

VAMA INDUSTRIES LIMITED



Registered Office : Ground Floor, 8-2-248/1/7/78/12, 13, Block -A, Lakshmi Towers, Nagarjuna Hills, Punjagutta, Hyderabad - 500 082, Telangana, India. Ph : +91-40-6684 5534, 6661 9919, 6661 5534, Fax : +91-40-2335 5821.
CIN: L72200TG1985PLC041126, E-mail: services@vamaind.com, Website: www.vamaind.com

Date: 30.05.2023

To
Department of Corporate Services
BSE Limited
Phiroze Jeejebhoy Towers
Dalal Street
Mumbai – 400 001

Dear Sir,

**Sub: Submission of Secretarial Compliance Report under Regulation 24A of SEBI
(LODR) Regulations, 2015
Ref: Scrip code: 512175**

Please find enclosed herewith Secretarial Compliance Report for the Financial year ended 31st March, 2023 as per Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

This is for your information and records.
Thanking you,

For Vama Industries Limited

**V. Atchyuta Rama Raju
Managing Director
(DIN: 00997493)**



Secretarial Compliance Report

of

VAMA INDUSTRIES LIMITED

For the Financial Year ended 31.03.2023

To
The Board of Directors
VAMA INDUSTRIES LIMITED
Door No. 8-2-248/1/7/78/12,13,
Ground Floor, Block-A, Lakshmi Towers,
Nagarjuna Hills, Punjagutta Hyderabad - 500082

I. I, Anand Kumar C. Kasat, Practicing Company Secretary, have examined:

- (a) all the documents and records made available to us and explanations provided by **VAMA INDUSTRIES LIMITED**, having its Registered Office at Door No. 8-2-248/1/7/78/12,13, Ground Floor, Block-A, Lakshmi Towers, Nagarjuna Hills, Punjagutta Hyderabad - 500082, hereinafter referred to as **"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 31.03.2023 ("01.04.2022 to 31.03.2023") 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");
- II. The Specific Regulations, whose provisions and the circulars/ guidelines issued there under, have been examined, include:
- Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
 - Securities and Exchange Board of India (Issue of capital and disclosure requirements) Regulations, 2018; (**Not applicable to the Company during the review period**)
 - Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;



- Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018;

(Not applicable to the Company during the review period)

- Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;

(Not applicable to the Company during the review period)

- Securities and Exchange Board of India (Issue and Listing of Non- Convertible Securities) Regulations, 2021;

(Not applicable to the Company during the review period)

- Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- The Depositories Act, 1996:
- The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client; and circulars/ guidelines issued thereunder;

and based on the above examination, I hereby report that, during the review period:



I (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: -

S No.	Compliance Requirements/ (Regulations/ guidelines/ circulars/ guidelines including specific clause)	Regulation/ Circular No.	Deviations	Action Taken by	Type of Action	Details of Violation	Fine Amount	Observations / Remarks of the Practicing Company Secretary	Management Response	Remarks
N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.	N.A.



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

S 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 Practicing Company Secretary	Management Response	Remarks
1.	Regulation 6(1) SEBI (Listing Obligation and Disclosure Requirements), Regulation 2015. Action under SEBI circular No. SEBI/HO/CMD/CIR/P/2020/12, dated January, 22,2020	Regulation 6(1) SEBI (Listing Obligation and Disclosure Requirements), Regulation 2015.	Alleged violation of Regulation 6(1) of SEBI (LODR), Regulations, 2015. Reminder to freeze promoters demat accounts in view of nonpayment of fine. Subsequently the promoters demat accounts were frozen	BSE	Reminder to freeze promoters demat accounts in view of nonpayment of fine. Subsequently the promoters demat accounts were frozen.	Regulation 6(1) SEBI (Listing Obligation and Disclosure Requirements), Regulation 2015. Action under SEBI circular No. SEBI/HO/CMD/CIR/P/2020/12, dated January, 22,2020	Rs 107,380 (Including GST@ 18%)	Upon explanation provided by the Company, the demat accounts were unfrozen.	The Company has been in due compliance of the said Regulation. We understand it was an error of omission. Upon providing appropriate explanation by the Company, the Stock Exchange caused the unfreezing of the demat accounts	N.A.



II. The Listed entity has duly complied with the conditions specified under para 6(A) and 6(B) of SEBI Circular No. CIR/CFD/CMD1/114/2019, dated October 18, 2019, except that the limited review report for the quarter ended 30th September, 2022 was issued by the incumbent auditor in place of the erstwhile auditor who resigned after expiry of 45 days from the end of quarter.

III. I hereby report that, during the review period the compliance status of the listed entity is appended as below

(Additional affirmations pursuant to Circular No: NSE/ CML/2023/21 dated 16.03.2023 issued by National Stock Exchange of India Limited and Notice No: 20230316-14 dated 16.03.2023 issued by BSE Limited)

Sl. No.	Particulars	Compliance Status (Yes/No/NA)	Observations/Remarks by PCS
1.	<u>Secretarial Standard:</u> The compliances of listed entities are in accordance with the Secretarial Standards issued by ICSI.	Yes	N.A.
2.	<u>Adoption and timely updation of the Policies:</u> <ul style="list-style-type: none"> • All applicable policies under SEBI Regulations are adopted with the approval of board of directors of the listed entities • All the policies are in conformity with SEBI Regulations and has been reviewed & timely updated as per the regulations/circulars/guidelines issued by SEBI 	Yes	N.A.
3.	<u>Maintenance and disclosures on Website:</u> <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	N.A.
4.	<u>Disqualification of Director:</u> None of the Director of the Company is disqualified under Section 164 of Companies Act, 2013	Yes	N.A.
5.	<u>To examine details related to Subsidiaries of listed entities:</u> (a) Identification of material subsidiary companies (b) Requirements with respect to disclosure of material as well	Yes	N.A.



	as other subsidiaries		
6.	<p><u>Preservation of Documents:</u></p> <p>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.</p>	Yes	N.A.
7.	<p><u>Performance Evaluation:</u></p> <p>The listed entity has conducted performance evaluation of the Board, Independent Directors and the Committees at the start of every financial year as prescribed in SEBI Regulations</p>	Yes	N.A.
8.	<p><u>Related Party Transactions:</u></p> <p>(a) The listed entity has obtained prior approval / omnibus 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	N.A.
9.	<p><u>Disclosure of events or information:</u></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	N.A.
10.	<p><u>Prohibition of Insider Trading:</u></p> <p>The listed entity is in compliance with Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015</p>	Yes	N.A.
11.	<p><u>Actions taken by SEBI or Stock Exchange(s), if any:</u></p> <p>No Actions 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.</p>		
12.	<p><u>Additional Non-compliances, if any:</u></p> <p>No additional non-compliance observed for any SEBI regulation/ circular/ guidance note etc. (subject to point II above)</p>	Yes (subject to point II above)	N.A.



- IV. The Listed entity has upgraded its structured digital database maintained by it pursuant to Regulation 3 (5) of Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

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. My responsibility is to certify based upon our examination of relevant documents and information. This is neither an audit nor an expression of opinion.
3. I 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.

Place: Hyderabad
Date: 29.05.2023

For Kasat & Associates
Company Secretaries



Anand Kumar C. Kasat
Proprietor

FCS No: 11175 C.P.No.17420
ICSI Unique Code: S2021TL811400
PR No.2941/2023
UDIN: F011175E000413269