

The Manager - Listing Compliance
Department of Corporate Services,
BSE Limited,
P. J. Towers, 25th floor, Dalal street, Fort,
Mumbai -400 001

May 29, 2024

Dear Sirs,

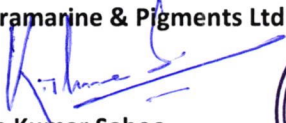
Sub- Submission of Secretarial Compliance report for the FY ended March 31, 2024

Scrip Code- 506685

In accordance with Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, M/s R M Mimani & Associates, LLP (Firm Reg no. L2015MH008300), Practicing Company Secretaries has issued Secretarial Compliance report for the FY ended March 31, 2024 dated May 16, 2024.

Kindly take the same on record.

For Ultramarine & Pigments Ltd


Kishore Kumar Sahoo
Company Secretary
Encl :A/a



R M MIMANI & ASSOCIATES LLP

COMPANY SECRETARIES

The Board of Directors
Ultramarine & Pigments Limited
[CIN: L24224MH1960PLC011856]
Thirumalai House Road No 29
Near Sion Hill Fort, Sion East,
Mumbai - 400022

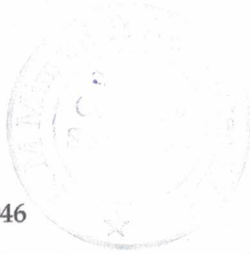
We have been engaged by Ultramarine & Pigments Limited (hereinafter referred to as 'the Company') whose equity shares are listed on BSE Limited (Security Code: 506685), to conduct an audit in terms of Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended, read with SEBI Circular No. CIR/CFD/CMD1/27/2019 dated February 08, 2019 and to issue Annual Secretarial Compliance Report thereon.

Annual Secretarial Compliance Report in the format prescribed is enclosed herewith.

For R M MIMANI & ASSOCIATES LLP
[Company Secretaries]
[Firm Registration No. L2015MH008300]

Ranjana Mimani

Ranjana Mimani
(Partner)
FCS No: 6271
CP No: 4234
PR No.: 1065/2021



UDIN: F006271F000384946

Place: Mumbai
Dated: May 16, 2024

R M MIMANI & ASSOCIATES LLP

COMPANY SECRETARIES

Secretarial Compliance Report of

Ultramarine & Pigments Limited for the year ended March 31, 2024

[Under regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]

We have examined:

- (a) all the documents and records made available to us and explanation provided by Ultramarine & Pigments 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 on March 31, 2024 ("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 there-under; and
 - b. 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 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 as there was no reportable event during the review period]
- (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; [Not applicable as there was no reportable event during the review period]
- (e) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; [Not applicable as there was no reportable event during the review period]
- (f) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021 [Not applicable as there was no reportable event during the review period]
- (g) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015
- (h) Other regulations as applicable

and circulars/ guidelines issued thereunder;

Based on the above examination, we hereby report that;

- (a) The listed entity has complied with the provisions of the above Regulations and circulars/guidelines issued thereunder.
- (b) The listed entity has taken the following actions to comply with the observations made in previous reports

Sr. No	Observation/ Remarks of the Practicing Company Secretary in the Previous Report	Observations made in the secretarial compliance report for the year ended (the years are to be mentioned)	Compliance Requirement	Details of violation / deviations and actions taken /penalty imposed, if any, on the listed entity	Remedial actions, if any, taken by the listed entity	Comments of the PCS on the Actions taken by the listed entity
1	Some of the disclosures have been submitted by the Company,	2022-2023	BSE Circular number 20220801-24 dated August	The Company has submitted some disclosures to	NA	NA

R M MIMANI & ASSOCIATES LLP

COMPANY SECRETARIES

	with manual signature instead of with digital signatures as required under SEBI Circular dated August 01, 2022 with effect from. September 01, 2022.		01, 2022.	Stock Exchange with manual signature instead of with digital signature as required under SEBI Circular dated August 01, 2022 with effect from. September 01, 2022.		
2	During the review period 2022-23, the Company has delayed in filing Initial Disclosure by Large Corporate.	2022-2023	Initial Disclosure by Large Corporate pursuant to SEBI Circular No. SEBI/HO/DD HS/CIR/P/2018/144 dated November 26, 2018.	The Company has delayed in filing Initial Disclosure by Large Corporate as on March 2022.	NA	NA

(c) During the review period the compliance status of the listed entity with the following requirements:

Sr. No.	Particulars	Compliance Status (Yes/No/NA)	Observations /Remarks by PCS*
1.	Secretarial Standards: The compliances of the listed entity are in accordance with the applicable Secretarial Standards (SS) issued by the Institute of Company Secretaries India(ICSI)	Yes	Nil
2.	Adoption and timely updating of the Policies: <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 have been reviewed & updated on time, as per the regulations/circulars/guidelines issued by SEBI 	Yes	Nil
3.	Maintenance and disclosures on Website: <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 	Yes	Nil



R M MIMANI & ASSOCIATES LLP

COMPANY SECRETARIES

	website.		
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	Nil
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.	Yes Yes	Nil Nil
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	Nil
7.	Performance Evaluation: 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.	Yes	Nil
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 Yes	Nil Nil
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	Some of the disclosures have been submitted by the Company with manual signatures instead of Digital Signatures as required under SEBI circular dated August 1, 2022
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	Nil
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.(or) The actions taken against the listed entity/its promoters/ directors/ subsidiaries either by SEBI or by Stock Exchanges are specified in the last column.	N.A.	Nil



