

MARBLE CITY INDIA LIMITED

Formerly known as P G Industry Limited

MCIL

Regd Office : A-30, S-11, 2nd FLOOR
KAILASH COLONY
NEW DELHI-110048

E-mail : pgindustryLtd@gmail.com
Website : www.pgil.com

CIN : L74899DL1993PLC056421

Date: 30.05.2024

To,
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai – 400001

**SUB: DISCLOSURE DOCUMENTS UNDER REGULATION 24A OF
SEBI (LODR) REGULATIONS, 2015**

(Name of the Company - **Marble City India Limited**)
(Script Code: 531281)

Dear Madam/Sir,

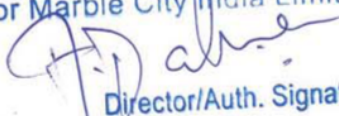
Kindly find the attached documents of Disclosures:

1. Annual Secretarial Compliance Report under Regulation 24A (2) of SEBI (LODR) Regulations, 2015 for the Financial Year ending on 31" March, 2024.

Please acknowledge the same.

Your Sincerely,

For Marble City India Limited


Director/Auth. Signatory

Copy to:

To,
The Calcutta Stock Exchange Limited
7, Lyons Range
Kolkata - 700001
Scrip Code: 026166



SECRETARIAL COMPLIANCE REPORT

[Pursuant to 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 08, 2019]

for the financial year ended 31st March, 2024

I, Rajni Miglani Proprietor of M/s. R Miglani & Co, Practicing Company Secretary have examined:

- (a) all the documents and records made available to us, and explanation provided by **Marble City 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 31st March, 2024 ("Review Period") in respect of compliance with the provisions of:
 - i. the Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued thereunder; and
 - 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 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 for the period under review,**
- (e) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; **Not Applicable for the period under review.**
- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **Not Applicable for the period under review.**
- (g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021; **Not Applicable for the period under review.**
- (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (i) Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018 to some extent applicable.
- (j) The provisions of the Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993: **Not Applicable**
- (k) and circulars/ guidelines issued thereunder;
- (l) (other regulations as applicable) and circulars/ guidelines issued thereunder;

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

Sr. No.	Particulars	Compliance Status (Yes/No/NA)	Observations /Remarks by PCS*
1.	<p>Secretarial Standards:</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	No
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 have been reviewed & updated 	Yes	No



	on time, as per the regulations/circulars/guidelines issued by SEBI.		
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. 	<p>Yes</p> <p>No</p> <p>No</p>	<p><i>The Listed Entity is maintaining a functional website however the information available is not up to date and requires update of compliance and information of previous quarters.</i></p> <p><i>Further the Web-links provided in annual corporate governance report year ended 2023 under Regulation 27(2) is not re-directing to the relevant document(s)/section of the website.</i></p>
4.	<p>Disqualification of Director:</p> <p>None of the Director(s) of the Company is/ are disqualified under Section 164 of Companies Act, 2013 as confirmed by the listed entity.</p>	Yes	No
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 requirement of material as well as other subsidiaries</p>	NA	NA



6.	Preservation of Documents: 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.	Yes	No
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/during the financial year as prescribed in SEBI Regulations.	Yes	No
8.	Related Party Transactions: (a) The listed entity has obtained prior approval of Audit Committee for all related party transactions; or (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	No Company has not entered any such transactions
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	No
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	No



11.	Actions taken by SEBI or Stock Exchange(s), if any: 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 through various circulars) under SEBI Regulations and circulars/ guidelines issued thereunder except as provided under separate paragraph herein (**).	Please refer annexure 'A'	Please refer annexure 'A'
12.	Additional Non-compliances, if any: No additional non-compliance observed for any SEBI regulation/circular/guidance note etc.	Please refer annexure 'A'	Please refer annexure 'A'

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:

Sr. No.	Particulars	Compliance 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	No	Auditor resigned w.e.f. 30.03.2024
	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	Yes	Auditor has resigned w.e.f. 30.03.2024 and issued and signed report for the quarter ended December, 2023 only.
	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/	NA	Auditor was appointed w.e.f. 22.09.2023 on expiry of term of



	audit report for the last quarter of such financial year as well as the audit report for such financial year.		previous auditor and has issued and signed report for the quarter ended December, 2023 only.
2.	Other conditions relating to resignation of statutory auditor		
	<p>i. Reporting of concerns by Auditor with respect to the listed entity/its material subsidiary to the Audit Committee:</p> <p>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 for the quarterly Audit Committee meetings.</p> <p>b) In case the auditor proposes to resign, all concerns with respect to the proposed resignation, along with relevant documents has 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.</p> <p>c) The Audit Committee / Board of Directors, as the case may be,</p>	<p>NA</p> <p>NA</p> <p>NA</p>	<p>As confirmed by the management there were no such concerns.</p> <p>As confirmed by the management there were no such concerns.</p> <p>As confirmed by the management</p>



	<p>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.</p> <p>ii. Disclaimer in case of non-receipt of information:</p> <p>The auditor has provided an appropriate disclaimer in its audit report, which is in accordance with the Standards of Auditing as specified by ICAI / NFRA, in case where the listed entity/ its material subsidiary has not provided information as required by the auditor.</p>	NA	<p>there were no such concerns.</p> <p>As per the Audit report, there were no such disclaimers.</p>
3.	<p>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 18th October, 2019.</p>	Yes	-

(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 Practising Company Secretary	Management Response	Remarks
1	<i>Please refer annexure – 'A'</i>									



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

Sr. No.	Compliance Requirement (Regulations/circulars/guide-lines including specific clause)	Regulation / Circular No.	Deviations	Action Taken by	Type of Action	Details of Violation	Fine Amount	Observations/Remarks of the Practising Company Secretary	Management Response	Remarks
<i>Please refer annexure – 'A'</i>										

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 the 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 account of the listed entity.
4. This report is solely for the intended purpose of compliance in terms of Regulation 24A (2) of the SEBI (LODR) 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 R MIGLANI & CO.

Company Secretaries

CS Rajni Miglani
 Proprietor

M. No: 30016

C.O.P. No: 11273

UDIN: A030016F000496174

PR No.: 2392/2022

Place: New Delhi

Date: 30.05.2024

Note: - This report is to be read with the Annexure-A which is the integral part of this Secretarial Compliance Report.

OBSERVATIONS/REMARKS FOUND DURING THE REPORTING PERIOD

1. 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/ guide- lines 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	Re-marks
1	Regulation 23(9) of SEBI (LODR) Regulation, 2015, Listed entity shall make such disclosures every six months on the date of publication of its standalone and consolidated financial results.	Regulation 23(9)	Non submission of disclosure within specified time for the half year ended March, 2023	Bombay Stock Exchange ("BSE")	Delayed submission of the disclosure.	Non-compliance of Regulation 23(9) of SEBI (LODR) Regulation, 2015, regarding delay in submission of disclosure of Related party for the half year ended March, 2023	Rs. 160000/-	The listed entity has not made disclosure within prescribed time under Regulation 23(9) of SEBI (LODR) Regulation, 2015, and has made delayed submission with stock exchange. The Company has not taken satisfactory action for making the compliance good.	The management has discussed the same in Board meeting and will take extra precaution to avoid such delays.	Acknowledged



2	Regulation 33(3)(d) of SEBI (LODR) Regulation, 2015 The listed entity is required to submit annual audited standalone financial results for the financial year, within sixty days from the end of the financial year along with the audit report	Regulation 33(3)(d) of SEBI (LODR) Regulation, 2015	Non submission of Financial results to the stock exchange within specified time for the year ended March, 2023	Bombay Stock Exchange ("BSE")	Delayed submission of the Financial results.	Non-compliance of Regulation 33(3)(d) of SEBI (LODR) Regulation, 2015, regarding delay in submission of Financial result for the year ended March, 2023	Rs. 145000/-	The listed entity has not made timely disclosure within prescribed period under Regulation 33(3)(d) of SEBI (LODR) Regulation, 2015, and has made delayed submission with stock exchange. The Company has not taken satisfactory action for making the compliance good.	The management discussed the same and the listed entity has filed the same on 28 th June, 2023.	Acknowledged
3	Regulation 33(3)(a) of SEBI (LODR) Regulation, 2015 The listed entity is required to submit quarterly and year-to-date standalone financial, within forty five days from the end of the quarter	Regulation 33(3)(a) of SEBI (LODR) Regulation, 2015	Non submission of Financial results to the stock exchange within specified time for the quarter ended December, 2023	Bombay Stock Exchange ("BSE")	Delayed submission of the Financial results.	Non-compliance of Regulation 33(3)(a) of SEBI (LODR) Regulation, 2015, regarding delay in submission of Financial result for the quarter ended December, 2023	Rs. 100000/-	The listed entity has not made timely disclosure within prescribed period under Regulation 33(3)(a) of SEBI (LODR) Regulation, 2015, and has made delayed submission with stock exchange.	The Management discussed the Non-compliance which was unintentional and inadvertent and asserted that it should not be repeated in future. The listed entity has filed the same on 6 th March, 2024	Acknowledged
4	Disclosure of the Impact of Audit Qualifications by the Listed Entities, for audit reports with unmodified opinion, the listed entity shall furnish a declaration to that effect to the stock	CIR/CFD/CMD/56/2016	Non submission of Declaration of Impact of Audit Qualifications by the Listed Entities.		Non submission of Declaration of Impact of Audit Qualifications.	Non submission of Declaration of Impact of Audit Qualifications.		The listed entity has not made Declaration of Impact of Audit Qualifications.		Acknowledged



	exchange(s) while submitting the annual audited financial results.								
5	Regulation 24A of SEBI (LODR) Regulation, 2015. Every listed entity shall submit Annual secretarial compliance report to stock exchanges, within sixty days from end of each financial year.	Regulation 24A of SEBI (LODR) Regulation, 2015,	Non submission of Annual secretarial compliance report for the year ended 2023 in XBRL format.	No Action	Non submission in XBRL format.	Non submission in XBRL format.		The listed entity has not submitted Annual secretarial compliance report for the year ended 2023 in XBRL format.	Acknowledged
6	Regulation 26A (2) of SEBI (LODR) Regulation, 2015. Any vacancy in the office of the Chief Financial Officer shall be filled by the listed entity at the earliest and in any case not later than three months from the date of such vacancy.	Regulation 26A (2) of SEBI (LODR) Regulation, 2015,	Vacancy in the office of the Chief Financial Officer.	No Action	Vacancy in the office of the Chief Financial Officer	Vacancy in the office of the Chief Financial Officer		The listed entity has not appointed Chief Financial Officer.	Acknowledged
7	Regulation 34 (1) (a) of SEBI (LODR) Regulation, 2015 The listed entity shall submit to the stock exchange	Regulation 34 (1) (a) of SEBI (LODR) Regulation, 2015	Non submission of Copy of Annual Report to the stock exchange within	No Action	Delayed submission of the Copy of Annual Report.	Non submission of Copy of Annual Report to the stock exchange within prescribed			Acknowledged



	copy of the annual report sent to the shareholders along with the notice of the annual general meeting not later than the day of commencement of dispatch to its shareholders		specified time for the year ended March, 2023 after date of dispatch of the same to shareholders.			time.			
8	Regulation 46 of SEBI (LODR) Regulation, 2015 The listed entity shall maintain a functional website and update any change in the content of its website within two working days from the date of such change in content.	Regulation 46 of SEBI (LODR) Regulation, 2015	The Listed Entity is maintaining a functional website however the information available on the website of the listed entity is not up to date and requires update of the compliances and information of previous quarters.	No Action	Delayed submission of the Copy of Annual Report.	the information available on the website of the listed entity is not up to date and requires update of the compliances and information of previous quarters.			Acknowledged
9	Regulation 76 of SEBI (Depositories and Participants) Regulations, 2018	Regulation 76	Non submission of audit report under Regulation 76 of SEBI (Depositories and Participants) Regulations,		Non submission of audit report under Regulation 76 of SEBI (Depositories and Participants	Non submission of audit report under Regulation 76 of SEBI (Depositories and Participants) Regulations,		We have not found acknowledgment or intimation of the audit report to BSE.	Acknowledged



			2018 for the quarter ended December, 2023 within 30 days from end of the quarter.		Regulations, 2018	2018 for the quarter ended December, 2023 within 30 days from end of the quarter.			
10	Regulation 74(5) of SEBI (Depositories and Participants) Regulations, 2018	Regulation 74(5)	Non submission of audit report under Regulation 74(5) of SEBI (Depositories and Participants) Regulations, 2018 for the quarter ended December, 2023 within 15 days from end of the quarter.	No Action	Non submission of Intimation of the Confirmation under Regulation 74(5) within 15 days from end of the quarter.	Non submission of Intimation under Regulation 74(5) of SEBI (Depositories and Participants) Regulations, 2018 within 15 days from end of the quarter.		Non submission of Intimation under Regulation 74(5) of SEBI (Depositories and Participants) Regulations, 2018 within 15 days from end of the quarter.	Acknowledged
11	SEBI (Prohibition of Insider Trading) Regulations, 2015- Intimation of Closure of Trading Window in XBRL Format	Clause 4(2) of the Schedule B of PIT Regulations - Closure of Trading Window	Non submission of Annual secretarial compliance report for the quarter ended 2023 in XBRL format.		Non submission in XBRL format.	Non submission in XBRL format.		The listed entity has not submitted Intimation of Closure of Trading Window in XBRL Format.	Acknowledged



2. Observations regarding the previous reports:

Sr. No.	Observations/ Remarks Of the Practicing Company Secretary in the previous reports) (PCS)	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
1	We observed Non-compliance of Regulation 23(9) of SEBI (LODR) Regulation, 2015, delayed submission of disclosure of Related party for the half year ended September, 2022 after specified time period.	March 31, 2023	Listed entity shall make such disclosures every six months within 30 days from the date of publication of its standalone and Consolidated Financial Results	The listed entity had not made disclosure within prescribed time under Regulation 23(9) of SEBI (LODR) Regulation, 2015, and had made delayed submission with stock exchange	The management had discussed the same in Board meeting and would take extra precaution to avoid such delays.	The Company has not taken satisfactory action for making the compliance good.
2	We observed that the listed entity submitted revised Shareholding Pattern for the quarter ended September, 2022 on 2 nd November, 2023 after duly submitting the same on 18 th October	March 31, 2023	Listed entity shall make submission of Shareholding Pattern within 21 days from end of each quarter.	The listed entity had made correction to shareholding pattern quarter ended September, 2022 on 2 nd November, 2023 for rectifying the error in previous submission made under Regulation 31(1)(b) of SEBI (LODR) Regulation, 2015.	The Management discussed the same and had promptly made correction as needed.	
3	We observed Non-compliance of Regulation 33(3)(d) of SEBI (LODR) Regulation, 2015, regarding delay in submission of Financial result for the year ended March, 2022.	March 31, 2023	The listed entity is required to submit annual audited standalone financial results for the financial year, within sixty days from the end of the financial year along with the audit report.	The listed entity had not made timely disclosure within prescribed period under Regulation 33(3)(d) of SEBI (LODR) Regulation, 2015, and has made delayed submission with stock exchange and the Fine of Rs. 40000/- was imposed.	The management discussed the same and the listed entity has filed the same on 7 th June, 2022 without any further delay.	The Company has not taken satisfactory action for making the compliance good. The fine imposed is yet to be paid by the Company.



Annexure- 'A'

4	We observed Non-compliance of Regulation 33(3)(a) of SEBI (LODR) Regulation, 2015, regarding delay in submission of Financial result for the quarter ended September, 2022	March 31, 2023	The listed entity is required to submit quarterly and year-to-date standalone financial, within forty five days from the end of the quarter	The listed entity had not made timely disclosure within prescribed period under Regulation 33(3)(a) of SEBI (LODR) Regulation, 2015, and had made delayed submission with stock exchange and the Fine of Rs. 600000/- was imposed.	The Management discussed the Non-compliance which was unintentional and inadvertent and asserted that it should not be repeated in future. The listed entity has filed the same on 14 th March, 2023	The fine imposed is yet to be paid by the Company.
5	We observed Non-compliance of Regulation 33(3)(a) of SEBI (LODR) Regulation, 2015, regarding delay in submission of Financial result for the quarter ended December, 2022	March 31, 2023	The listed entity is required to submit quarterly and year-to-date standalone financial, within forty five days from the end of the quarter	The listed entity had not made timely disclosure within prescribed period under Regulation 33(3)(a) of SEBI (LODR) Regulation, 2015, and had made delayed submission with stock exchange and the Fine of Rs. 260000/- was imposed.	The Management discussed the Non-compliance which was unintentional and inadvertent and asserted that it should not be repeated in future. The listed entity has filed the same on 7 th April, 2023.	The fine imposed is yet to be paid by the Company.
6	We observed Non-compliance of Regulation 47(3) of SEBI (LODR) Regulation, 2015, for the quarter ended September, 2022	March 31, 2023	The listed entity is required to publish within 48 hours of conclusion of the meeting of board of directors at which the financial results were approved.	The Company had failed to comply with the provision of Regulation 47(3) of SEBI (LODR) Regulation, 2015, for the quarter ended September, 2022 and had not published financial results in newspaper.	The Management discussed the Non-compliance which was unintentional and inadvertent and asserted that it should not be repeated in future.	
7	We observed that the Listed entity had made Delayed Intimation under Regulation 74(5) of SEBI (Depositories and Participants) Regulations, 2018 for the quarter ended September, 2022 and December, 2022	March 31, 2023	The listed entity is required to make timely intimation within prescribed period under Regulation 74(5) of SEBI (Depositories and Participants) Regulations, 2018.	The listed entity has not made timely intimation within prescribed period under Regulation 74(5) of SEBI (Depositories and Participants) Regulations, 2018 and has made delayed submission with stock exchange. The listed entity has submitted the intimation after prescribed period of fifteen day on 19 th October, 2022 for the quarter ended September, 2022 and 16 th January, 2023 for the quarter ended December, 2022 respectively	The Management discussed the Non-compliance which was unintentional and inadvertent and asserted that it should not be repeated in future.	

