



May 30, 2024

**BSE Limited**  
Floor 25, P. J. Towers  
Dalal Street, Fort  
Mumbai - 400 001

**National Stock Exchange of India Limited**  
Exchange Plaza  
Bandra Kurla Complex  
Bandra (E), Mumbai - 400 051

Scrip Code: **543271**

Trading Symbol: **JUBLINGREA**

**Sub: Annual Secretarial Compliance Report**

Dear Sirs,

Pursuant to Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. CIR/CFD/CMD1/27/2019 dated February 8, 2019, please find enclosed the Annual Secretarial Compliance Report of the Company dated May 14, 2024 (in searchable format) issued by Mr. Kapil Dev Taneja, Partner of M/s. Sanjay Grover & Associates, Practicing Company Secretaries for the financial year 2023-24. The Annual Secretarial Compliance Report filed by the Company on May 28, 2024 was not in searchable format.

We request you to take the same on record.

Thanking you

Yours faithfully,

For Jubilant Ingrevia Limited

Deepanjali Gulati  
Company Secretary

Encl.: as above

**A Jubilant Bhartia Company**

OUR VALUES



**Jubilant Ingrevia Limited**

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Fax: +91 120 4234895-96  
[www.jubilantingrevia.com](http://www.jubilantingrevia.com)

Regd Office:  
Bhartiagram, Gajraula  
Distt. Amroha - 244 223  
Uttar Pradesh, India  
CIN : L24299UP2019PLC122657

# SANJAY GROVER & ASSOCIATES

## COMPANY SECRETARIES

B-88, 1<sup>ST</sup> Floor, Defence Colony, New Delhi – 110 024  
Tel.: (011) 4679 0000, Fax: (011) 4679 0012  
e-mail: [contact@cssanjaygrover.in](mailto:contact@cssanjaygrover.in)  
Website: [www.cssanjaygrover.in](http://www.cssanjaygrover.in)

### Secretarial Compliance Report of Jubilant Ingrevia Limited for the financial year ended 31<sup>st</sup> March, 2024

I, Kapil Dev Taneja, Partner of Sanjay Grover & Associates, a firm of Company Secretaries, have examined:

- (a) all the documents and records made available to me and explanation provided by **Jubilant Ingrevia Limited** (“the listed entity” or “the Company”)
- (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 financial year ended **31<sup>st</sup> March, 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 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 (SEBI LODR Regulations);
- (b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; {Not applicable 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 during the Review Period}
- (e) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;
- (f) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021;
- (g) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015; and



(h) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;

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)	Regulation/ Circular No.	Deviations	Action Taken By	Type of Action	Details of Violation	Fine Amount	Observations/ Remarks of the Practising Company Secretary	Management Response	Remarks
1.	Regulation 17(1)(b) of SEBI LODR Regulations provides that at least half of the Board of Directors of the Company shall consist of independent directors where the regular non-executive chairperson is a promoter of the listed entity.	Regulation 17(1)(b) of SEBI LODR Regulations	Mr. Chandan Singh Sengar was appointed as Co-CEO & Whole-Time Director w.e.f. May 16, 2023 whereas Mr. Anil Khubchandani resigned as Co-CEO & Whole-Time Director w.e.f. May 19, 2023. Thus, during the period of 4 days (May	BSE Limited ('BSE') and National Stock Exchange of India ('NSE')	Fine	Mr. Chandan Singh Sengar was appointed as Co-CEO & Whole-Time Director w.e.f. May 16, 2023 whereas Mr. Anil Khubchandani resigned as Co-CEO & Whole-Time Director w.e.f. May 19, 2023.	Fine of Rs. 20,000/- plus Rs. 3,600/- as GST imposed by BSE and NSE respectively	The Company deposited the fine on August 29, 2023 with BSE and NSE respectively.	Refer Note No. 1 below	NA



			16, 2023 to May 19, 2023), the Company had less than 50% Independent Directors on its board.			During the period of 4 days(May 16, 2023 to May 19, 2023), the Company had less than 50% Independent Directors on its Board.				
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*Note No.1: The Company appointed Mr. Chandan Singh Sengar as Co-CEO & Whole-Time Director of the Company effective from May 16, 2023. The Company accepted the resignation of Mr. Anil Khubchandani as Co-CEO & Whole Time Director effective from May 19, 2023. Consequently, half of the Board was not Independent from May 16, 2023 to May 19, 2023 resulted in non-Compliance of Regulation 17 of SEBI LODR Regulations.*

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

Sr. No.	Observations/ Remarks of the Practicing Company Secretary in the previous reports i.e. report for the year ended 31 <sup>st</sup> March, 2023	Observations made in the secretarial compliance report for the year ended 31 <sup>st</sup> March, 2023	Compliance Requirement (Regulations/ circulars/ guidelines including specific clause)	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.	<p>The Company received a Notice ref. no. NSE/LIST-SOP/DEBT/FINES/ 0172 dated November 30, 2022 from National Stock Exchange Limited, imposing a fine of Rs. 2,360/- including GST for delay of 2 days in submission of certificate regarding fulfilment of payment obligations by the Company for its listed Commercial papers.</p> <p>The Company submitted the reply on December 02, 2022 informing the reasons for delay.</p> <p>On submission of reply by the Company, the request for waiver of fine was considered favorably.</p>	<p>Regulation 57(1) of SEBI (LODR) 2015 read with SEBI Circular SEBI/HO/DDHS_Div2/P/CIR/2021/699 dated December 29, 2021, as amended - The listed entity shall submit a certificate to the stock exchange regarding status of payment of interest or dividend or repayment or redemption of principal of non-convertible securities, within one working day of it becoming due, in the manner and format as specified by the Board from time to time.</p>	<p>Delay in Submission of Certificate regarding fulfillment of payment obligation.</p> <p>Therefore, NSE imposed a fine of Rs. 2,360/- (inclusive of GST).</p> <p>On submission of reply by the Company, the request for waiver of fine was considered favorably.</p>	<p>NSE vide the waiver letter dated June 16, 2023, requested the Company to ensure compliance with Listing Regulations and/or any other applicable Regulations in future.</p>	None
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(c) I hereby report that, 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.	<p><u>Secretarial Standards:</u> The compliances of the Company are in accordance with the applicable Secretarial Standards (SS) issued by the Institute of Company Secretaries India (ICSI)</p>	Yes	None
2.	<p><u>Adoption and timely updation of the Policies:</u></p> <ul style="list-style-type: none"> <li>All applicable policies under SEBI Regulations are adopted with the approval of board of directors of the Company.</li> <li>All the policies are in conformity with SEBI Regulations and has been reviewed &amp; timely updated as per the regulations/ circulars/ guidelines issued by SEBI</li> </ul>	Yes	None
3.	<p><u>Maintenance and disclosures on Website:</u></p> <ul style="list-style-type: none"> <li>The Company is maintaining a functional website</li> <li>Timely dissemination of the documents/ information under a separate section on the website</li> <li>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</li> </ul>	Yes	None



4.	<u>Disqualification of Director:</u> None of the Directors of the Company are disqualified under Section 164 of Companies Act, 2013	Yes	None
5.	<u>Details related to Subsidiaries of listed entities:</u> (a) Identification of material subsidiary companies; (b) Requirements with respect to disclosure of material as well as other subsidiaries	Yes	None
6.	<u>Preservation of Documents:</u> The Company 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	None
7.	<u>Performance Evaluation:</u> The Company has conducted performance evaluation of the Board, Independent Directors and the Committees during the financial year as prescribed in SEBI Regulations	Yes	None
8.	<u>Related Party Transactions:</u> (a) The Company has obtained prior approval of Audit Committee for all Related party transactions  (b) In case no prior approval obtained, the Company shall provide detailed reasons along with confirmation whether the transactions were subsequently approved/ ratified/ rejected by the Audit Committee	Yes  NA	None
9.	<u>Disclosure of events or information:</u> The Company 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	None
10.	<u>Prohibition of Insider Trading:</u> The Company is in compliance with Regulation 3(5) & 3(6) of SEBI (Prohibition of Insider Trading) Regulations, 2015	Yes	None
11.	<u>Actions taken by SEBI or Stock Exchange(s), if any:</u>	No actions were taken against the promoters/ directors/ subsidiaries. Further, BSE Limited and National Stock Exchange of India Limited	No actions were taken against the promoters/ directors/ subsidiaries.



	No Actions taken against the Company/ 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	imposed a fine of Rs. 20,000/- plus Rs. 3,600 as GST respectively on the Company as detailed in Table (a) above	Further, BSE and NSE imposed a fine of Rs. 20,000/- plus Rs. 3,600 as GST respectively on the company as detailed in Table (a) above
12.	Resignation of statutory auditors from the Company or its material subsidiaries: In case of resignation of statutory auditors from the listed entity or any of its material subsidiaries during the financial year, the listed entity and/ or its material subsidiary(ies) has/ have complied with paragraph 6.1 and 6.2 of Section V-D of Chapter V of the Master Circular on compliance with the provisions of the SEBI LODR Regulations by listed entities	NA	There were no instances of resignation of statutory auditors of the Company or its material subsidiaries during the Review Period.
13.	No additional non-compliances observed: No additional non-compliance observed for any of the SEBI regulation/ circular/ guidance note etc.	Yes	None

New Delhi  
May 14, 2024



For Sanjay Grover & Associates  
Company Secretaries  
Firm Registration No.: P2001DE052900  
Peer Review Certificate No.: 4268/2023

Kapil Dev Taneja  
Partner  
CP No.: 22944; M No.: F4019  
UDIN:F004019F000365787