



SRI CHAKRA CEMENT LIMITED

Admn. Office : "CONCRETE HOUSE"
6-3-668/10/66, Durga Nagar Colony,
Punjagutta, Hyderabad - 500 082.
Tel : (O) 040-66612374, 66614633
Fax : 040-23404657
E-mail : srichakracement@gmail.com
CIN No : L40300AP1981PLC002952

Place: Hyderabad
Date: 30.05.2024

To
The Deputy General Manager,
Corporate Relationship Department,
BSE Limited
1st Floor, New Trading Ring,
Rotunda Building, P. J.Towers,
Dalal Street, Fort,
Mumbai – 400 001

Dear Sir/ Madam,

Sub: Filing of Annual Secretarial Compliance Report under Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements Regulations, 2015 for the year ended 31st March, 2024 – Reg.

Ref: Scrip Code: BSE: 518053.

Pursuant to Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular no. CIR/CFD/CMD1/27/2019 dated February 08, 2019, please find attached the Annual Secretarial Compliance Report of Sri Chakra Cement Limited for the financial year ended 31st March, 2024.

Kindly take this information on record.

Yours Faithfully,

For Sri Chakra Cement Limited

Rajendra Babu Puthalapattu
Company Secretary & Compliance Officer

Encl: a/a



ANNUAL SECRETARIAL COMPLIANCE REPORT OF SRI CHAKRA CEMENT LIMITED FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2024

We have conducted the review of the compliance of the applicable statutory provisions and the adherence to good corporate practices by **Sri Chakra Cement Limited** (hereinafter referred as 'the listed entity') having its Registered Office at D.NO.27/4/1, Kannavarithota Nagarampalem, Guntur, Andhra Pradesh – 522004, India. Secretarial Review was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the listed entity's books, papers, minutes books, forms and returns filed and other records maintained by the listed entity and also the information provided by the listed entity, its officers, agents, and authorized representatives during the conduct of Secretarial Review, we hereby report that in our opinion, the listed entity has, during the review period covering the financial year ended on 31st March 2024, complied with the statutory provisions listed hereunder and also that the listed entity has proper Board processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We, Puttaparthi Jagannatham & Co., a firm of Practicing Company Secretaries, Hyderabad, have examined:

- a) all the documents and records made available to us and explanation provided by **Sri Chakra Cement 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 financial year ended 31st March 2024 ("Review Period") in respect of compliance with the provisions of:

- (a) the Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued thereunder; and
- (b) the Securities Contracts (Regulation) Act, 1956 ("SCRA"), rules made thereunder and the Regulations, circulars, guidelines issued thereunder by the Securities and Exchange Board of India ("SEBI");

The specific Regulations, whose provisions and the circulars/ guidelines issued thereunder, have been examined, include:



- (a) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- (b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; **Not Applicable to the Company during the 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 to the Company during the review period;**
- (e) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; **Not Applicable to the Company during the review period;**
- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **Not Applicable to the Company during the review period;**
- (g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2021; **Not Applicable to the Company during the review period;**
- (h) Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018;
- (i) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (j) and circulars/ guidelines issued thereunder;

and based on the above examination, we hereby report that during the review period.



a) The listed entity has complied with the provisions of the above Regulations and circulars/ guidelines issued thereunder, except in respect of matters specified below: -

Sr. No	Compliance Requirement (Regulations / Circulars/ Guidelines including specific clause)	Regulation / Circular No.	Deviations	Action Taken by	Type of Action. Advisory/ Clarification / Fine/ Show Cause Notice/ Warning, etc.	Details of Violation	Fine Amount	Observations/ Remarks of the Practicing Company Secretary	Management Response	Remarks
1	17	Regulation 17 (1), SEBI (LODR) 2015	The Company received a communication from BSE Ltd regarding the absence of an Independent Director (who is also a member of the Audit Committee) at the Audit Committee Meeting held during the quarter of July-September 2023.	Communication Tab	Clarification	Absence of Independent Director (Member of Audit Committee) at the Audit Committee Meeting held in the quarter July-September 2023	NA	An Audit Committee member's absence due to medical reasons was communicated to the Board in advance. Despite this, the remaining members approved agenda items, with prior consent and later ratification from the absent member. The company pledges to uphold compliance and good governance, requesting understanding for the uncontrollable absence.	An Audit Committee member was unable to attend a recent meeting due to medical reasons, which was communicated to the Board the day before. The remaining two non-executive members attended and approved the agenda items, while the absent member provided prior consent and later ratified the decisions. The company emphasized the necessity of adhering to quarterly financial submission timelines and assured that preventive measures will be taken to avoid such issues in the future. As a law-abiding company listed on the BSE, it remains committed to	--



									compliance and good corporate governance. The company requests that this absence be condoned due to its uncontrollable nature.	
2	20(3A)	Regulation 20(3A) of SEBI (LODR) regulations 2015,	The Company received a communication from BSE Ltd regarding the Clarification on conducting of Stakeholders Relationship Committee Meeting during the Financial Year.	Com muni catio n Tab	Clarification	No Violation	NA	The Company convened the Stakeholders Relationship committee three times in FY 2022-23. While details weren't filed in the Corporate Governance Report, no non-compliance occurred, and the Company requests no further action.	Pursuant to Regulation 20(3A) of SEBI (LODR) regulations, the Stakeholders Relationship committee convened three times in the Financial Year 2022-23 for general review, though details were not filed in the Corporate Governance Report as it's not mandatory. As a law-abiding entity committed to good corporate governance, there was no non-compliance, and we request no further action be taken.	--
3	19(3A)	Regulation 19(3A) of SEBI (LODR) regulations 2015,	The Company received a communication from BSE Ltd regarding the Clarification on conducting of Nomination & Remuneration Committee Meeting during the Financial Year.	Com muni catio n Tab	Clarification	No Violation	NA	The Company convened the Nomination & Remuneration Committee once in FY 2022-23. While details were not filed in the Corporate Governance Report, no non-compliance occurred, and the Company requests no further action.	Pursuant to Regulation 19(3A) of SEBI (LODR) regulations, the Nomination & Remuneration Committee convened a meeting Financial Year 2022-23 for review the performance of the directors, though details were not filed in the Corporate Governance Report as it is not mandatory. As a law-abiding entity committed to good corporate governance, there was no non-compliance, and we	--



									request no further action be taken.	
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(b)The listed entity has taken the following actions to comply with the observations made in previous reports (31.03.2023): NA

Sr. No	Compliance Requirement (Regulations/ Circulars/ Guidelines including specific clauses)	Regulation/ Circular No.	Deviations	Action Taken by	Type of Action Advisory/ Clarification/ Fine/ Show Cause Notice/ Warning, etc.	Details of Violation	Fine Amount	Observations/ Remarks of the Practicing Company Secretary	Management Response	Remarks

We 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	Secretarial Standard The compliances of the listed entity are in accordance with the applicable Secretarial Standards (SS) issued by the Institute of Company Secretaries India (ICSI).	Yes	None



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 & timely updated as per the regulations/ circulars/ guidelines issued by SEBI.	Yes	None
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	None
4	Disqualification of Director: <p>None of the Directors of the Company are disqualified under Section 164 of the Companies Act, 2013 as confirmed by the listed entity.</p>	Yes	None
5	Details related to Subsidiaries of listed entities have been examined w.r.t.: <p>(a) Identification of material subsidiary companies. (b) Disclosure Requirements of material as well as other subsidiaries.</p>	NA	No subsidiaries exist as on date.
6	Preservation of Documents: <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	None
7	Performance Evaluation: <p>The listed entity has conducted performance evaluation of the Board, Independent Directors, and the Committees at the start of every financial year as prescribed in SEBI Regulations.</p>	Yes	None



8	Related Party Transactions: (a) The listed entity has obtained prior approval of the Audit Committee for all Related party transactions; (b) In case no prior approval obtained, the listed entity has provided detailed reasons along with confirmation whether the transactions were subsequently approved/ratified/rejected by the Audit Committee.	Yes	None
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	None
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	None
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.	NA	Self-explanatory
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.	NA	NA
13	No additional non-compliance observed for any SEBI regulation/circulars/guidance note etc.	NA	Self-explanatory

**Observations/Remarks by PCS are mandatory if the Compliance status is provided as 'No' or 'NA'*



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 certify based upon our examination of relevant documents and information. This is neither an audit nor an expression of opinion.
3. We have not verified the correctness and appropriateness of financial Records and Books of Accounts of the listed entity.
4. This Report is solely for the intended purpose of compliance in terms of Regulation 24A (2) of 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.

Place: Hyderabad
Date: 30th May 2024

For Puttaparthi Jagannatham & Co.
Company Secretaries

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HI
NAVAJYOTH

Digitally signed
by PUTTAPARTHI
NAVAJYOTH
Date: 2024.05.30
16:27:32 +05'30'

CS Navajyoth Puttaparthi
Partner

FCS No: 9896; C P No: 16041

Peer Review Certificate No. 1158/2021

UDIN: F009896F000497515