



**THE ANDHRA
PETROCHEMICALS LIMITED**

Regd. Office :
VENKATARAYAPURAM
(Tanuku) - 534 215
West Godavari Dist. (A.P.)
Tel : 08819-220975, 224755, 224911 (7 Lines)
Fax : 08819-224168
E-mail : investors@theandhrapetrochemicals.com
CIN : L23209AP1984PLC004635
Website : www.theandhrapetrochemicals.com

No.APL/SEC/BSE/SCR-2023-24/

Manager,
Listing Compliance
Bombay Stock Exchange Ltd.,
25th Floor, Phiroze Jeejeebhoy Towers
Dalal Street,
Mumbai 400001

25 May 2024

Dear Sir,

Sub: Annual Secretarial Compliance Report for the Year ended 31st March, 2024.

Ref: Scrip code: 500012

* * *

We enclose herewith the Annual Secretarial Compliance Report of our Company, The Andhra Petrochemicals Ltd., for the Year ended 31st March, 2024 issued by Nekkanti S R V V S Narayana & Co., Practising Company Secretaries.

We request you to kindly take the same on record.

Thanking you,

Yours faithfully,
for **THE ANDHRA PETROCHEMICALS LIMITED,**

(G. Adinarayana)
Chief Financial Officer & Company Secretary

Digitally signed by
G. ADINARAYANA
DN: cn=G.
ADINARAYANA,
o=THE
ANDHRA
PETROCHEMICALS
LIMITED, ou=INDIA
Date: 2024.05.27
15:40:25 +05'30'
Signature Verified

Encls: As above.

**SECRETARIAL COMPLIANCE REPORT OF M/S. THE ANDHRA PETROCHEMICALS
LIMITED FOR THE YEAR ENDED 31ST MARCH, 2024**

We have examined:

- (a) all the documents and records made available to us and explanation provided by M/s. **The Andhra Petrochemicals Limited** having CIN L23209AP1984PLC004635 and having Registered Office at Venkatarayapuram, West Godavari District, Tanuku, Andhra Pradesh - 534215 ("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:

- (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 to the extent applicable;
- (b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 (there were no events requiring compliance 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 (there were no events requiring compliance during the Review Period);
- (e) The Securities and Exchange Board of India (Share Based Employee Benefits & Sweat Equity) Regulations, 2021; (there were no events requiring compliance during the Review Period);
- (f) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021 (there were no events requiring compliance during the Review Period);
- (g) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015; 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:

Sl.No.	1
Compliance Requirement (Regulations / Circulars / Guidelines including specific clause)	Pursuant to Regulation 23(9) of the LODR, the listed entity is required to disclose related party transactions on the date of publication of its financial results.
Regulation / Circular No.	23 (9)
Deviations	The listed entity has submitted related party transactions on Monday, the 22 nd May, 2023 instead of on the date of Board meeting i.e Saturday, the 20 th May, 2023.
Action taken by	BSE
Type of Action	Fine
Details of violation	The listed entity has submitted related party transactions with one day delay on Monday, the 22 nd May, 2023 instead of on the date of Board meeting i.e Saturday, the 20 th May, 2023.
Fine Amount	Rs.5,000/- (Rupees five thousand only)
Observations / Remarks of the Practising Company Secretary	There is a non-compliance of one day delay in submitting related party transactions to BSE.
Management Response	The details of related party transactions have been submitted to the BSE on the immediate following working day i.e Monday, 22 nd May, 2023 due to technical glitches in the listed entity's systems on 20 th May, 2023 afternoon session. There is no default or negligence on the listed entity part with regard to submission of details of related party transactions.
Remarks	The listed entity has requested for waiver of the fine as per Point No.8 of Part C of the BSE Guidance Note pursuant to the SEBI Circular dated 22 nd January, 2020 and the said request referred to the BSE committee for consideration of waiver.

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

Sl.No.	
Observations / Remarks Of the Practising Company Secretary in the previous reports) (PCS)	
Observations made in the secretarial compliance report for the year ended 31.03.2024	
Compliance Requirement (Regulations / circulars / Guidelines including Specific clause)	Not applicable during the reporting period
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	



We hereby report that, during the Review Period, the compliance status of the listed entity with the following requirements:

Sl. No.	Particulars	Compliance Status (Yes/No/ NA)	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 India (ICSI), as notified by the Central Government under section 118(10) of the Companies Act, 2013 and mandatorily applicable	Yes	
2.	Adoption and timely updation of the Policies: <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 on time, as per the regulations/circulars/guidelines issued by SEBI 	Yes	
3.	Maintenance and disclosures on Website: <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.	Disqualification of Director: 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 has identified that there are no material subsidiary
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	
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	



Sl. No.	Particulars	Compliance Status (Yes/No/ NA)	Observations / Remarks by PCS*
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	
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 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 However, BSE has imposed a fine of Rs.5,000/- (Rupees Five Thousand) vide email received on 30th June, 2023 for non-compliance of Regulation 23 (9) of SEBI (LODR) Regulations 2015. The listed entity has sent e-mail request to BSE for waiver of the said fine of Rs.5000 and the said request has been referred to the BSE's Committee for consideration of waiver.	NA	There are no actions taken
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.		
13.	Additional Non-compliances, if any: No additional non-compliance observed for any SEBI regulation/circular/guidance note etc.	NA	No additional non-compliance observed



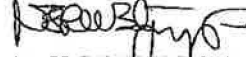
Assumptions & limitation of scope and review:

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 NEKKANTI S.R.V.V.S. NARAYANA & CO.

Company Secretaries

ICSI Unique Code: S2009AP122301



(NEKKANTI S.R.V.V.S. NARAYANA)

Proprietor

C.P.No.7839, P.R. No.1709/2022

UDIN: F007157F000399241

Date : 18th May, 2024
Place : Hyderabad

