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Oriental Trimex Limited

(An ISO 9001-2000 Certified Company)

Registered & Corporate Office : 26/25, Bazar Marg,
Old Rajender Nagar, New Delhi-110060
CIN : L74899DL1996PLC078339



31st May, 2024

To, BSE Limited, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai, Maharashtra 400001	To, National Stock Exchange of India Limited Exchange Plaza, C-1, Block G, Bandra Kurla Complex, Bandra (E), Mumbai, Maharashtra 400051
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Sub.: Annual Secretarial Compliance Report for the financial year ended on 31st March, 2024

Dear Sir/Madam,

Pursuant to Regulation 24(A) of SEBI (Listing obligations Disclosure Requirements) Regulations, 2015, please find enclosed herewith Annual Secretarial Report dated 31st May, 2024 for financial year ended on 31st March, 2024 issued by M/s Aman Kesarwani & Associates, Practicing Company Secretaries, Secretarial Auditors of the Company.

We request you to take the above on record.

Thanking you.

Yours truly,

For Oriental Trimex Limited

Rajesh Kumar Punia
Managing Director
DIN: 00010289



Secretarial Compliance report
of
Oriental Trimex Limited
for the financial year ended 31st March 2024

I~~We~~ have conducted the review of the compliance of the applicable statutory provisions and the adherence to good corporate practices by M/s Oriental Trimex Limited (hereinafter referred as 'the listed entity'), having its Registered Office at 26/25, BAZAR MARG, OLD RAJINDER NAGAR, NEW DELHI – 110060. Secretarial Review was conducted in a manner that provided me~~us~~ a reasonable basis for evaluating the corporate conducts/statutory compliances and to provide my/our observations thereon.

Based on my/~~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, I~~we~~ hereby report that the listed entity has, during the review period covering the financial year ended on 31st March, 2024 complied with the statutory provisions listed hereunder in the manner and subject to the reporting made hereinafter :

I, Aman Kesarwani have examined:

- (a) all the documents and records made available to us and explanation provided by **Oriental Trimex 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 Report.

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 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 Requirement) Regulations, 2015;
- (b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
- (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 for the period under review.***
- (e) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; ***Not Applicable for the period under review.***
- (f) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021; ***Not Applicable for the period under review.***
- (g) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (h) SEBI (Depository and Participants) Regulations, 2018
- (i) other regulations as applicable.

and circulars/ guidelines issued thereunder.

and based on the above examination, I/we hereby report that, during the Review Period:

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(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:

<i>Sr. No</i>	<i>Compliance Requirement (Regulations /circulars/ guidelines including specific clause)</i>	<i>Regulation/ Circular No.</i>	<i>Deviations</i>	<i>Action Taken by</i>	<i>Type of Action</i>	<i>Details of Violation</i>	<i>Fine Amount</i>	<i>Observations /Remarks of the Practicing Company Secretary (PCS)</i>	<i>Management Response</i>	<i>Remarks</i>
					Advisory/ Clarification/ Fine/ Show Cause Notice/ Warning etc.					
1.	The listed entity shall submit to the stock exchange(s) a statement	Regulation 31 of SEBI (LODR) Regulation s, 2015	The company delayed in filing the shareholding pattern	NSE	Fine imposed of INR 22,000	The company delayed in filing the shareholding pattern	INR 22,000	The delay in filing the shareholding pattern was first time	The delay was due to clerical fault on part of the officer. The Company will be diligent in	-

<p>showing holding of securities and shareholding pattern separately for each class of securities from time to time within the following timelines –</p> <p>(a) one day prior to listing of its securities on the stock exchange(s);</p> <p>(b) on a quarterly basis, within twenty one days from the end of each quarter; and,</p> <p>(c) within ten days of any capital</p>		<p>for the first quarter ended June 2023.</p>			<p>for the first quarter ended June 2023. The due date 21st July 2023, however the company delayed in filing the same it was actually filed on 03rd August 2023 with a delay of 13 days</p>		<p>offence by the Company for the quarter ended 30th June 2023. The National Stock Exchange imposed the fine on the Company for delayed filing of 13 days.</p>	<p>future.</p>	
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	restructuring of the listed entity resulting in a change exceeding two percent of the total paid-up share capital									
2.	Company to submit to the Stock Exchanges, audit report by a practicing company secretary or qualified chartered accountant on a quarterly basis, for the purposes of reconciliation of the total issued capital, listed capital and capital held by depositories in	Regulation 76 of SEBI (Depository and Participant) Regulations, 2018	The company delayed in submitting the certificate for the first quarter ended 30 th June 2023	-	-	The company was in delay in submitting the certificate required under Regulation 76 of SEBI (Depository and Participant) Regulations, 2018. The delay was of 4 days. The due date for submitting	-	Delay of 4 days was made to comply with requirement of submitting to the stock exchange certificate from Practicing Company Secretary or Chartered Accountant for the first quarter of financial year 2023-	The delay was due to clerical fault on part of the officer. The Company will be diligent in future.	-

	dematerialized form, the details of changes in share capital during the quarter and in principle approval obtained by the issuer from all stock exchanges where it is listed in respect of such further issued capital.					the certificate was 31 st July 2023 but the Company filed the same on 04 th August 2023		24		
3.	The Board of director of every company, shall formulate and publish on its official website, a code of practices and procedures for fair disclosure of unpublished price sensitive	Regulation 8 of Securities and Exchange Board of India (Prohibition of Insider Trading) Regulation, 2015	Not complied	-	-	Company has not published the code of practices and procedures for fair disclosure of unpublished price	-	Company has not published on its website the code of practices and procedures for fair disclosure of	The Company shall take necessary steps to get the same published on the website of the Company.	-

	information.					sensitive information on its website.		unpublished price sensitive information.		
4.	The listed entity shall publish the financial results in the newspaper simultaneously with the submission of the same to the stock exchange(s).	Regulation 30 and Regulation 47 of the SEBI (LODR) Regulations, 2015	Company had failed to submit the information published in the newspaper to the Stock exchanges regarding the financial results.	-	-	Failure to submit to the stock exchanges the newspaper publication relating to the financial results for all quarters.	-	Non-compliance of Regulation 30 and Regulation 47 of the SEBI (LODR) Regulations, 2015. The Company has not submitted to the stock exchange the financial results published in the newspaper.	The omission was due to misinterpretation of the regulations. The management will issue necessary instruction to get the compliance done.	-
5.	The listed entity shall	Regulation 30 of the	Company had failed	-	-	Failure to submit to	-	Non-compliance	The omission was due to	-

	intimate the stock exchange about the issuance of Notices, call letters, resolutions and circulars sent to shareholders, debenture holders or creditors or any class of them or advertised in the media by the listed entity	SEBI (LODR) Regulations, 2015	to submit the information published in the newspaper to the Stock exchanges regarding the Notice of the Annual General Meeting.			the stock exchanges media publication made for the notice of the Annual General Meeting.		of Regulation 30 SEBI (LODR) Regulations, 2015. The Company has not submitted to the stock exchange the Notice of the Annual General Meeting published in the newspaper.	misinterpretation of the regulations. The management will issue necessary instruction to get the compliance done.	
6.	Filing of compliance certificate from Registrar and Transfer Agent (RTA) for dematerialization of shares	Regulation 74(5) of SEBI (Depository and Participant) Regulations, 2018	(i) For the quarter ended June 2023 – the Company has failed to publish the compliance certificate.	-	-	Company has failed to publish the certificate under Regulation 74(5) of SEBI (Depository	-	Company has failed to publish the certificate under Regulation 74(5) of SEBI (Depository and	The omission is due to the clerical error without mens rea.	-

						and Participants) Regulations , 2018		Participants) Regulations , 2018		
7.	Filing of compliance certificate from Registrar and Transfer Agent (RTA) for dematerialization of shares	Regulation 74(5) of SEBI (Depositor and Participants) Regulations, 2018	(i) For the quarter ended September 2023 – the Company had delayed in publishing the compliance certificate.	-	-	Company has delayed in furnishing the compliance certificate.	-	The compliance certificate was published with delay on 28.10.2023	The delay was due to clerical fault on part of the officer. The Company will be diligent in future.	-
8.	Filing of compliance certificate from Registrar and Transfer Agent (RTA) for dematerialization of shares	Regulation 74(5) of SEBI (Depositor and Participants) Regulations, 2018	(i) For the quarter ended December 2023 – the Company had delayed in publishing the compliance certificate.	-	-	Company has delayed in furnishing the compliance certificate.	-	The compliance certificate was published with delay on 28.01.2024	The delay was due to clerical fault on part of the officer. The Company will be diligent in future.	-

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

<i>Sr. No.</i>	<i>Observations/Remarks Of the Practicing Company Secretary in the previous reports) (PCS)</i>	<i>Observations made in the secretarial compliance report for the year ended 31st March 2023</i>	<i>Compliance Requirement (Regulations/ circulars/ guidelines including specific clause)</i>	<i>Details of violation/ deviations and actions taken / penalty imposed, if any, on the listed entity</i>	<i>Remedial actions, if any, taken by the listed entity</i>	<i>Comments of the PCS on the actions taken by the listed entity</i>
1.	There was a delay in filing disclosure Under Regulation 23 (9) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015.	There was a delay in filing disclosure Under Regulation 23 (9) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements)	Regulation 23(9) of Securities And Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015	Imposed Penalty for delay in Filing by BSE and NSE	Company paid the penalty amount.	The penalty was paid as per the action taken by the Stock exchanges.

	In respect thereto, penalty for noncompliance has been imposed by the stock exchange was paid by the Company	Regulations, 2015. In respect thereto, penalty for noncompliance has been imposed by the stock exchange was paid by the Company				
2.	The Company has submitted Certificate under Regulation 74(5) of SEBI (Depositories and Participants) Regulations, 2018 with stock exchange on 29th April,2022 to BSE and on 01st May to NSE for the Quarter ended on 31.03.2022 which was due to be filed on 15.04.2022.	The Company has submitted Certificate under Regulation 74(5) of SEBI (Depositories and Participants) Regulations, 2018 with stock exchange on 29th April,2022 to BSE and on 01st May to NSE for the Quarter ended on 31.03.2022 which was due to be filed on 15.04.2022.	Regulation 74(5) of SEBI (Depositories and Participants) Regulations, 2018	-	-	In the current year, the company has again to comply with the timelines for filing the certificates and failed to file the certificate for the first quarter

	<p>For the Quarter ended on 30.06.2022, it was filed on 18.07.2022 for which due date was 15.07.2022</p> <p>and for the quarter ended 31.12.2022, it was filed on 17.01.2023 for which due date was 15.01.2023</p>	<p>For the Quarter ended on 30.06.2022, it was filed on 8.07.2022 for which due date was 15.07.2022</p> <p>and for the quarter ended 31.12.2022, it was filed on 17.01.2023 for which due date was 15.01.2023</p>				
3.	<p>The listed entity was in compliance with Regulation SEBI (Prohibition of Insider Trading) Regulations, 2015 except for the Quarter ended on 30th September, 2022. As Company published notice of closure of trading window on Stock Exchange on 1st October, 2022 which was to be filed on</p>	<p>The listed entity was in compliance with Regulation SEBI (Prohibition of Insider Trading) Regulations, 2015 except for the Quarter ended on 30th September, 2022. As Company published notice of closure of trading window</p>	<p>Intimation of closure of trading window in terms of SEBI (Prohibition of Insider Trading) Regulations, 2015.</p>	-	<p>Company filed the intimation of closure of trading window on time during the current period.</p>	<p>In the current review period, the company filed the intimation of closure of trading window on time</p>

	<p>30th September 2022. There was one day delay. Further published notice of closure of trading window to NSE for the Quarter ended on 31st March, 2023 on 01st April 2023 which was due on 31st March, 2023</p>	<p>on Stock Exchange on 1st October, 2022 which was to be filed on 30th September 2022. There was one day delay. Further published notice of closure of trading window to NSE for the Quarter ended on 31st March, 2023 on 01st April 2023 which was due on 31st March, 2023</p>				
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Disclosure under Section V-D of Chapter 5 of Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated July 11, 2023

Sr. No.	Particulars	Compliance Status (Yes/No/NA)	Observations/Remarks by PCS
1.	Compliance with the following conditions while appointment/re-appointment of an auditor		
	<p>i. If the auditor resigns within 45 days from the end of a quarter of a financial year, then the auditor shall, before such resignation, issue the limited review/ audit report for such quarter.</p> <p>ii. If the auditor resigns after 45 days from the end of</p>	NA	There were no instances of resignation by the auditors of the Company during the period under review.

	<p>a quarter of a financial year, then the auditor shall, before such resignation, issue the limited review/ audit report for such quarter as well as the next quarter.</p> <p>iii. if the auditor has signed the limited review/ audit report for the first three quarters of a financial year, then the auditor shall, before such resignation, issue the limited review/ audit report for the last quarter of such financial year as well as the audit report for such financial year</p>		
2.	Other conditions relating to resignation shall include:		
	<p>Reporting of concerns by auditor with respect to the listed entity/its material subsidiary to the Audit Committee:</p> <p>i. In case of any concern with the management of the listed entity/material subsidiary such as non-availability of information / non-cooperation by the management which may hamper the audit process, the auditor shall approach the Chairman of the Audit Committee of the listed entity and the Audit Committee shall receive such concern directly and immediately without specifically waiting for the quarterly Audit Committee meetings.</p> <p>ii. In case the auditor proposes to resign, all concerns with respect to the proposed resignation, along with relevant documents shall be brought to the notice of the Audit Committee. In cases where the</p>	NA	The auditor has not raised any concern during the reporting period.

	<p>proposed resignation is due to non-receipt of information / explanation from the company, the auditor shall inform the Audit Committee of the details of information / explanation sought and not provided by the management, as applicable</p> <p>iii. the Audit Committee / board of directors, as the case may be, shall deliberate on the matter and communicate its views to the management and the auditor</p>		
3.	Disclaimer in case of non-receipt of information		
	In case the listed entity/ its material subsidiary does not provide information required by the auditor, to that extent, the auditor shall provide an appropriate disclaimer in the audit report, which may be in accordance with the Standards of Auditing as specified by ICAI / NFRA.	NA	There were no such instances where the information required by the auditor were not provided.

I. I/we hereby report that, during the review period the compliance status of the listed entity with the following requirements:

Sr. No.	Particulars	Compliance Status (Yes/No/NA)	Observations/Remarks by PCS*
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1.	<p>Secretarial Standards:</p> <p>The compliances of the listed entity are in accordance with the applicable Secretarial Standards (SS) issued by the Institute of Company Secretaries of India (ICSI).</p>	Yes	-
2.	<p>Adoption and timely updation of the Policies:</p> <p>All applicable policies under SEBI Regulations are adopted with the approval of board of directors of the listed entities.</p> <p>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.</p>	Yes	
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 re-directs to the relevant document(s)/ section of the website 	Yes	-

4.	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	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 do not have any material or other subsidiary companies.
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	-

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 shall provide detailed reasons along with confirmation whether the transactions were subsequently approved/ratified/rejected by the audit committee.</p>	Yes	-
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	-
10.	<p>Prohibition of Insider Trading:</p> <p>The listed entity is in compliance with Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015.</p>	Yes	-

11.	<p>Actions taken by SEBI or Stock Exchange(s), if any:</p> <p>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 (or)</p> <p>The actions taken against the listed entity/ its promoters/ directors/ subsidiaries either by SEBI or by Stock Exchanges are specified in the last column.</p>	No	Dealt above
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>	NA	NA
13.	<p>Additional Non-compliances, if any:</p> <p>No additional non-compliances observed for any SEBI regulation/circular/guidance note etc. except as reported above.</p>	No	Dealt above

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.
5. This Report is limited to the Statutory Compliances on laws/ regulations / guidelines listed in our report which have been complied by the Company up to the date of this Report pertaining to financial year ended March 31, 2024
6. The compliance of the provisions of Corporate and other applicable laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on random test basis.
7. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. The verification was done on the random test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.

For Aman Kesarwani & Associates
(Company Secretaries)

Peer Review No. 2777/2022

AMAN

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AMAN KESARWANI
Date: 2024.05.31
17:03:19 +05'30'

FCS Aman Kesarwani

M. No. 13031

CP No. 20780

UDIN: F013031F000511507

Place: New Delhi

Date: 31-05-2024