

CHEMFAB / SEC / 2022-2023

30th May 2022

BSE Limited Corporate Relationship Department Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai- 400 001. BSE – Security Code: 541269	National Stock Exchange of India Limited The Manager, Listing Department “Exchange Plaza” Bandra - Kurla Complex, Bandra (E) Mumbai - 400 051 NSE Symbol: CHEMFAB
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Dear Sir/ Madam,

Sub: Submission of Annual Secretarial Compliance Report

In line with the requirements of Regulation 24A of SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015 read with SEBI Circular No: CIR/CFD/CMD1/27/2019 dated 8th February 2019, we are submitting herewith the Annual Secretarial Compliance Report for the Financial Year 2021 — 2022 issued by Ms. Kalaiyarasi Janakiraman, Partner, M/s. M. Damodaran & Associates LLP, Practicing Company Secretaries.

Kindly take the above information on record.

Thanking You,

Yours faithfully,

For CHEMFAB ALKALIS LIMITED

B. Vignesh Ram



B.Vignesh Ram
Company Secretary & Compliance Officer



M DAMODARAN & ASSOCIATES LLP

www.mdassociates.co.in

SECRETARIAL COMPLIANCE REPORT OF CHEMFAB ALKALIS LIMITED FOR THE FINANCIAL YEAR ENDED MARCH 31, 2022

(Pursuant to Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. CIR/CFD/CMD1/27/2019 dated February 08, 2019)

I, Kalaiyarasi Janakiraman, Partner of M Damodaran & Associates LLP Practicing Company Secretaries, Chennai have examined:

- all the documents and records made available to me and explanation provided by **CHEMFAB ALKALIS LIMITED** ("the listed entity"),
- the filings/ submissions made by the listed entity to the stock exchanges,
- website of the listed entity,
- any other document/ filing, as may be relevant, which has been relied upon to make this certification,

for the year ended **31.03.2022** in respect of compliance with the provisions of:

- the Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued there under; and
- the Securities Contracts (Regulation) Act, 1956 ("SCRA"), rules made there under and the Regulations, circulars, guidelines issued there under by the Securities and Exchange Board of India ("SEBI");

The specific Regulations, whose provisions and the circulars/guidelines issued there under, have been examined, include:-

- The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR").
- The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018.
- The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011.
- The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 - *Not applicable during the review period.*
- The Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014.
- The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021.



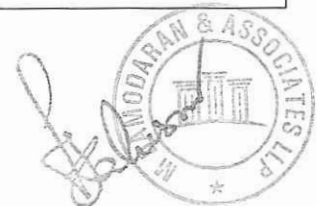


- g) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 - *Not applicable during the review period.*
- h) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013 - *Not applicable during the review period.*
- i) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021 - *Not applicable during the review period.*
- j) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015.
- k) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993.
- l) The Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018.
- m) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 - *Not applicable.*
- n) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021 - *Not applicable.*

Based on my examination and verification of the documents and records produced to me and according to the information and explanations provided to me by the Listed entity, I report that, during the Review Period:

- a) The Listed entity has complied with the provisions of the above Regulations and circulars/ guidelines issued thereunder from time to time to the extent applicable,, 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.	As per second proviso to regulation 33 (3) (d) of SEBI (LODR), 2015, in case of audit reports with unmodified opinion(s), the listed entity shall furnish a declaration to that effect to the Stock Exchange(s) while publishing the annual audited financial results.	The company has published its Annual Audited Financial results for the period ended 31.03.2021 on 22.05.2021 and furnished the declaration on statement of unmodified opinion to the Stock Exchange (s) on 02.06.2021.	The Company has complied second proviso to regulation 33 (3) (d) of SEBI (LODR), 2015 with minor deviation.



2.	As per regulation 30 of SEBI (LODR), 2015, the listed entity shall first disclose to stock exchange(s) of all events, as specified in Part A of Schedule III, or information as soon as reasonably possible and not later than twenty four hours from the occurrence of event or information.	The Company has allotted 9000 equity shares under Chemfab Alkalis Employees Stock Option Scheme - 2015 vide Board Meeting dated 21.05.2021. However, the above said material event has not been intimated to the Stock Exchanges.	The Company has not complied the provisions of the regulation 30 of SEBI (LODR), 2015.
3.	As per regulation 30 of SEBI (LODR), 2015, the listed entity shall first disclose to stock exchange(s) of all events, as specified in Part A of Schedule III, or information as soon as reasonably possible and not later than twenty four hours from the occurrence of event or information.	The Company has allotted 64300 equity shares under Chemfab Alkalis Employees Stock Option Scheme - 2020 vide Board Meeting dated 31.01.2022. However, the above said material event has been intimated to the Stock Exchanges on 10.02.2022.	The Company has complied the provisions of the regulation 30 of SEBI (LODR), 2015 with delay.

The listed entity has suitably modified the conditions as mentioned in Para 6(A) and Para 6(B) of the SEBI Circular CIR/CFD/CMD1/114/2019, dated October 18, 2019 in terms of appointment of statutory auditor of the listed entity.

- 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 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 there under:





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.
NIL				

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

Sr. No.	Observations of the Practicing Company Secretary in the previous reports	Observations made in the secretarial compliance report for the year ended 31.03.2021	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
NIL				

Place: Chennai
Date: 28.05.2022

For **M DAMODARAN & ASSOCIATES LLP**

KALAIYARASI JANAKIRAMAN
Partner
Membership No.: 29861
COP. No.: 19385
FRN: L2019TN006000
PR 1374/2021
ICSI UDIN:A029861D000416038

