

May 27, 2022

BSE Limited  
P.J.Towers  
Dalal Street  
Mumbai – 400 001.

National Stock Exchange of India Limited  
Bandra Kurla Complex  
Bandra East  
Mumbai – 400 051.

Sirs

**Sub: Annual Secretarial Compliance Report for the year ended 31<sup>st</sup> March 2022.**

We are enclosing herewith the Annual Secretarial Compliance Report for the year ended 31<sup>st</sup> March 2022, as required under SEBI Circular No.CIR/CFD/CMD1 /27/2019 dated 8<sup>th</sup> February 2019, issued by Mr.G.Soundarrajan, Practicing Company Secretary, Coimbatore.

Kindly take the same on your records.

Thanking you

For and on behalf of  
RAJSHREE SUGARS & CHEMICALS LIMITED



M.PONRAJ  
Company Secretary  
Membership # A29858

Enc: As above



**Rajshree Sugars & Chemicals Limited**

*The Uffizi*, 338/8, Avanashi Road, Peelamedu, Coimbatore - 641 004, TN, India.

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CIN: L01542TZ1985PLC001706

**G.SOUNDARRAJAN. ACS**  
Practicing Company Secretary

883 A , Ruby Nagar  
Perur Pachapalayam  
Coimbatore-641010  
Ph.94438 98005

**ANNUAL SECRETARIAL COMPLIANCE REPORT**

of

**M/s.RAJSHREE SUGARS &CHEMICALS LIMITED**

Financial year ended 31<sup>st</sup>March 2022

[Pursuant to SEBI Circular CIR/CFD/CMD1/27/2019 dated February, 08, 2019]

To

M/s RAJSHREE SUGARS & CHEMICALS LIMITED  
UFFIZI, 338/8 AVANASHI ROAD,  
PEELAMEDU  
COIMBATORE-641004

I have examined:

- (a) all the documents and records made available to me and explanation provided by **M/s.RAJSHREE SUGARS & CHEMICALS LIMITED** [hereinafter called as 'the listed entity'] (CIN – L01542TZ1985PLC001706)
- (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 31<sup>st</sup> March,2022 [hereinafter called as '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:-



- (a) SEBI(Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as LODR);
- (b) SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018;
- (c) SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- (d) SEBI (Buyback of Securities) Regulations, 2018; Not Applicable during the review period.
- (e) SEBI (Share Based Employee Benefits) Regulations, 2014;
- (f) SEBI (Issue and Listing of Debt Securities) Regulations, 2008; Not Applicable during the review period.
- (g) SEBI (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013; Not Applicable during the review period.
- (h) SEBI (Prohibition of Insider Trading) Regulations, 2015;
- (i) SEBI (Registrars to an Issue and Share Transfer Agents) Regulations, 1993, and circulars/guidelines issued thereunder wherever applicable;

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 the details in point no.(c) below:
- (b) The Listed entity has maintained proper records under the provisions of the above Regulations and circulars/guidelines issued thereunder in so far as it appears from my examination of those records.
- (c) No action was taken against the listed entity/ its promoters/ directors either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under the aforesaid Acts/Regulations and circulars/guidelines issued thereunder except the following.



<b>1. Compliance Requirement (Regulations circulars/ guidelines including specific clause)</b>	As per Regulation 33 of LODR , the listed entity shall submit the Audited financial results for the financial year ended on 31-03-2021 and Unaudited financial results for the quarter ended on 30-06-2021 to the stock exchanges within the stipulated time.
<b>2. Deviations</b>	The company had submitted the said results to the exchanges and complied with the requirements with certain delay.
<b>3. Observations / Remarks of the Practicing Company Secretary</b>	<p>Delay had occurred due to certain factors beyond the Company's control.</p> <p>Among them was a delay in execution of documents for Restructuring the debts of the Company and its effect in the financial statements for the year ended 31<sup>st</sup> March 2021, to comply with Indian Accounting Standard 10. The cause of delay was basically unprecedented and unforeseen situation thrust upon by Covid-19 pandemic and national lockdown.</p>
<b>4. Actions taken by stock exchanges</b>	Stock Exchanges (NSE & BSE) had imposed fines aggregating to Rs.9,97,100/-
<b>5. Details of Non Compliance</b>	Non compliance of Regulation 33 of LODR.
<b>6. Actions taken by the listed entity, if any</b>	<p>The company has submitted request to the exchanges with a plea for full waiver of said fines, detailing the related events thoroughly.</p> <p>The Company has paid full penalty amount of Rs.5,01,500/- under protest to NSE on 22<sup>nd</sup> September 2021 to obtain In-principal approval for the issue of equity shares to the lender banks, under Resolution Plan for restructuring of its debt.</p>
<b>7. Comments of the Practicing Company Secretary on the actions taken by the listed entity</b>	Company's requisition is pending with Exchanges and their reply is awaited.



- (d) The Listed entity does not have any subsidiary during the review period.
- (e) The reporting of actions by the listed entity to comply with the observations made in previous reports does not arise during the review period

Place: Coimbatore

Date: 10/05/2022



**(G.SOUNDARRAJAN)**  
PRACTICING COMPANY SECRETARY  
ACS No: 13993 | C P. No: 4993  
UDIN : A013993D000366092

