auditors for the F.Y. 2022-23 was not made to BSE Limited	PCS	Other	The Company did not make announcement regarding Appointment of the Internal Auditors for the F.Y. 2022-23 to BSE Limited	NA	Announcement regarding Appointment of Internal Auditors for the F.Y. 2022-23 at the Board Meeting of the Company held on 10 th May, 2023 was not made to BSE Limited	Due to oversight, Announcement under Regulation 30 was not made to BSE Limited	NA
2.	Website under Regulation 46 of the SEBI (LODR) Regulations, 2015	Reg. 46 (3)	The Website of the Company is not updated for the F.Y.2023-24.	PCS	Other	The Website of the Company is not updated for the F.Y.2023-24.	NA	The Company did not disseminate the submissions made to BSE Limited during the F.Y. 2023-24.	Due to technical errors and storage issues, the website is not accepting additional documents. The Company is procuring additional space for the website and same will be updated shortly	NA

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

Sr. No.	Observations/ Remarks of the Practicing Company Secretary in the previous reports	Observations made in the secretarial compliance report for the year ended	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
NIL						

(c) We hereby report that, during the review period the compliance status of the listed entity is appended as below:

Sr. No.	Particulars	Compliance status	Observations / Remarks by PCS
1.	Secretarial Standards: 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), as notified by the Central Government under section 118(10) of the Companies Act, 2013 and mandatorily applicable.	Yes	



2.	<p>Adoption and timely updation of the Policies:</p> <ul style="list-style-type: none"> All applicable policies under SEBI Regulations are adopted with the approval of board of directors of the listed entities All the policies are in conformity with SEBI Regulations and has been reviewed & timely updated as per the regulations/ circulars/ guidelines issued by SEBI 	Yes	
3.	<p>Maintenance and disclosures on Website:</p> <ul style="list-style-type: none"> The Listed entity is maintaining a functional website Timely dissemination of the documents/ information under a separate section on the website 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 	Yes	
4.	<p>Disqualification of Director:</p> <p>None of the Director of the Company are disqualified under Section 164 of Companies Act, 2013</p>	Yes	
5.	<p>Details related to Subsidiaries of listed entities have been examined w.r.t.:</p> <p>(a) Identification of material subsidiary companies</p> <p>(b) Disclosure requirements of material as well as other subsidiaries</p>	NA	The listed entity does not have any subsidiary.
6.	<p>Preservation of Documents:</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.	Performance Evaluation: 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	Yes	
8.	Related Party Transactions: (a) The listed entity has obtained prior approval of Audit Committee for all Related party transactions (b) The listed entity has provided detailed reasons along with confirmation whether the transactions were subsequently approved/ ratified/ rejected by the Audit Committee, in case no prior approval has been obtained	Yes NA	Prior Approval of Audit Committee is obtained
9.	Disclosure of events or information: The listed entity has provided all the required disclosure(s) under Regulation 30 along with Schedule III of SEBI LODR Regulations, 2015 within the time limits prescribed thereunder	Yes	
10.	Prohibition of Insider Trading: The listed entity is in compliance with Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015	Yes	
11.	Actions taken by SEBI or Stock Exchange(s), if any: 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	Yes	BSE Limited has raised some queries on compliances made by the Company. The Company has replied to the queries raised by BSE Limited.



12.	Resignation of statutory auditors from the listed entity or its material subsidiaries 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 on compliance with the provisions of the LODR Regulations by listed entities.	Yes	The term of the Statutory Auditors was expired and they have shown their unwillingness to be reappointed.
13.	Additional non-compliances, if any: No any additional non-compliance observed for all SEBI regulation/circular/guidance note etc.	Yes	

Assumptions & Limitation of scope and Review:

1. Compliance of the applicable laws and ensuring the authenticity of documents and information furnished, are the responsibilities of management of the listed entity.
2. Our responsibility is to report based upon our examination of relevant documents and information. This is neither an audit nor an expression of opinion.
3. We 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 SEBI (Listing Obligations 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.

For N. Bagaria & Associates

Company Secretaries

Firm Unique Identification No.: P2007MH008300

N. Bagaria

CS Narottam Bagaria

Partner

Membership No.

: F5443

C. P. No.

: 4361

Peer Review Certificate No.

: 1020/2020



UDIN : F005443F000489289

Date : 29th May, 2024

Place : Mumbai