

VASWANI INDUSTRIES LIMITED

CIN: L28939CT2003PLC015964

REGISTERED OFFICE: BAHESAR ROAD, NEAR CYCLE PARK, VILL - SONDRRA PHASE-II,
INDUSTRIAL AREA, SILTARA RAIPUR Raipur C.G. 493221

EMAIL ID:complianceofficer@vaswaniindustries.com

Contact No. 0771-4226000

VIL/SECRETARIAL/2021-22

27th May, 2021

BY LISTING PORTAL

National Stock Exchange of India Ltd, Exchange Plaza, 5th Floor, Plot No. C/1, G Block, Bandra Kurla Complex, Bandra (East), Mumbai – 400051	Bombay Stock Exchange Ltd., Market Operations Dept. Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai - 400001
---	--

Dear Sirs,

**SUB: ANNUAL SECRETARIAL COMPLIANCE REPORT FOR THE YEAR ENDED
31ST MARCH, 2021**

Pursuant to the Regulation 24A of Securities Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 we are forwarding herewith the Annual Secretarial Compliance Report for the Financial Year 2020-21.

You are requested to kindly take above information on record.

Thanking You,

Yours Faithfully
For **Vaswani Industries Limited**

****Sd/-**
(Yashwant Vaswani)
Whole Time Director
DIN: 01627408

****The report could not be signed in view of the ongoing lockdown imposed to prevent the spread of pandemic COVID-19 virus.**

SATISH BATRA & ASSOCIATES, LLP

COMPANY SECRETARIES

2nd floor, Ashoka Plaza, Ashoka Ratan,
Vidhan Sabha Marg, Shankar Nagar,
Raipur (C. G.) 492007

SECRETARIAL COMPLIANCE REPORT
OF
VASWANI INDUSTRIES LIMITED (CIN: L28939CT2003PLC015964)
FOR THE YEAR ENDED 31ST MARCH, 2021

We have examined:

- (a) all the documents and records made available to us and explanation provided by **Vaswani Industries 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 certification,

for the year ended 31st March, 2021 ("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 Securities and Exchange Board of India ("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 Requirements) Regulations, 2015;
- (b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; **[There was no reportable event during the period under review];**
- (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; **[There was no reportable event during the period under review];**



- (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; **[There was no reportable event during the period under review];**
- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **[Not Applicable as the company has not issued any debt securities];**
- (g) Securities and Exchange Board of India (Issue and Listing of Non- Convertible and Redeemable Preference Shares) Regulations, 2013; **[Not Applicable as the company has not issued any Non- Convertible and Redeemable Preference Shares];**
- (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

and circulars/ guidelines issued thereunder;

and based on the above examination, 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/ circular/ guidelines including specific clause)	Deviations	Observations/ Remarks of the Practicing Company Secretary
1	NA	NA	NA

- (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 our examination of those records.
- (c) The following are the details of actions taken against the listed entity/ its promoters/ directors/ material subsidiaries 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:

Sr. No.	Action taken by	Details of violation	Details of action taken E.g. fines, warning letter, debarment, etc.	Observations/ remarks of the Practicing Company Secretary, if any.
1.	Bombay Stock Exchange (BSE) & National Stock Exchange (NSE)	Regulation 6(1) Non-compliance with requirement to appoint a qualified company secretary as the compliance officer for the quarter ended September	The Stock Exchange (BSE & NSE) has imposed fine of Rs. 56,640/- each (Basic fine of	The Company has paid the fine of Rs. 56,640/- each to BSE & NSE.



		2020. Further, the Board of Directors has appointed Ms. Jaya Nagdeo, as a Company Secretary cum Compliance Officer with effect from 10 th November, 2020 and the Company has complied with the aforesaid regulation.	Rs.48,000/- plus Rs.18,640/- as GST).	
2.	Bombay Stock Exchange (BSE) & National Stock Exchange (NSE)	Regulation 6(1) Non-compliance with requirement to appoint a qualified company secretary as the compliance officer for the quarter ended December 2020. Further, the Board of Directors has appointed Ms. Jaya Nagdeo, as a Company Secretary cum Compliance Officer with effect from 10 th November, 2020 and the Company has complied with the aforesaid regulation.	The Stock Exchange (BSE & NSE) has imposed fine of Rs. 47,200/- each (Basic fine of Rs. 40,000/- plus Rs. 7,200/- as GST).	The Company has paid the fine of Rs. 47,200/- each to BSE & NSE.

(d) The listed entity has taken the following actions to comply with the observations made in previous reports: does not arise during the Review Period

Sr. No.	Observations of Practising Company Secretary	Observations made in Secretarial Compliance Report for the year ended on 31.03.2020	Details of action taken by listed entity (if any)	Comments of Practising Company Secretary, on actions taken by listed entity
	NA	NA	NA	NA



NOTE:

In the entire country due to pandemic COVID-19, lockdown was imposed from the second week of April, 2021. The lockdown is continuing even as of now. As a result of which, physical inspection of original documents, records, books of account was not possible and hence based on data and information including scanned copy of documents provided to us, we have prepared the due diligence report/ this Secretarial compliance Report.

I hereby affirm that this report is being issued after an online search and verification of all documents and records of the Company.

For Satish Batra & Associates LLP
Company Secretaries



A handwritten signature in blue ink, appearing to read "Satish Kumar Batra".

Satish Kumar Batra

Designated Partner

FCS No.: 1316

C P No.: 2875

UDIN: F001316C000376647

Place: Raipur

Date: 27th May, 2021