

VBC FERRO ALLOYS LIMITED



(An ISO 9001 - 2008 Company)

VBCFAL / SEC / 2022/

30th May 2022

To

The Bombay Stock Exchange Limited Floor 25, P J Towers Dalal Street MUMBAI – 400 001.

Dear Sir/Madam,

Sub: Annual Secretarial Compliance Report for the Financial Year ended

March 2022 -reg

Ref: Scrip Code – 513005

With reference to the above subject, Company has obtained Annual Secretarial Compliance Report of the Company for Financial Year ended March 31, 2022 from Shri Naga Kishore Mittapalli, Company Secretary in Practice as per Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI circular dated February 8, 2019.

We are herewith attached the said Report for your kind information and records.

Thanking you,

Yours faithfully, For VBC Ferro Alloys Limited

M.V. Ananthakrishna Whole-Time Director THE THE THE PROPERTY OF STREET

B.Com., LL.B., FCS Company Secretary in Practice



SECRETARIAL COMPLIANCE REPORT

of

M/s. VBC FERRO ALLOYS LIMITED

for the year ended 31st March, 2022

[Pursuant to Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements)

Regulations, 2015]

- I, Naga Kishore Mittapalli, Practising Company Secretary have examined:
 - a) all the documents and records made available to us and explanation provided by M/s.VBC Ferro Alloys 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, 2022 ("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; (*Not applicable to the Listed Entity during the review period*).
- c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;

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- d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; (Not applicable to the Listed Entity during the review period).
- e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; (*Not applicable to the Listed Entity during the review period*).
- f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; (*Not applicable to the Listed Entity during the review period*).
- g) Securities and Exchange Board of India(Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations,2013; (*Not applicable to the Listed Entity during the review period*).
- h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- i) Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018;
- j) Securities and Exchange Board of India (Registrars to Issue and Share Transfer Agents) Regulations, 1993; regarding the Companies Act, 2013 and dealing with client.

and Circulars / guidelines issued thereunder 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** in respect of matters specified below:-

Sr. No	Compliance Requirement (Regulations/ circulars / guidelines including specific clause)	Deviations	Observations/ Remarks of the Practicing Company Secretary
1.	Regulation 33	Total fine	The Company paid the
	Non-submission of the financial results	payable by the	fine amount.
	within the period for Marc, 2021	Company is	
	prescribed under this regulation.	Rs.5,000/- plus	
		GST for delay	
		of 1 day.	

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2.	Regulation 29(2)& (3)	Total fine	The Company paid the
	Delay in furnishing prior intimation	payable by the	fine amount.
	about the meeting of the board of	Company is	
	directors for the Board Meeting held in	Rs.10,000/-	
	the month of November 2021	plus GST.	

- (b) The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued thereunder insofar as it appears from my/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.	BSE	Regulation 33	Total fine payable	The fine
		Non-submission of the financial	by the Company	amount was
		results within the period for	inclusive of GST	waived off by
		March, 2021 prescribed under this	is Rs.5,000/- for	the Stock
		regulation.	delay of 1 day.	Exchange.

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

Sr.	Observations of	Observations made	Actions taken	Comments of the
No.	the Practicing	in the secretarial	by the listed	Practicing
	Company Secretary	compliance report	entity, if any	Company
	in the previous	for the year		Secretary on the
	reports	ended		actions taken by
		(The years are to		the listed entity
		be mentioned)		
		**		

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Regulation 6 of the SEBI (LODR), 2015, the Company has not appointed Company has not appointed Company Secretary. 2. Regulation 33 2020-21 Total fine payable by the Company has paid the fine. Non-submission of the financial results within the period prescribed under this regulation 3. Regulation 13(3) 2020-21 Total fine payable by the Company has paid the fine. The Company has paid the fine.	1.	As required under	2020-21	The listed entity has	The actions taken
the Company has not appointed Company Secretary. 2. Regulation 33 Non-submission of the financial results within the period prescribed under this statement on shareholder complaints within the period prescribed under this regulation or under any circular Compliance Officer w.e.f. 03/12/2020. Total fine payable by the Company inclusive of GST is Rs.35,400/ The Company has paid the fine. The Company has paid the fine.		Regulation 6 of the		appointed Company	by the listed entity
appointed Company Secretary. 2. Regulation 33 Non-submission of the financial results within the period prescribed under this regulation 3. Regulation 13(3) Non-submission of the statement on shareholder complaints within the period under this regulation or under any circular w.e.f. 03/12/2020. W.e.f. 03/12/2020. Total fine payable by the Company has paid the fine. The Company has paid the fine.		SEBI (LODR), 2015,		Secretary and	are satisfactory.
Secretary. 2. Regulation 33 Non-submission of the financial results within the period prescribed under this regulation 3. Regulation 13(3) Non-submission of the statement on shareholder complaints within the period under this regulation or under any circular Secretary. 2020-21 Total fine payable inclusive of GST is Rs.35,400/ Total fine payable by the Company has paid the fine.		the Company has not		Compliance Officer	
2. Regulation 33 Non-submission of the financial results within the period prescribed under this regulation 3. Regulation 13(3) Non-submission of the statement on shareholder complaints within the period prescribed under this regulation 2020-21 Total fine payable inclusive of GST is Rs.35,400/ Total fine payable by the Company inclusive of GST is Rs.1,180/ inclusive of GST is Rs.1,180/		appointed Company		w.e.f. 03/12/2020.	
Non-submission of the financial results within the period prescribed under this regulation 3. Regulation 13(3) Non-submission of the statement on shareholder complaints within the period prescribed under this regulation or under any circular by the Company inclusive of GST is Rs.35,400/ Total fine payable by the Company has paid the fine.		Secretary.			
the financial results within the period prescribed under this regulation 3. Regulation 13(3) Non-submission of the statement on shareholder complaints within the period prescribed under this regulation or under any circular inclusive of GST is Rs.35,400/ Total fine payable by the Company inclusive of GST is Rs.1,180/	2.	Regulation 33	2020-21	Total fine payable	The Company has
within the period prescribed under this regulation 3. Regulation 13(3) Non-submission of the statement on shareholder complaints within the period prescribed under this regulation or under any circular is Rs.35,400/ Total fine payable by the Company has paid the fine. The Company has paid the fine.		Non-submission of		by the Company	paid the fine.
prescribed under this regulation 3. Regulation 13(3) Non-submission of the statement on shareholder complaints within the period prescribed under this regulation or under any circular 2020-21 Total fine payable by the Company has paid the fine. inclusive of GST is Rs.1,180/		the financial results		inclusive of GST	
regulation 3. Regulation 13(3) Non-submission of the statement on shareholder complaints within the period prescribed under this regulation or under any circular Total fine payable by the Company has paid the fine. The Company has paid the fine.		within the period		is Rs.35,400/	
3. Regulation 13(3) Non-submission of the statement on shareholder complaints within the period prescribed under this regulation or under any circular 2020-21 Total fine payable by the Company has paid the fine. inclusive of GST is Rs.1,180/		prescribed under this			
Non-submission of the statement inclusive of GST is Rs.1,180/ on shareholder complaints within the period prescribed under this regulation or under any circular		regulation			
statement inclusive of GST is Rs.1,180/ complaints within the period prescribed under this regulation or under any circular	3.	Regulation 13(3)	2020-21	Total fine payable	The Company
on shareholder is Rs.1,180/ complaints within the period prescribed under this regulation or under any circular		Non-submission of the		by the Company	has paid the fine.
complaints within the period prescribed under this regulation or under any circular		statement		inclusive of GST	
the period prescribed under this regulation or under any circular		on shareholder		is Rs.1,180/	
under this regulation or under any circular		complaints within			
under any circular		the period prescribed			
		under this regulation or			
issued in respect of		under any circular			
		issued in respect of			
redressal of		redressal of			
investor grievances.		investor grievances.			

Date: 27/05/2022 Place: Hyderabad M.No: F7584 COMPANY S

Naga Kishore Mittapalli Company Secretary in Practice

M.No.: F7684 CP No.: 13597

ICSI UDIN: F007684D000412924