G. G. DANDEKAR PROPERTIES LTD.

(Formerly Known as G. G. Dandekar Machine Works Limited)



Ref. No.: GGD/Sec./2024/05/13

Date: May 30, 2024

To,
BSE Limited
Corporate Relationship Department
1st Floor, P J Towers,
Dalal Street, Fort,
Mumbai – 400 001

Ref.: Scrip Code: 505250

Subject: Annual Secretarial Compliance Report pursuant to Regulation 24A (2) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir/Madam,

Pursuant to the Regulation 24A (2) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed a report issued by KANJ & Co. LLP, Practicing Company Secretary for the financial year ended March 31, 2024.

You are requested to take the same on your record.

Thanking you,

Yours faithfully, For G. G. Dandekar Properties Limited (formerly known as G. G. Dandekar Machine Works Limited)

Ashwini Paranjape Company Secretary & Compliance Officer M. No. A42898

Encl: A/a

CIN: L70100MH1938PLC002869

Regd. Office & Factory:

B-211/1, MIDC Butibori Industrial Area, Kinhi Village, Tah. Hingna, Dist.: Nagpur - 441122, Maharashtra Tel.: (07103) 295109 | Website: www.ggdandekar.com

Mail ID: cs@ggdandekar.com

3-4, 'Aishwarya Sankul', S. No. 17, Opp. Joshi Railway Museum, Kothrud Pune - 411 038.INDIA Tel.: +91 20 2546 6265 | 6265 6520 | 6529 6055 | www.kanjcs.com | GSTIN 27AATFK2284M1ZK Registered Under The Limited Liability Partnership Act, 2008 With Limited Liability | LLPIN: AAM-2628



ANNUAL SECRETARIAL COMPLIANCE REPORT OF G. G. DANDEKAR PROPERTIES LIMITED (FORMERLY KNOWN AS G. G. DANDEKAR MACHINE WORKS LIMITED) FOR THE YEAR ENDED 31ST MARCH, 2024

I have conducted the review of the compliance of the applicable statutory provisions and the adherence to good corporate practices by **G. G. Dandekar Properties Limited (Formerly known as G. G. Dandekar Machine Works Limited)** (hereinafter referred as 'the listed entity'), having its Registered Office at 211 / A, MIDC, Buti Bori Industrial Area Village Kinhi, Tal. Hingana, Dist. Nagpur 441122. Secretarial Review was conducted in a manner that provided to me a reasonable basis for evaluating the corporate conducts/statutory compliances and to provide my observations 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 authorized representatives during the conduct of Secretarial Review, I 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:

I, CS Mahesh A. Athavale, Practicing Company Secretary have examined:

- (a) all the documents and records made available to us and explanation provided by G. G. Dandekar Properties Limited (Formerly known as G. G. Dandekar Machine Works 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 report,

for the 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:-





- (b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; There are no events occurred during the review period which attract provisions of these regulations, hence not applicable;
- (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; There are no events occurred during the review period which attract provisions of these regulations, hence not applicable;
- (e) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; There are no events occurred during the review period which attract provisions of these regulations, hence not applicable;
- (f) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021; There are no events occurred during the review period which attract provisions of these regulations, hence not applicable;
- (g) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

and circulars/guidelines issued thereunder;

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and based on the above examination, I 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: I have relied on the reports of the Auditors in respect of compliance with the accounting standards and other recognized accounting practices and policies wherever available and generally take overview of the compliance in respect of accounting principles and standards as per Regulation 33 of SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015.





Sr. No.	Compliance Requirement (Regulations / circulars/ guidelines including specific clause)	Regu latio n/Cir cular No.	Deviatio ns	Actio n take n by	Type of Actio n	Details of violation	Fin e Am ou nt	Observations /Remarks of the Practicing Company Secretary	Manage ment Response	Remarks
1.	Orderly succession plan for appointment to the board of directors and senior management .	Regulation 17(4) of SEBI (LOD R) Regulation s, 2015	The Compan y has not adopted orderly successi on plan for appoint ment to the board of directors and senior manage ment till August 8, 2023.	No	NA	During the year, the Company did not adopted orderly succession plan for appointment to the board of directors and senior management till August 08, 2023.	NIL	The Board adopted the succession plan in the meeting of Board of Directors held on August 8, 2023. However, till August 8, 2023, the Company did not comply with required provisions of the regulation.	There was a change in the Board of Directors and Complian ce manage ment personne I during FY 2022- 23. The Board of Directors became stable and orderly successio n plan was worked out in due course of time and was adopted on 08 August 2023.	The non complianc e was made good by the Company during the period under review.

M



										Secretaries
2.	Risk	Regul	Not laid	No	NA	The company	NIL	No risk	The	In our
	assessment	ation	down			is yet to adopt		assessment	various	view, it
	and	17(9)	risk			the risk		and	presentati	would be
	minimization	(a)	assessm			assessment		minimizatio	ons made	desirable
	procedures	and	ent and			and		n	at the	that the
		(b) of	minimiza			minimization		procedures	meetings	Company
		SEBI	tion			procedures.		has not	of Audit	adopts a
		(LOD	procedur			However, the		been	committe	policy
		R)	es			risk		adopted.	e and	document
		Regul				management			Board of	detailing
		ation				framework has			Directors	the
		s,				been approved			from time	Procedure
		2015				in board			to time	s for risk
						meeting held			are the	assessmen
						on November			procedur	t and
						9, 2023.			es to	minimizati
									inform	on.
									the	
									members	
									of the	
									Board of	
					1				Directors	
									about risk	
									assessme	
									nt and	
									minimizat	
									ion	
								31	procedur	
									es. The	
	1								thorough	
									discussion	
									s at	
									meetings	
									held at	
									regular	
									intervals	
									are in our	
									view	
									sufficient	
									to inform	
									the	
									members	
									of the	





	Т		1						Company S	ecrecaries
									Board	
									about the risks.	
									When	
									events	
									occur	
									which are	
									not in	
									ordinary	
									course of	
									business,	1
									specific	
									discussion	
						22			takes	
									place,	
									opinions	
									from	
									experts	
									are	
									placed	
									before	
									the Board	
									members.	
									25	
3.	The	Regul	The	No	NA	The	NIL	Non-	Due to	Non-
	Chairperson	ation	Chairper			Chairperson of		compliance	some	complianc
	of the audit	18(d)	son of			the Audit		of SEBI	important	e of
	committee	of	the Audit			Committee		(LODR)	travel	Regulation
	shall be an	the	Committ			was not		Regulations	plan and	18(d) of
	independent	SEBI	ee was			present in the		, 2015 as	difference	the SEBI
	director and	(LOD	not			Annual		the	in the	(LODR)
	he shall be	R)	present			General		Chairperso	time zone	Regulation
	present at	Regul	in the			Meeting held		n of the	of 2	s, 2015
	Annual	ation	Annual			on September		Audit	countries,	
	general	S,	General			26, 2023.		Committee	the	The BSE
	meeting to	2015	Meeting					was not	Chairpers	Listing
	answer							present at	on of	Center
	shareholder							the Annual	audit	issued
	queries.							General	committe	advisory letter for
								Meeting held on	e could	ensuring
						1		September	attend	complianc
								26, 2023.	the AGM	e
			1			1		20, 2023.	the Adivi	-







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										Secretaries
									held on	hencefort
				4					Septembe	h to the
									r 26,	Company
				l l	1				2023.	on April 16
										2024.
										The
										Company
										replied to
										the
										advisory
										letter on
										April 17,
										2024.
4.	Prior	Regul	Delay in	Bom	Fine	Delay in giving	Rs.	Delay of 1	Inadverte	Delay of 1
	intimation to	ation	giving	bay	impo	prior	11,	day in	nt delay	day in
	the stock	29(1)	prior	Stock	sed	intimation to	800	giving prior		giving
	exchange of	(a) of	intimatio	Exch		the stock	(inc	intimation		prior
	the meetings	SEBI	n to the	ange		exchange for	ludi	to the stock		intimation
	of the Board	(LOD	stock	Listin		Board Meeting	ng GST	exchange		to the
	in which the	R)	exchang	g		to be held on	@	at least five		stock
	financial	Regul	е	Cent		May 30, 2023	18	days in		exchange
	results will be	ation		er		to consider	%)	advance		
	considered at	s,				and approve		(excluding		
	least five	2015				audited		the date of		
	days in	and				standalone		intimation		
	advance	as				and		and the		
	(excluding	per				consolidated		date of the	la la	
	the date of	SEBI				financial		meeting)		
	intimation	circul				results for the		for Board		
	and the date	ar		8		quarter and		Meeting to		
	of the	no.				year ended		be held on		
	meeting).	SEBI/				March 31,		May 30,		
	meeting).	HO/C				2023 was		2023		
		FD/C				submitted to		2023		
		MD/				BSE Limited on				
		CIR/P				May 25, 2023.				
		33				Iviay 23, 2023.				
		/202			VI					
		0/12								
		date								
		d								JA ATA
		Janu								50



						1			Company S	ecretaries
		ary								
		22,								
		2020								
5.	Disclosure to	Regul	Delay of	No	NA	Non-	NIL	The	The notes	Delayed
Э.	stock	ation	35	NO	IVA	compliance of	IVIL	outcome of	forming	disclosure
	50-36-00-00-00-00-00-00-00-00-00-00-00-00-00	30(6)	minutes			SEBI (LODR)		Board	part of	s made to
	exchange	of	Cherry Hallandsburger (Theody)			Regulations,		Meeting for	the	the stock
	about the		in submitti			2015 regarding		the	financial	exchange
	outcome of	SEBI	680-680-680-680-680-680-680-680-680-680-			delay in		financial	statemen	excitatige
	the Board	(LOD	ng			submission of		results for		
	Meeting	R)	outcome					the Quarter	ts were revised	
	within 30	Regul	of the			SUBSTRUCTURE STATE		Alternative Control of the Control o	based on	
	minutes of	ation	Board			Board Meeting		and year	discussion	
	conclusion of	S,	Meeting			for the				
	the meeting	2015	for the			financial		on March	at the	
			financial			results for the		31, 2023	meeting therefore	
			results			Quarter and		was	15.40 (FOW) F1 (4.50 (FO)) (1.50 (FO))	
			for the			year ended as		submitted	more	
	a		Quarter			on March 31,		to BSE	time was	
			and year			2023		Limited	required	
			ended as					with delay	to submit	
			on					of 35	the	
			March					minutes as	results	
			31, 2023					per the	along	
			to Stock					stipulated	with	
			Exchang					time as	revised	
			е					mentioned	notes	
								in	with stock	
								prescribed	exchange	
								regulation.		
-	Disclosure	Dogul	Delay of	The	Clarif	Non-	Not	The	Was	The
6.	Disclosure with respect	Regul ation	6 hours	Com	icatio	compliance of	levi	proceeding	awaiting	Company
		30(6)	and 42	pany	n	SEBI (LODR)	ed	s of Annual	scrutinize	needs to
		of	minutes	has	requi	Regulations,	eu	General	r's report	submit the
	specified in	SEBI	in	recei	red	2015 regarding		Meeting	in order	proceedin
	sub-para 13		submitti	ved	reu	delay of 6		held for the	to submit	gs of AGM
	of Para A of Part A of	(LOD	20040000 000000	the		hours and 42		financial	outcome	which is
	1311131131131	R)	ng	Notic		minutes in		year 2022-	of the	not
	Schedule III	Regul	proceedi			submission of		23 was	AGM -	dependen
	shall be made	ation	ngs of the	e		proceedings of		submitted	resolution	t on the
	within	S,		over		Annual		to BSE	s were	Scrutinizer
	twenty-four	2015	Annual	e-		General		Limited	passed or	's Report.
	hours of the		General	mail		General		Limited	passed or	s report.







				_						ecretaries
	conclusion of		Meeting	from		Meeting fo		with delay	not was	
	the annual		to Stock	BSE		the financia		of 6 hours	to	
	and		Exchang	Listin		year ende		and 42	determin	
	extraordinary		е	g		March 31 202	3	minutes as	ed based	
	general			Cent		held o	n	per the	on	
	meetings			er		September 26	5,	stipulated	scrutinize	
				seeki		2023		time.	rs report,	
				ng					therefore	
				clarif					could not	
				icatio					submit	
				n on					within	
				the					prescribe	
				said					d time.	
				delay						
				in,						
				com						
				plian						
				ce.						
7	Submission	Regul	Delay of	No	NA	Non-	NIL	Delay in	-	Delayed
7.				INO	INA	compliance		submission		submissio
	of	ation				SEBI (LODI		of		n of
	information	39(3)					\ <u>'</u>	informatio		informatio
	regarding	of	days in			Regulations,				n to the
	loss of share	SEBI	submitti			2015 regardir		n regarding		stock
	certificates	(LOD	ng			,	in	loss of		
	and issue of	R)	informat			submission	OT	share		exchange
	duplicate	Regul	77.00			information		certificates		
	certificates to	ation	regardin			regarding lo		and issue of		
	the stock	s,	g loss of			of sha	re	duplicate		
	exchange	2015	share			certificates		certificates		
			certificat			and issue	of			
			es and			duplicate				
			issue of			certificates				
			duplicat			which w	as			
			е			received fro	m			
			certificat			Registrar ar				
			es			Share Transf	er			
			respectiv			Agent on Ap	ril			
			ely to			13, 2023 ar	nd			
			the stock			May 31, 202	23			
			exchang			respectively				
			е			and intimate	ed			
						to sto	ck			
						exchange o	on			
L	1		1			1			-	A AF.

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							1		Company S	Secretaries
						April 22, 2023 and July 12, 2023 respectively.				
8.	The explanatory statement to the notice seeking shareholders' approval for change in name, shall include a certificate from a practicing chartered accountant stating compliance with conditions provided in subregulation 45 (1).	Regulation 45 (3) of the SEBI (LOD R) Regulation s, 2015	The Compan y has not procured and attached the certificat e from a practicin g chartere d accounta nt stating complia nce with conditio ns provided in sub- regulatio n 45 (1) to the postal ballot notice issued to sharehol ders on June 28, 2023	Bom bay Stock Exch ange Listin g Cent er	Rem ark recei ved to the Com pany requiring to shar e proof of com plian ce relat ed to placi ng of certificate from pract ising Chart ered Accountant before mem bers at the time of takin g approval	Non- compliance in relation to procuring and attaching a certificate from practicing chartered accountant to the postal ballot notice for seeking approval for change in name.	Not levi ed	The Company ratified the non- compliance by placing certificate from practicing Chartered Accountant before members in the postal ballot notice dated December 26, 2023.		The Company received approval of members on January 25, 2024 and complied with the regulation .

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									Company S	ecretaries
					for chan ge in its nam e.					
9.	Publication of	Regul	Not	No	NA	Non-	Not	Non-	-	Non-
	notice of	ation	publishe	Actio		compliance of	levi	compliance		complianc
	shareholders	47 of	d the	n		SEBI (LODR)	ed	of SEBI		e of
	meeting	the	Notice of	take	5	Regulations,		(LODR)		Regulation
	simultaneous	SEBI	the	n		2015 in		Regulations		47 (1) (d)
	ly with the	(LOD	Annual			relation to		, 2015 in		of the SEBI
	submission of	R)	General			publishing the		relation to		(LODR)
	the same to	Regul	Meeting			Notice of the		publishing		Regulation
	the stock	ation	simultan			Annual		the Notice		s, 2015 is
	exchange	s,	eously			General		of the		non
		2015	with the			Meeting held		Annual		curable
			submissi			on September		General		
			on of the			26, 2023		Meeting to		
			same to			simultaneousl		be held on		
			the stock			y with the		September		
			exchang			submission of		26, 2023 in		
			e in			the same to		English		
			English			the stock		language		
			language			exchange in		national		
			national			English		daily		
			daily			language		newspaper		
			newspap			national daily		and in		
			er and in			newspaper		language of		
			language			and in		the region		
			of the			language of		daily		
			region			the region		newspaper		
			daily			daily				
			newspap			newspaper				
			er							

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

Sr.	Observations/	Observations	Compliance	Details of	Remedial actions,	Comments of
No.	Remarks of the	made in the	requirement	violation /	if any, taken by	the PCS on
	Practicing	secretarial	(Regulations/	deviations	the listed	the actions
	Company Secretary	compliance report	circulars/	and actions	entity	taken by the
		for the year	guidelines			listed entity



reports (PCS) 31, 2023 specific clause) specific clause) 31, 2023 specific clause) specific clause) 1. Default in appointment of a compliance officer pursuant to the specified regulations. 2. Delay in filing statement of investor complaints with BSE Limited for the quarter ended on September 30 2022. 2. Delay in filing statement of investor complaints with BSE Limited for the quarter and the beginning of the quarter, disposed of during the end of the quarter ended on September 30, 2022 3. The succession plan for appointment to of appointment of a qualified company (LODR) appointment of a qualified company (LODR) appointment of a qualified company secretary as the compliance officer pursuant to the specified regulations secretary as the compliance officer pursuant to the specified regulations Polary for SEBI (LODR) appointment of a qualified company secretary was submitted to the delay. The Delay of 20 days in filing disclosure investor complaints with BSE Limited for the quarter and those received during the quarter and those remaining unresolved at the end of the quarter ended on September 30, 2022 3. The succession plan for appointment to plan for 17(4) c of series of the default was made appointment to days in filing disclosure investor complaints with BSE Limited within twenty- one days from the end of the quarter ended on September 30, 2022 with 20 days delay from duarter ended on September 30, 2022 with 20 days delay from duarter ended on September 30, 2022 with 20 days delay from duarter ended on September 30, 2022 with 20 days delay from duarter ended on September 30, 2022 with 20 days delay from duarter ended do for plan for appointment to plan for 17(4) c of series of the succession appointment to the listed entity The Company statement of company statement of company statement of the delay. The Delay of 20 days in filing disclosure in the delay. The Delay of 20 days in filing days in filing disclosure in the delay. The Company to the delay. The Delay of 20 days in filing and the be						Compan	y Secretaries
appointment of compliance officer pursuant to the specified regulations. 2. Delay in filling statement of investor complaints with BSE Limited on September 30, 2022. Delay in filling disclosure with BSE Limited for the quarter ended on September 30, 2022. 2. Delay in filling disclosure with BSE Limited for the quarter, disposed of during the quarter ended on September 30, 2022. 3. The succession plan for appointment to the Board and interest and pushing a papointment to the Board and interest as proportion of the pursuant to the specified regulations. (appointment of appointment of a dqualified company secretary) was papointed with a papointment of a qualified company secretary as the complaints of a qualified company secretary as the pushing of a qualified company secretary as the pushing of a qualified company secretary as the company secretary as the pushing appointment to the specified regulations. 20. Delay in filling disclosure with a plan for appointment of the pushing at the pushing disclosure with a plan for appointment to the specified company secretary as the company secretary as the pushing appointment of a qualified company secretary as the papointment of a qualified company secretary as the appointment of appointment of appointment of appointment of appointment of appointment of appointment to the specified regulations. 20. Delay in filing disclosure with a plan for appointment of appoint					imposed, if any, on the		
statement of investor complaints with BSE Limited for the quarter ended on September 30 2022. 2022. Statement of investor complaints with BSE Limited for the quarter, those received during the quarter, disposed of during the quarter and those remaining unresolved at the end of the quarter ended on September 30, 2022 3. The succession plan for appointment to the Board and appointment to the statement of satement of investor complaints with BSE Limited the statement of investor complaints with BSE Limited within twenty- one days from the end of quarter ended September 30, 2022 with 20 days delay from due date. (i.e. 21st October 2022)	1.	appointment of compliance officer pursuant to the specified	appointment of a qualified company secretary as the compliance officer	6(1) of SEBI (LODR) Regulations,	days in appointment of a qualified company secretary as the compliance officer pursuant to the specified	officer (Company Secretary) was appointed with a 122 days delay. The management had taken efforts to recruit the qualified Company	was made good by the Company with a delay
for appointment to the Board and appointment to SEBI (LODR) plan for succession plan in good by the	2.	statement of investor complaints with BSE Limited for the quarter ended on September 30	filing disclosure with respect to filing of statement giving the number of investor complaints pending at the beginning of the quarter, those received during the quarter, disposed of during the quarter and those remaining unresolved at the end of the quarter ended on September 30,	13(3) of SEBI (LODR) Regulations,	days in filing statement of investor complaints with BSE Limited within twenty- one days from the end of quarter ended September	company secretary was vacant, therefore	has submitted the statement of investor complaints with BSE Limited for the quarter ended on September 30 2022 with 20 days delay from due date. (i.e. 21st October 2022)
	3	for appointment to	plan for appointment to	17(4) c of	succession plan for	adopted the succession plan in	was made good by the



					Compar	y Secretaries
	senior management	senior	Regulations,	to the Board	Board of Directors	during the
	was not in place.	management was	2015	and senior	held on August 8,	financial year
		not in place.		management	2023.	2023-24.
				was not in		
				place.		
4.	The Company has changed its main objects however, it has not changed its name within a period of six months from the change of activities.	Pursuant to the specified regulations, if the company has changed its activities which are not reflected in its name, it shall change its name in line with its activities within a period of six months from the change of activities.	Regulation 45 of SEBI (LODR) Regulations, 2015	The Company has changed its main objects however, it has not changed its name within a period of six months from the change of activities.	The Company had been taking steps to change its name- due to technical issues related to Ministry of Corporate Affairs V3 portal, the company has made couple of unsuccessful attempts for reservation of proposed name. The company has prepared a draft application to be sent to SEBI regarding the matter. The same has been sent over mail for review/comments to your office.	The Company has complied with prescribed provisions during FY 2023-24 with delay of 1 year 1 month from conclusion of six months from the change of activities of the Company.
					The company in its meeting of Board of Directors held on 30 May 2023 has passed a resolution for change in name subject to the approval of the shareholders to be obtained in due course.	
5	. The outcome of Board Meeting held	Disclosure with respect to events	Regulation 30(6) of SEBI	Non- compliance	The delay was due to the non-	Delayed submission of



			100		Compar	ny Secretaries
	for approval of	specified in sub-	(LODR)	of SEBI	availability of	outcome to
	financial results for	para 4 of Para A of	Regulations,	(LODR)	Compliance	the stock
	the Quarter and	Part A of Schedule	2015	Regulations,	officer of the	exchange
	year ended as on	III shall be made		2015	Company.	
	March 31, 2022 was	within thirty		regarding		
	submitted to BSE	minutes of the		delay in		
	Limited with delay	conclusion of the		submission		
	of ten minutes as	board meeting.		of outcome		
	per the stipulated	However, the		of Board		
	time as mentioned	Company		Meeting held		
	in Regulation 30(6)	submitted the		for approval		
	of SEBI (LODR)	outcome with		of financial		
	Regulations, 2015	delay of ten		results for		
		minutes as per the		the Quarter		
		stipulated time.		and year		
	6			ended as on		
				31st March,		
				2022 within		
		H		30 minutes		
				from the		
		6		conclusion of		
				Board		
				Meeting		
6.	Information to be	Following details	Regulation	Following	The Company	The default
	disseminated by	are not	46(2) of SEBI	details are	updated the	was made
	listed entity on its	disseminated on	(LODR)	not	details on the	good by the
	Website not	The second second	Regulations,	disseminated	website	Company
	disclosed on		2015	on website -	0.00.00	during the
	website of the Company.	sub-regulation (8) of regulation 30 of		Disclosures under sub-		financial year
	Company.	these regulations		regulation		2023-24
		these regulations	3	(8) of		
				regulation 30		
				of these		
	=			regulations		

II. Compliance related to resignation of statutory auditors from listed entities and their material subsidiaries as per SEBI Circular CIR/CFD/CMD1/114/2019 dated October 18, 2019: NONE





•	D. C. L.		Secretarie	
Sr.	Particulars	Compliance	Observation	
No.		status	s/Remarks	
		(Yes/No/NA)	by PCS	
1.	Compliance with the following conditions while appointing/re-appointing an auditor			
	 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	
	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	NA	appointmen t or re- appointmen t during the	
	III. If the auditor has signed the limited review/ audit report for the first three quarters of a financial year, the auditor		period.	
	before such resignation, has issued the limited review/ audit report for the last quarter of such financial year as well as the audit report for such financial year.	= -		
2.	Other conditions relating to resignation of statutory auditor			
	I. Reporting of concerns by Auditor with respect to the listed entity/its material subsidiary to the Audit Committee:			
	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.	NA	There is not event or resignation of Auditor during the period under review therefore, there is not event or event of the period there is not event or event of the period there is not event or event of the period there is not event or event of the period that the period the period the period the period that the period the period that the	
	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		requirement of such reporting.	



		Company	Secretaries
	auditor has informed the Audit Committee the details of information / explanation sought and not provided by the management, as applicable.		
	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.		
	II. Disclaimer in case of non-receipt of information:		
	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.		
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.	NA	No resignation during the review period.

III. I/we hereby report that, during the review period the compliance status of the listed entity is appended as below:

Sr.	Particulars	Compliance	Observations/Remarks by PCS
No.		status	
		(Yes/No/NA)	
1.	Secretarial Standards: The compliance of the listed entity are in accordance with the applicable Secretarial Standards (SS) issued by the Institute of Company Secretaries India (ICSI).	No	The Board of Directors did not consider the agenda relating to periodic review of compliance during second quarter of financial year 2023-24. In the minutes of meeting of Board of Directors held on
			06.02.2024, the resolution numbers are not mentioned in
			the minutes. Further agenda







			Company Secretaries
			related to granting leave of
			absence to Mr. Pawan Rathi was
			taken after first agenda
			considered in the meeting.
			3. In the meeting of Board of
			Directors held on December 26,
			2023, the Board approved the
			resolution in relation to
			recommendation to the
			ratification of certificate
			obtained from a Practicing
			Chartered Accountant pursuant
			to regulation 45 (3) of SEBI
			(LODR) Regulations, 2015 after
			approving postal ballot notice
			which includes the said agenda.
-			The sequence of the approval
			was different
			was amerene
2.	Adoption and timely updation of Policies:		
	All applicable policies under SEBI		
	Regulations are adopted with the approval		
	of board of directors of the listed entities.		
	of board of directors of the listed entities.		
		Yes	-
	All the policies are in conformity with SEBI		
	Regulations and has been reviewed &		
	updated on time, as per the		
	regulations/circulars/guidelines issued by		
	SEBI		
			,
3.	Maintenance and disclosures on Website:		Following details are not
			disseminated on website during
	The Listed entity is maintaining a functional		the period under review. However,
	website.		as on the date of this report these
			details are available on the
	Timely dissemination of the documents/	No	website:
-			website.
	information under a separate section on		1 Disalessures and a set
	the website.		1. Disclosures under sub-
			regulation (8) of regulation 30 as
			outcome of Board meeting dated







	Web-links provided in annual corporate governance reports under Regulation 27(2) are accurate and specific which redirects to the relevant document(s)/ section of the website.		August 08, 2023 is not available on the website. 2. Details of familiarization programs imparted to independent directors are available on website. However, it does not include number of programs attended by independent directors (during the year and on a cumulative basis till date)
4.	Disqualification of Directors: None of the Director(s) of the Company is/ are disqualified under Section 164 of Companies Act, 2013 as confirmed by the listed entity.	Yes	-
5.	Details related to Subsidiaries of listed entities have been examined w.r.t.: (a) Identification of material subsidiary companies. (b) Disclosure requirement of material as well as other subsidiaries	NA	The Company did not have subsidiary company during the year under review.
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 company prescribed under SEBI LODR Regulations, 2015.	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/during the financial year as prescribed in SEBI Regulations.	Yes	



			Company Secretaries
8.	Related Party Transactions:		
	(a) The listed entity has obtained prior approval of Audit Committee for all related party transactions; or	Yes	-
	(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.	NA	No such instance was observed
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.	No	The Company has defaulted in following during the period under review: A. Regulation 30(6) of SEBI (LODR) Regulations, 2015 due to delay in submission of outcome of Board Meeting held on May 30, 2023 for the financial results for the Quarter and year ended as on March 31, 2023. B. Regulation 30(6) of SEBI (LODR) Regulations, 2015 due to delay of 6 hours and 42 minutes in submission of proceedings of Annual General Meeting for the financial year ended March 31, 2023 held on September 26, 2023.





			Company Secretaries
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: The action taken against the listed entity by Stock Exchanges under SEBI circulars issued thereunder is specified in the last column. Further except as provided above, no other 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.	Yes	Pursuant to Regulation 29(1) (a) of SEBI (LODR) Regulations, 2015 and as per SEBI circular no. SEBI/HO/CFD/CMD/CIR/P/2020/1 2 dated January 22, Bombay Stock Exchange imposed fine of Rs. 11,800/- (including GST @ 18%) for delay in furnishing prior intimation of the meeting of the board of directors dated May 30, 2023 on June 14, 2023. The Company has paid the fine on June 16, 2023.
12.	Additional non-compliances, if any: No additional non-compliance was observed in respect of all SEBI regulation/circular/guidance note etc.	Yes	-

Assumptions & Limitation of scope and Review:

- 1. Compliance with 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 the 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 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.

AT

For KANJ & CO, LLP Company Secretaries

Mahesh A. Athavale

Designated Partner

FCS No. 2412

CP No. 1488

UDIN: F002412F000492968

Peer Review Certificate No.: 1331/2021

Place: Pune

Date: 30th May, 2024