

Parinee Crescenzo, "A" Wing, 1102, 11th Floor,  
"G" Block, Plot No. C38 & C39,  
Behind MCA, Bandra Kurla Complex,  
Bandra (E), Mumbai - 400 051, India.  
Phone : 91-22-6124 0444 / 6124 0428  
Fax : 91-22-6124 0438  
E-mail : vinati@vinatiorganics.com  
Website : www.vinatiorganics.com  
CIN : L24116MH1989PLC052224



May 22, 2023

**BSE Limited**  
(Listing Department)  
P. J. Towers, 1<sup>st</sup> Floor,  
Dalal Street, Mumbai – 400 001.

**Scrip Code: 524200**

Dear Sir/Madam,

**National Stock Exchange of India Ltd.**  
(Listing Department)  
Exchange Plaza, Plot No. C/1, 'G' Block,  
Bandra-Kurla Complex,  
Bandra (East), Mumbai – 400 051.

**NSE Symbol: VINATIORGA / Series: EQ**

**Sub: Annual Secretarial Compliance Report for the year ended March 31, 2023.**

In terms of the Regulation 24A of Securities and Exchange Board of India (Listing obligations and Disclosure Requirement) Regulations, 2015 read with the SEBI Circular No.: CIR/CFD/CMD1/27/2019 dated February 8, 2019 we are enclosing herewith the Annual Secretarial Compliance Report of the Company for the year ended March 31, 2023, issued by Mr. Vijay Kumar Mishra, Practicing Company Secretary.

This is for your information and records.

Thanking you,

Yours faithfully,  
For **Vinati Organics Limited**

MILIND  
ARVIND  
WAGH

Digitally signed by MILIND ARVIND WAGH  
DN: c=IN, ou=Personal, postalCode=400055,  
o=Maharashtra,  
2.5.4.20=f99a88f270f30c83563395c77a1cab3c42d  
27273156a60339a35d63703  
serialNumber=S4E405C568E434B040448ED041FB6D  
AB120F.CN,  
emailAddress=#9338f461c2948f55f43eA64C48E62C  
D43B003F8D71D91A662D384F85C892879,  
c=MILIND ARVIND WAGH  
Date: 2023.05.22 10:11:45 +05'30'

**Milind Wagh**  
**Company Secretary/Compliance Officer**

Encl: As above

**Lote Works** : Plot No. A-20, MIDC Industrial Area, Lote Parashuram 415 722 Tal. Khed, Dist. Ratnagiri, Maharashtra, India.  
**Phone** : (02356) 273032 - 33 • **Fax**: 91-2356-272448 • **E-mail**: vinlote@vinatiorganics.com  
**Regd. Office & Mahad Works** : B-12 & B-13/1, MIDC Industrial Area, Mahad 402 309, Dist. Raigad, Maharashtra, India.  
**Phone** : (02145) 232013/14 • **Fax** : 91-2145-232010 • **E-mail**: vinmhd@vinatiorganics.com

VIJAY KUMAR MISHRA

B. Com (Hons.), A C A . F C S

PARESH D PANDYA

B. Com., A.C.S.

VKM & ASSOCIATES

PRACTISING COMPANY SECRETARIES

116, Trinity Building, 1st Floor, 227, Dr. C. H. Street, Behind

Parsi Dairy, Marine Lines (E), Mumbai - 2. Tel. : 2207 7267

Fax : 2207 7542 Mob.: 93229 77388

E-mail: vkmassociales@yahoo.com

**Annual Secretarial Compliance Report for the year ended 31<sup>st</sup> March, 2023**

To,  
**VINATI ORGANICS LIMITED**  
**B-12 & B-13, MIDC Indl. Area,**  
**Mahad – 402 309,**  
**Dist. Raigad, Maharashtra**

We, VKM & Associates have examined:

- (a) All the documents and records made available to us and explanation provided by **Vinati Organics Limited** (“the listed entity”),
- (b) The filings/ submissions made by the listed entity to the stock exchange,
- (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<sup>st</sup> March, 2023** (“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 Company during the period under review;**
- (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 to the Company during the period under review;**
- (e) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulation, 2021- **Not Applicable to the Company during the period under review;**
- (f) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Securities) Regulations, 2021- **Not Applicable to the Company during the period under review;**
- (g) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015- **Not Applicable to the Company during the period under review;**
- (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (i) The Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018;
- (j) 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, we hereby report that, during the Review Period:



Sr. No.	Particulars	Compliance Status (Yes/No/NA)	Observations/Remarks by PCS
1.	<p><b><u>Secretarial Standard</u></b></p> <p>The compliances of the listed entity are in accordance with the applicable Secretarial Standards (SS) issued by the Institute of Company Secretaries India (ICSI)</p>	YES	—
2.	<p><b><u>Adoption and timely updation of the Policies:</u></b></p> <ul style="list-style-type: none"> <li>• All applicable policies under SEBI Regulations are adopted with the approval of the board of directors of the listed entities</li> <li>• All the policies are in conformity with SEBI Regulations and has been reviewed &amp; timely updated as per theregulations/circulars/guidelines issued by SEBI</li> </ul>	YES	—
3.	<p><b><u>Maintenance and disclosures on Website:</u></b></p> <ul style="list-style-type: none"> <li>• The Listed entity 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	—
4.	<p><b><u>Disqualification of Director:</u></b></p> <p>None of the Director's of the Company are disqualified under Section 164 of the Companies Act, 2013</p>	YES	—



5.	<p><b><u>To examine details related to Subsidiaries of listed entities:</u></b>  (a) Identification of material subsidiary companies.  (b) Requirements with respect to the disclosure of material as well as other subsidiaries.</p>	YES	—
6.	<p><b><u>Preservation of Documents:</u></b>  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	—
7.	<p><b><u>Performance Evaluation:</u></b>  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	—
8.	<p><b><u>Related Party Transactions:</u></b>  (a) The listed entity has obtained prior approval of Audit Committee for all Related party transactions</p>	YES	—
9.	<p><b><u>Disclosure of events and information:</u></b>  The listed entity has provided all the required disclosure(s) under Regulation 30 alongwith Schedule III of SEBI LODR Regulations, 2015 within the time limits prescribed thereunder.</p>	YES	—



10	<b><u>Prohibition of Insider Trading</u></b> The listed entity is in compliance with Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015	YES	—
11	<b><u>Actions taken by SEBI or Stock Exchange(s), if any:</u></b> 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	No	—
12	<b><u>Additional Non-compliances, if any:</u></b>	N.A	—

(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	Observation/Remarks of PCS	Management Remarks	Remarks
NA										

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



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

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	Observation/Remarks of PCS	Management Remarks	Remarks
1	<i>Disclosure of Related Party Transaction ('RPT') Report</i>	Reg 23(9)	<i>Delayed in filling of disclosure of RPT for the half year ended 31<sup>st</sup> March, 2021</i>	<i>National Stock Exchnage of India Limited (NSE) and BSE Limited (BSE).</i>	<i>A fine letter issued to Company from Stock Exchanges.</i>	<i>Delayed in submission of RPT report under Reg 23(9) of LODR, 2015</i>	<i>Fine of Rs. 40,000 /- each paid to NSE and BSE</i>	<i>Due to 2nd wave of COVID-19 disruption, the company delayed in filling</i>	-	<i>- Acknowledged</i>



(c) The listed entity has maintained proper records under the provisions of the above Regulations and circulars/guidelines issued thereunder in so far as it appears from my/our examination of those records.

**For VKM & ASSOCIATES  
Company Secretaries**



*Vijay Kumar Mishra*

**(Vijay Kumar Mishra)  
Partner  
C.P.No.4279**

**UDIN : F005023E000334176**

**PR : 1846/2022**

**Place : Mumbai**

**Date : 19/05/2023**