



# AMRAPALI INDUSTRIES LTD.

May 30, 2024

To,  
BSE Limited  
Phiroze Jeejebhoy Towers,  
Dalal Street,  
Mumbai - 400001

Script Code: 526241

**Sub: Intimation of Annual Secretarial Compliance Report under Regulation 24A of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015 for the year ended March 31, 2024**

Dear Sir / Madam,

Pursuant to Regulation 24A of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, we enclose herewith Certificate, Annual Secretarial Compliance Report for the year ended March 31, 2024.

Kindly take the same on records.

Thanking you.

Yours faithfully,

**For, Amrapali Industries Limited**

**Yashwant Thakkar**  
**Managing Director**  
**DIN: 00071126**

**Regd. Office :**

Unit No. PO5-02D, 5th Floor,  
Tower A, WTC Gift City,  
Gandhinagar-382355, ( Gujarat. )  
E-mail : ail@amrapali.com / www.amrapalispot.com

**Correspondence/Corporate Office :**

19-20-21, Narayan Chambers, T+91 79 26581329/30  
3rd Floor, B/h. Patang Hotel, T+91 79 26575105/06  
Ashram Road, Ahmedabad-9. F+91 79 26579169/26584313  
CIN : L91110GJ1988PLC010674

**Secretarial Compliance Report of  
Amrapali Industries Limited  
for the year ended on March 31, 2024**

I / We have examined:

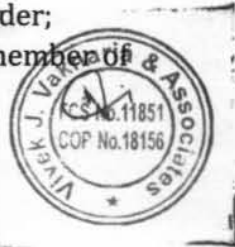
- (a) All the documents and records made available to us and explanation provided by **Amrapali Industries Limited ("the Listed Entity")**;
- (b) The filings / submissions made by the listed entity to the stock exchanges;
- (c) Website of the listed entity;
- (d) Any other document / filing, as may be 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 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 during the review period**)
- (e) Securities and Exchange Board of India (Share Based Employee Benefits & Sweat Equity) Regulations, 2021; (**not applicable during the review period**)
- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; (**not applicable during the review period**)
- (g) Securities and Exchange Board of India (Issue and Listing of Non - Convertible and Redeemable Preference Shares) Regulations, 2013; (**not applicable during the review period**)
- (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;
- (j) The Forward Contracts (Regulations) Act, 1952 and rules made thereunder;
- (k) All the applicable circulars, guidelines, regulations of being a clearing member of various commodity exchange, and Multi Commodity Exchange (MCX);



And based on the above examination, I / 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	Regulation / Circular No.	Deviation	Action Taken by	Type of Action	Details of Violation	Fine Amount	Observations / Remarks of the Practicing Company Secretary	Management Response	Remarks
1.	The Listed Entity shall ensure the approval of Shareholders for appointment or re-appointment of a person on the Board of Directors or as a Manager is taken at the next general meeting or within period of 3 months from the date of appointment, whichever is earlier	17(1C)	The Company has not taken approval of members for appointment within 3 months or next general meeting whichever is earlier	BSE	Penalty	The Company has not taken approval of members for appointment within 3 months or next general meeting whichever is earlier	NIL	The Company has not taken approval of members for appointment within 3 months or next general meeting whichever is earlier	There was procedural lapse by the Company. The company has strengthened the Compliance procedure.	N. A.
2.	The Listed Entity shall file with the recognized stock exchange(s) on a quarterly basis, within 21 days from the end of each quarter, a statement giving number of investor complaints pending at the beginning, those received, disposed off and remained unsolved at the end of the quarter	13(3)	The Company has filed the statement of investor complaints for the Quarter ended December 31, 2023 with delay	BSE	Penalty	The Company has filed the statement of investor complaints for the Quarter ended December 31, 2023 with delay	₹ 23,000 plus GST	The Company has filed Statement of Investor Complaint for the December 31, 2023 on February 15, 2024	There was procedural lapse by the Company. The company has strengthened the Compliance procedure.	N. A.



3.	The Listed Entity shall submit a quarterly compliance report on corporate governance in the format as specified by the Board from time to time to the recognized stock exchange(s) within 21 days from the end of quarter	27(2)(a)	The Company has filed the report on corporate governance for the Quarter ended December 31, 2023 with delay	BSE	Penalty	The Company has filed the report on corporate governance for the Quarter ended December 31, 2023 with delay	₹ 46,000 plus GST	The Company has filed Report on Corporate Governance for the December 31, 2023 on February 15, 2024	There was procedural lapse by the Company. The company has strengthened the Compliance procedure.	N. A.
4.	The listed entity shall submit to the stock exchange(s) shareholding pattern on a quarterly basis, within 21 days from the end of each quarter	31(1)(b)	The Company has filed the Shareholding Pattern for the Quarter ended December 31, 2023 with delay	BSE	Penalty	The Company has filed the Shareholding Pattern for the Quarter ended December 31, 2023 with delay	₹ 18,000 plus GST	The Company has filed Shareholding Pattern for the December 31, 2023 on February 01, 2024	There was procedural lapse by the Company. The company has strengthened the Compliance procedure.	N. A.
5.	Within 15 days of receipt of the certificate of security from the participants the issuer shall confirm to the depository that securities comprised in the said certificate have been listed on the stock exchange or exchanges where the earlier issued securities are listed and shall also after due verification immediately mutilate and cancel the	74(5) of DP Regulations	The Company has filed the certificate from participants with delay	BSE	Penalty	The Company has filed the certificate from participants with delay	NIL	The certificate from the Depository Participants was received on January 1, 2024, and the Company has filed certificate to that effect on February 15, 2024	There was procedural lapse by the Company. The company has strengthened the Compliance procedure.	N. A.



	certificate of security and substitute in its record the name of the depository as the registered owner and shall send a certificate to this effect to the depository and to every stock exchange where the security is listed									
6.	Trading restriction period shall be made applicable from the end of every quarter till 48 hours after the declaration of financial results.	Schedule B Clause 4(2) of the SEBI (PIT) Regulations, 2015	The Company has not filed the intimation with Stock Exchange for the quarter ended on December 31, 2023 and March 31, 2024	BSE	Penalty	The Company has not filed the intimation with Stock Exchange for the quarter ended on December 31, 2023 and March 31, 2024	NIL	The Company has failed to submit intimation for trading window closure for the quarter ended December 31, 2023 and March 31, 2024	There was procedural lapse by the Company. The company has strengthened the Compliance procedure.	NA

(b) The Listed Entity has taken the following actions to comply with the observations made in previous report

Sr. No.	Compliance Requirement	Regulation / Circular No.	Deviation	Action Taken by	Type of Action	Details of Violation	Fine Amount	Observations / Remarks of the Practicing Company Secretary	Management Response	Remarks
1.	Mandatory requirement of NISM-Series-III A, certificate for compliance officer	MCX Circular No. MCX / MEM / 124 / 2019 dated March 6, 2019 MCX Circular No. MCX / MEM / 6 / 79 / 2019 dated	Delayed submission of NISM Certificate to MCX	MCX	Penalty for Non-Sub of Certificate	Delayed submission of NISM Certificate to MCX	₹ 1,180 + taxes	Company made a delay in submission of NISM certificate	Company will ensure timely submissions in future	NA



		November 29, 2019								
2.	Reporting for Artificial Intelligence (AI) and Machine Learning (ML) applications and systems offered and used by members of the Exchange	MCX Circular No. MCX / CTCL / 214 / 2022 dated April 7, 2022  Quarterly reporting of AI & ML	Non submission of Quarterly Report for Quarter 3	-	-	-	-	Non Submission of Quarterly Report for the Quarter 3	Company will ensure that compliance requirement of all the applicable regulations are complied on time	NA
3.	Information on sharing on Cyber Security Incident	MCX Circular No. MCX / CTCL / 214 / 2022 dated April 7, 2022	Non submission of Quarterly Report for Quarter 3	-	-	-	-	Non submission of Quarterly Report for Quarter 3	Company will ensure that compliance requirement of all the applicable regulations are complied on time	

I / 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.	Secretarial Standard  The compliances of listed entities are in accordance with the applicable Secretarial Standards (SS) issued by the Institute of Company Secretaries of India (ICSI)	Yes	N. A.
2.	Adoption and Timely updation of the Policies  • All applicable policies under SEBI Regulations are adopted	Yes	N. A.



	<p>with the approval of Board of Directors of the Listed Entities</p> <ul style="list-style-type: none"> <li>All the policies are in conformity with SEBI Regulations and have been reviewed &amp; updated on time, as per the regulations / circulars / guidelines issued by SEBI</li> </ul>		
3.	<p>Maintenance and Disclosure on Website</p> <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 Report under Regulation 27(2) are accurate and specific which redirects to the relevant document(s) / section of the website</li> </ul>	Yes	N. A.
4.	<p>Disqualification of Director(s)</p> <p>None of the director(s) of the Listed Entity is / are disqualified under Section 164 of Companies Act, 2013 as confirmed by the Listed Entity</p>	Yes	N. A.
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>	N. A.	Company does not have any subsidiaries
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	N. A.
7.	<p>Performance Evaluation</p> <p>The Listed Entity has conducted performance evaluation of the Board, Independent Directors and the</p>	Yes	N. A.



	Committees at the start of every financial year / during the financial year as prescribed in SEBI Regulations		
8.	<p>Related Party Transactions</p> <p>(a) The Listed Entity has obtained prior approval of audit committee for all related party transactions</p> <p>(b) In case no prior approval obtained, the listed entity shall provide detailed reasons along with the confirmation whether the transactions were subsequently approved / ratified / rejected by the audit committee</p>	<p>Yes</p> <p>N.A.</p>	As all the related party transaction were entered after obtaining the approval of Audit committee hence (b) clause is not applicable
9.	<p>Disclosure of events or information</p> <p>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</p>	Yes	N. A.
11.	<p>Prohibition of Insider Trading</p> <p>The Listed Entity is in compliance with Regulation 3(5) &amp; 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015</p>	Yes	N. A.
12.	<p>Actions taken by SEBI or Stock Exchange(s), if any</p> <p>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</p>	N.A.	There was no action taken against the Company/promoters/directors during the review period
12.	<p>Resignation of Statutory Auditors from the Listed Entity or its material subsidiaries</p> <p>In case of resignation of statutory auditor from the Listed Entity or any of its material subsidiaries during the</p>	N. A.	There was no resignation of Statutory Auditors from the Listed Entity or its material subsidiaries during the review period





	financial year, the listed entity and / or its material subsidiaries 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		
13.	Additional Non - Compliance, if any  No Additional non - Compliances observed for any SEBI Regulations / Circulars / Guidance note etc., except as reported above.	NA	As reported in Table (a)

**Assumptions & Limitation of Scope and Review:**

1. Compliance of the applicable law 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 express 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 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, Vivek J. Vakharia & Associates  
Practicing Company Secretaries**

*Vivek J. Vakharia*

**CS Vivek Vakharia**

**Proprietor**

**FCS No.: 11851 ; CP No.: 18156**

**P/R No.: 1733/2022**

**UDIN: F011851F000495831**



**Date: 30.05.2024**

**Place: Ahmedabad**