

शंकरलाल रामपाल डाई-केम लिमिटेड

SHANKAR LAL RAMPAL DYE-CHEM LTD.

Regd. Office Address: S.G. 2730, SUWANA, BHILWARA-311011 (RAJ)

Corresponding Address: Near Kamal Ka Kuwa, Bhilwara 311001, Rajasthan
CIN:- L24114RJ2005PLC021340, GSTIN-08AAKCS4423Q1ZQ, 27AAKCS4423Q1ZQ

Phone: +91-1482-220062, Email: info@sr dyechem.com,

Website: www.srdyechem.com



Dated: 29/05/2023

To,
Bombay Stock Exchange Limited
Pheroze Jeejeebhoy Tower, Dalal Street,
Mumbai-400001.

SCRIPT CODE: - 542232 SYM: - SRD

Subject: Submission of Annual Secretarial Compliance Report under Regulation 24A of SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015.

Dear Sir,

In compliance of Regulation 24 A of SEBI (Listing Obligation and Disclosure Requirement) Regulations, 2015; I enclosed herewith Annual Secretarial Compliance Report issued by CS Sanjana Jain, Practicing Company Secretary for the financial year ended 31st March, 2023.

The same will be disseminated through XBRL, if any, once the template is made available at BSE Portal.

This is for your information and Record.

Thanking You
Yours Faithfully

Signature of Authorized Signatory

For SHANKAR LAL RAMPAL DYE-CHEM LIMITED

Aditi Babel
Company Secretary and Compliance Officer
Mem No. -A55675
Place: Bhilwara

Encl:

1. Annual Secretarial Compliance Report



SANJANA JAIN

COMPANY SECRETARIES

MOB: 9413058179

Email:guniya123@gmail.comA-409, Vijay
Singh Pathik Nagar, Bhilwara-311001 Raj

ANNUAL SECRETARIAL COMPLIANCE REPORT
OF
SHANKAR LAL RAMPAL DYE-CHEM LIMITED
[CIN:-L24114RJ2005PLC021340]
For the year ended 31st MARCH, 2023

TO
Board of Directors,
Shankar Lal Rampal Dye-chem Limited
SG-2730, Suwana,
Bhilwara-311011, Rajasthan

DATE:-29/05/2023

I have conducted the review of the compliance of the applicable statutory provisions and the adherence to good corporate practices by Shankar Lal Rampal Dye-chem Limited (hereinafter referred as 'the listed entity'), having its Registered Office at SG 2730, Suwana, Bhilwara-311011, Rajasthan. Secretarial Review was conducted in a manner that provided me a reasonable basis for evaluating the corporate conducts/statutory compliances and to provide my observations thereon.

Based on my 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 hereby report that the listed entity has, during the review period covering the financial year ended on 31.03.2023 complied with the statutory provisions listed hereunder in the manner and subject to the reporting made hereinafter :

I; CS Sanjana Jain; have examined:

- (a) All the documents and record made available to me and explanation provided by Shankar Lal Rampal Dye Chem Limited [CIN: L24114RJ2005PLC021340] here and after referred to as "the listed entity" / "the Company",
- (b) The filings /submission made by the listed entity to the stock exchanges,
- (c) Website of the listed entity,



(d) All other documents/filing that is found to be relevant to rely upon to make this certification, for the year ended 31st March 2023 (“01.04.2022 to 31.03.2023”) in respect of compliance with the provision 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 Regulation, whose provision and the circular/ 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 (Prohibition of Insider Trading) Regulations, 2015;
- c) Securities and Exchange Board of India (Substantial Acquisition of Share and Takeovers) Regulations, 2011;
- d) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirement) Regulations, 2018;
- e) Any other applicable regulation as the case may be and the circulars/guidelines thereunder.

The following provision and circulars/ guidelines issued thereunder were not applicable to the company under the review period:

- I. Securities and Exchange Board Of India (buyback of securities) Regulations, 2018;
- II. Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;



- III. Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2018;
- IV. Securities and Exchange Board of India(Issue and Listing of Non - Convertible and Redeemable preference Share) Regulations,2013;

And based on above examination; I hereby report that during the review period:

- a) The listed entity has complied with the provision 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 Practising Company Secretary	Management Response	Remarks
No Such case found										

- 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 Practising Company Secretary	Management Response	Remarks
No Such case found										



- c) Compliances related to resignation of statutory auditors from listed entities and their material subsidiaries as per SEBI Circular CIR/CFD/CMD1/114/2019 dated 18th October, 2019:

Sr. No.	Particulars	Compliance (Yes/No/ NA)	Status	Observations/ Remarks by PCS*
1.	Compliances with the following conditions while appointing/re-appointing an auditor			
	<p>i. If the auditor has resigned within 45 days from the end of a quarter of a financial year, the auditor before such resignation, has issued the limited review/ audit report for such quarter; or</p> <p>ii. If the auditor has resigned after 45 days from the end of a quarter of a financial year, the auditor before such resignation, has issued the limited review/ audit report for such quarter as well as the next quarter; or</p> <p>iii. If the auditor has signed the limited review/ audit report for the first three quarters of a financial year, the auditor before such resignation, has issued the limited review/ audit report for the last quarter of such financial year as well as the audit report for such financial year.</p>	NA		There was no appointment or resignation of auditor during year under review
2.	Other conditions relating to resignation of statutory auditor			
	<p>i. Reporting of concerns by Auditor with respect to the listed entity/its material subsidiary to the Audit Committee:</p>	NA		There was no appointment or resignation of auditor during year under review
	<p>a. 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 has hampered the audit process, the auditor has approached 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>b. In case the auditor proposes to resign, all concerns with respect to the proposed</p>	NA		There was no appointment or resignation of auditor during year under review



	<p>resignation, along with relevant documents has been brought to the notice of the Audit Committee. In cases where the proposed resignation is due to non-receipt of information / explanation from the company, the auditor has informed the Audit Committee the details of information/ explanation sought and not provided by the management, as applicable.</p> <p>c. The Audit Committee / Board of Directors, as the case may be, deliberated on the matter on receipt of such information from the auditor relating to the proposal to resign as mentioned above and communicate its views to the management and the auditor.</p> <p>ii. Disclaimer in case of non-receipt of information:</p> <p>The auditor has provided an appropriate disclaimer in its audit report, which is in accordance with the Standards of Auditing as specified by ICAI / NFRA, in case where the listed entity/ its material subsidiary has not provided information as required by the auditor.</p>		
3.	<p>The listed entity / its material subsidiary has obtained information from the Auditor upon resignation, in the format as specified in Annexure-A in SEBI Circular CIR/ CFD/CMD1/114/2019 dated 18th October, 2019.</p>	NA	There was no appointment or resignation of auditor during year under review

d) I 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
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><input type="checkbox"/> All applicable policies under SEBI</p>	Yes	



Sr. No.	Particulars	Compliance Status (Yes/No/ NA)	Observations/ Remarks by
	Regulations are adopted with the approval of board of directors of the listed entities <input type="checkbox"/> 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		
3.	Maintenance and disclosures on Website: <input type="checkbox"/> The Listed entity is maintaining a functional website <input type="checkbox"/> Timely dissemination of the documents/ information under a separate section on the website <input type="checkbox"/> 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	The link provided is www.srdyechem.com/investorrelation
4.	Disqualification of Director: None of the Director(s) of the Company 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	There are no subsidiaries of the listed entity.
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:	Yes	



Sr. No.	Particulars	Compliance Status (Yes/No/ NA)	Observations/ Remarks by
	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.		
8.	Related Party Transactions: (a) The listed entity has obtained prior approval of Audit Committee for all related party transactions; or (b) 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.	Yes	
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	The same is as per the details of events provided by the management.
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	The listed entity has Structural Digital Database inplace.
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 (**).	Yes	
12.	Additional Non-compliances, if any: No additional non-compliance observed for any SEBI	NA	



SANJANA JAIN

COMPANY SECRETARIES

MOB: 9413058179

Email:guniya123@gmail.com

A-409, Vijay Singh Pathik Nagar, Bhilwara-311001 Raj

Sr. No.	Particulars	Compliance (Yes/No/ NA)	Status	Observations/ Remarks by
	regulation/circular/guidance note etc.			

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 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.

**For CS Sanjana Jain
Company Secretaries**

**DATE: 29.05.2023
PLACE: Bhilwara**

**(Sanjana Jain)
Proprietor
FCS 8688 & COP-7217
Peer Reviewed
vide Registration No.-/2006RJ547400
UDIN- F008688E000414665**