



Pradeep Metals Limited
Manufacturers of Precision Closed Die Forgings

30th May, 2024

The Secretary
BSE Limited
P J Towers, Dalal Street,
Mumbai- 400 001.

Dear Sir,

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

Scrip Code: 513532

In compliance with Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed the Annual Secretarial Compliance Report for the Financial Year ended 31st March, 2024, issued by M/s Shweta Gokarn & Co., Company Secretaries, dated 17th May, 2024.

Please take the above information on record.

For **Pradeep Metals Limited**

Abhishek Joshi
Company Secretary & Compliance Officer
ACS: 64446

Encl: as above

SHWETA GOKARN & CO.
COMPANY SECRETARIES

1405, 14th Floor, Haware Infotech Park, Opp. Inorbit Mall, Sector 30A, Vashi, Navi Mumbai 400 705
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**SECRETARIAL COMPLIANCE REPORT
OF
PRADEEP METALS LIMITED FOR THE YEAR ENDED MARCH 31, 2024**

I, Ms. Shweta Gokarn, Proprietor of Shweta Gokarn & Co., have examined:

- a. All the documents and records made available to me, and explanation provided by **M/s. Pradeep Metals Limited ('the Listed Entity')**,
- b. The filings/ submissions made by the Listed Entity to the stock exchange,
- c. Website of the Listed Entity and
- d. Any other document/ filing, as may be relevant, which has been relied upon to make this Report, for the financial year ended March 31, 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: -

1. Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
2. Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 **(Not Applicable to the Listed entity during the Review Period);**
3. Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
4. The Securities and Exchange Board of India (Buy-Back of Securities) Regulations, 2018 **(Not applicable to the Listed Entity during the Review Period);**
5. The Securities and Exchange Board of India (Shared Based Employee Benefits and Sweat Equity) Regulations, 2021 **(Not Applicable to the Listed Entity during the Review Period);**
6. The Securities and Exchange Board of India (Issue and Listing of Non- Convertible Securities) Regulations, 2021 **(Not applicable to the Listed Entity during the Review Period);**
7. Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013 **(Not applicable to the Listed Entity during the Review Period Period);**

8. Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
9. The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client (Not applicable as the Listed Entity is not registered as Registrar & Transfer Agent) ;
10. Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018.

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 (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 Practicing Company Secretary	Management response	Remark
NIL										

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

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 Practicing Company Secretary	Management response	Remark
NIL										

I/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.	<p>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).</p>	Yes	NIL
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 the Board of Directors of the Listed Entity. ▪ 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	NIL
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 redirects to the relevant document(s)/ section of the website. 	Yes	NIL
4.	<p>Disqualification of Director(s): 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	NIL
5.	<p>Details related to Subsidiaries of Listed Entities have been examined w.r.t.:</p> <ul style="list-style-type: none"> ▪ Identification of material subsidiary Companies ▪ Disclosure requirement of material as well as other subsidiaries 	Yes	NIL
6.	<p>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.</p>	Yes	NIL
7.	<p>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.</p>	Yes	NIL

Sr. No.	Particulars	Compliance status (Yes/ No/ NA)	Observations/ Remarks by PCS*
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 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.</p>	Yes Not Applicable	NIL
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	NIL
10.	<p>Prohibition of Insider Trading:</p> <p>The Listed Entity is in compliance with Regulation 3(5) & 3(6) of SEBI (Prohibition of Insider Trading) Regulations, 2015</p>	Yes	NIL
11.	<p>Actions taken by SEBI or Stock Exchange(s), if any:</p> <p>No Actions taken against the Listed Entity/ its Promoters/ Directors/Subsidiaries either by SEBI (including under the Standard Operating Procedures issued by SEBI through various Circulars) under SEBI Regulations and Circulars/ Guidelines issued thereunder.</p>	Yes	NIL
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 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.</p>	Not Applicable	There has been no resignation of Statutory Auditors during the Audit period.
13.	<p>Additional Non-compliances, if any:</p> <p>No additional non-compliance observed for all SEBI Regulation/ Circular/Guidance notes etc.</p>	Yes	NIL

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 Shweta Gokarn & Co.
Company Secretaries
Peer Review Regn:1693/2022



Ms. Shweta Gokarn
ACS: 30393
CP No: 11001
UDIN: A030393F000388234

Place: Navi Mumbai
Date: May 17, 2024

Note: This report is to be read with our letter of even date which is annexed herewith and forms an integral part of this report.