

25<sup>th</sup> May, 2024

VCL/SE/10/2024-25

To  
**BSE Limited**  
Phiroze Jeejeebhoy Towers,  
Dalal Street, Fort,  
Mumbai – 400 001  
**Scrip Code: 516072**  
**Through: BSE Listing Centre**

To  
**National Stock Exchange of India Limited**  
Exchange Plaza, C-1, Block G  
Bandra Kurla Complex, Bandra (East),  
Mumbai -400 051  
**NSE Symbol : VISHNU**  
**Through : NEAPS**

**Subject: Annual Secretarial Compliance Report for the financial year ended 31<sup>st</sup> March, 2024**

Dear Sir/ Madam,

Please find enclosed herewith a copy of Annual Secretarial Compliance Report obtained from Mr. L. Dhanamjaya Reddy, Proprietor of M/s. L.D.Reddy & Co., Company Secretaries, Hyderabad, for the financial year ended March 31, 2024.

A copy of the same is also made available on our website [www.vishnuchemicals.com](http://www.vishnuchemicals.com).

Kindly take the same on your record.

Thanking You.

Yours faithfully,

**For Vishnu Chemicals Limited**

**Vibha Shinde**  
**Company Secretary & Compliance Officer**

Encl: a/a



**L.D. Reddy & Co**

**Company Secretaries  
Insolvency Professionals**

Phone(O) : 040-2331 5262  
Mobile : 99499 38181  
: 98492 69757

Off: Plot No. 6-2-1/2, Flat No. 504, Afzal Commercial Complex, Lakdi-ka-pool, Hyderabad-500 004, Telangana  
E-mail: l.d.reddy@gmail.com, ldreddy2016@gmail.com, ldreddy2019@gmail.com

*L. Dhanajay Reddy* B.Com.LL.B., ACS.

**Secretarial compliance report of  
M/s. Vishnu Chemicals Limited for the year ended 31<sup>st</sup> March 2024**

I, L. Dhanamjaya Reddy, proprietor of L.D. Reddy & Co., Company Secretaries, Hyderabad have examined:

- all the documents and records made available to us and explanation provided by M/s. Vishnu Chemicals Limited ("the listed entity"),
- the filings/ submissions made by the listed entity to the Stock Exchanges,
- website of the listed entity; and
- all other document/filing and submissions etc.,

for the year ended 31<sup>st</sup> March, 2024 ("Review Period") in respect of compliance with the provisions of:

- the Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued thereunder; and
- 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: -

- Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
- Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018;

**(Not applicable to the company during audit period)**



*L. Dhanajay Reddy*

- e. Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; **(Not applicable to the company during audit period)**
- f. Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **(Not applicable to the company during audit period)**
- g. Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013; **(Not applicable to the company during audit period)**
- h. Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- i. other applicable regulations and circulars/ guidelines issued thereunder;
- j. The reporting of clause 6(A) and 6(B) of the circular No. CIR/CFD/CMD1/114/2019 dated 18<sup>th</sup> October 2019 issued by the Securities and Exchange Board of India on "Resignation of statutory auditors from listed entities and their material subsidiaries" is not applicable during the Review Period.
- k. According to NSE Circular No. NSE/CML/2023/21 dated 16<sup>th</sup> March 2023, and BSE Circular No 20230410-41 dated 10<sup>th</sup> April, 2023 the additional affirmations are given in Annexure-1.

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, circular/ 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
NIL										



*[Handwritten Signature]*

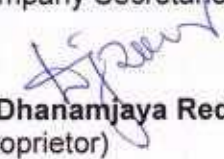
b. The listed entity has taken the following actions to comply with the observations made in previous reports:

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

Place: Hyderabad  
Date: 18.05.2024



For L.D.Reddy & Co  
Company Secretaries

  
L. Dhanamjaya Reddy  
(Proprietor)

CP. No.: 3752

M. No.: 13104

UDIN: A013104F000396212

PR :1262/2021

**ANNEXURE -1****ADDITIONAL AFFIRMATION**

The Company has provided the following Additional Affirmations according to NSE Circular No. NSE/CML/2023/21, BSE Circular No. 20230316-14 dated 16<sup>th</sup> March, 2023, and NSE Circular No. NSE/CML/ 2023/30, BSE Circular No. 20230410-41 dated 10<sup>th</sup> April, 2023:

Sr. No.	Particulars	Compliance status (Yes/No/NA)	Observations /Remarks byPCS*
1.	<u>Secretarial Standard</u> The compliances of listed entities are in accordance with the Secretarial Standards issued by, the Institute of Company Secretaries India (ICSI)	Yes	NA
2.	<u>Adoption and timely updation of the Policies:</u>  • 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 has been reviewed & timely updated as per the regulations/ circulars/ guidelines issued by SEBI	Yes  Yes	NA  NA
3.	<u>Maintenance and disclosures on Website:</u>  • The Listed entity is maintaining a functional website  • Timely dissemination of the documents/ information under aseparate 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  Yes  Yes	NA  NA  NA
4.	<u>Disqualification of Director:</u>  None of the Director of the Company are disqualified under Section 164 of Companies Act, 2013	Yes	NA
5.	<u>To examine details related to Subsidiaries of listed entities:</u>  (a) Identification of material subsidiary companies (b) Requirements with respect to disclosure of material as well as other subsidiaries	Yes Yes	NA NA
6.	<u>Preservation of Documents:</u>  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	NA

*Signature*



7.	<u>Performance Evaluation:</u> 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	Yes	NA
8.	<u>Related Party Transactions:</u> (a) The listed entity has obtained prior approval of Audit Committee for all Related party transactions (b) In case no prior approval obtained, the listed entity shall provide detailed reasons along with confirmation whether the transactions were subsequently approved/ratified/rejected by the Audit committee	Yes NA	NA NA
9.	<u>Disclosure of events or information:</u> 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	NA
10.	<u>Prohibition of Insider Trading:</u> The listed entity is in compliance with Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015	Yes	NA
11.	<u>Actions taken by SEBI or Stock Exchange(s), if any:</u> No Actions 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	NA	NA
12.	<u>Additional Non-compliances, if any:</u> No any additional non-compliance observed for all SEBI regulation/ circular/ guidance note etc.	NA	NA

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

Place: Hyderabad  
Date: 18.05.2024

For L.D.Reddy & Co  
Company Secretaries

L. Dhananjaya Reddy  
(Proprietor)

CP. No.: 3752

M. No.:13104

UDIN: A013104F000396212

PR :1262/2021

