

28th May, 2024

The Manager,
Dept of Corp. Services,
Bombay Stock Exchange Limited,
P. J. Towers, Dalal Street,
Mumbai- 400 001.

Scrip No: 500192

Sub: Submission of Annual Compliance Report

Respected Sir or Madam,

With reference to the above captioned subject matter and pursuant to Regulation 24A of SEBI (LODR) Regulations, 2015 read with SEBI circular No. CIR/CFD/CMD1/27/2019 dated 8th February 2019, enclosed herewith find the Annual Secretarial Compliance Report for the Financial Year 2023-24

Kindly take the same on your & oblige

Thanking You

Yours faithfully,
For PRAG BOSIMI SYNTHETICS LIMITED

Madhu P. Dharewa
Company Secretary
A31733

**ANM & ASSOCIATES,
Practicing Company Secretary**

Office No. C/702, Kaveri, Thakur Village, Kandivali east, Mumbai
400066.

Email id: amitmundra.cs@gmail.com, M. No. 9137516317

**Secretarial Compliance Report of PRAG BOSIMI SYNTHETICS LIMITED for the
financial year ended 31st MARCH 2024**

27/05/2024

To,

The Members,

M/s PRAG BOSIMI SYNTHETICS LTD.

CIN: L17124AS1987PLC002758

House No.19, Ambikagiri Nagar, Milan Path,

R.G.Barua Road, Guwahati,

Assam - 781 024.

We have examined (a) all the documents and records made available to us and explanation provided by **PRAG BOSIMI SYNTHETICS LTD** having CIN: **L17124AS1987PLC002758** ("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 Financial Year ended March 31, 2024 ("review period") in respect of compliance with the provisions of:

- A. the Securities and Exchange Board of India Act, 1992 and the Regulations, Circulars, Guidelines issued thereunder; and
- B. the Securities Contracts (Regulation) Act, 1956, rules made there under 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 for the review period, include: -

- a. SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations, 2015");
- b. SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018; However, there were no actions/ events pursuant to these regulations, hence not applicable.
- c. SEBI (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- d. SEBI (Buy-back of Securities) Regulations, 2018; However, there were no actions/ events pursuant to these regulations, hence not applicable.
- e. SEBI (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; However, there were no actions/ events pursuant to these regulations, hence not applicable.
- f. SEBI (Prohibition of Insider Trading) Regulations, 2015;

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

- i. The Listed Entity has complied with the provisions of the above Regulations and Circulars / Guidelines issued there under, except in respect of matters as specified in **Annexure - I** to this Report.
- ii. The listed Entity has taken actions to comply with the observations made in previous reports as specified in **Annexure - II** to this Report.

**ANM & ASSOCIATES,
Practising Company Secretary**

Office No. C/702, Kaveri, Thakur Village, Kandivali east, Mumbai
400066.

Email id: amitmundra.cs@gmail.com, M. No. 9137516317

Further, in accordance with the requirement of Notice No. 20230316-14 dated 16.03.2023 and 20230410-41 dated 10.04.2023 as issued by the BSE Limited and Circular No. NSE/CML/2023/21 dated 16.03.2023 and Circular No. NSE/CML/2023/30 dated 10.04.2023 as issued by the National Stock Exchange of India Limited, Additional Affirmations are provided in **Annexure - III** to this Report.

Compliances related to resignation of Statutory Auditors from Listed Entity and their material subsidiaries as per SEBI Circular CIR/CFD/CMDI/114/ 2019 dt. 18.10.2019, are provided in Annexure - IV to this Report.

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. Our responsibility is to certify based upon our examination of relevant documents and information. This is neither an audit nor an expression of opinion.
3. We 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 Listing Regulations 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.

For ANM & Associates

Amit Noratmalji
Mundra

Digitally signed by Amit Noratmalji Mundra
DN: cn=Amit Noratmalji Mundra, o=ANM & Associates,
ou=Practising Company Secretary, email=amitmundra.cs@gmail.com,
c=IN

CS Amit Mundra
Practising Company Secretary
FCS No. 7933
CP No. 16182
PR Code: 2052/2022
Unique Code: S2023MH905600
UDIN: F007933F000456361
Place: Mumbai
Date: 27.05.2024

**ANM & ASSOCIATES,
Practicing Company Secretary**

Office No. C/702, Kaveri, Thakur Village, Kandivali east, Mumbai
400066.

Email id: amitmundra.cs@gmail.com, M. No. 9137516317

ANNEXURE-1

- (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: NOT APPLICABLE

Sr. No.	Com-pliance Require-ment (Regu-lations/ circulars/ guide- lines including specific clause)	Regu-lation/ Circular No.	Deviations	Action Taken by	Type of Action	Details of Violation	Fine Amount	Obser-vations/ Remarks of the Practicing Company Secretary	Man-agement Re-sponse	Re-marks
NOT APPLICABLE										

ANNEXURE-II

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

Sr. No.	Com-pliance Require-ment (Regu-lations/ circulars/guide- lines including specific clause)	Regu-lation/ Circular No.	Deviations	Action Taken by	Type of Action	Details of Violation	Fine Amount	Obser-vations/ Remarks of the Practicing Company Secretary	Man-agement Re-sponse	Re-marks
						<i>Advisory/ Clarification/ Fine/Show Cause Notice/ Warning, etc.</i>				

**ANM & ASSOCIATES,
Practicing Company Secretary**

Office No. C/702, Kaveri, Thakur Village, Kandivali east, Mumbai
400066.

Email id: amitmundra.cs@gmail.com, M. No. 9137516317

ANNEXURE-III

I/We hereby report that, during the Review Period the compliance status of the listed entity is appended as below:

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), as notified by the Central Government under section 118(10) of the Companies Act, 2013 and mandatorily applicable.	YES	
2.	Adoption and timely updation 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	
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 website	YES	
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	

**ANM & ASSOCIATES,
Practicing Company Secretary**

Office No. C/702, Kaveri, Thakur Village, Kandivali east, Mumbai
400066.

Email id: amitmundra.cs@gmail.com, M. No. 9137516317

5.	<p>Details related to Subsidiaries of listed entities have been examined w.r.t.:</p> <p>(a) Identification of material subsidiary companies</p> <p>(b) Disclosure requirement of material as well as other subsidiaries</p>	YES	
----	--	-----	--

Sr. No.	Particulars	Compliance Status (Yes/No/NA)	Observations /Remarks by PCS*
6.	<p>Preservation of Documents:</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	
7.	<p>Performance Evaluation:</p> <p>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.</p>	YES	
8.	<p>Related Party Transactions:</p> <p>(a) The listed entity has obtained prior approval of Audit Committee for all related party transactions; or</p> <p>(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.</p>	YES NA	
9.	<p>Disclosure of events or information:</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	

**ANM & ASSOCIATES,
Practicing Company Secretary**

Office No. C/702, Kaveri, Thakur Village, Kandivali east, Mumbai
400066.

Email id: amitmundra.cs@gmail.com, M. No. 9137516317

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	
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 except as provided under separate paragraph herein (**).	No Action has been taken by the SEBI or Stock Exchange.	
Sr. No.	Particulars	Compliance Status (Yes/No/NA)	Observations /Remarks by PCS*
12.	Additional Non-compliances, if any: No additional non-compliance observed for any SEBI regulation/circular/guidance note etc.		

ANNEXURE-IV

Compliances related to resignation of statutory auditors from listed entities and their material subsidiaries as per SEBI Circular CIR/CFD/CMD1/114/2019 dated 18th October, 2019:

Sr. No.	Particulars	Compliance Status (Yes/No/NA)	Observations /Remarks by PCS*
1.	Compliances with the following conditions while appointing/re-appointing an auditor		

**ANM & ASSOCIATES,
Practicing Company Secretary**

Office No. C/702, Kaveri, Thakur Village, Kandivali east, Mumbai
400066.

Email id: amitmundra.cs@gmail.com, M. No. 9137516317

	<p>i. If the auditor has resigned within 45 days from the end of a quarter of a financial year, the auditor before such resignation, has issued the limited review/ audit report for such quarter; or</p> <p>ii. If the auditor has resigned after 45 days from the end of a quarter of a financial year, the auditor before such resignation, has issued the limited review/ audit report for such quarter as well as the next quarter; or</p> <p>iii. If the auditor has signed the limited review/ audit report for the first three quarters of a financial year, the auditor before such resignation, has issued the limited review/ audit report for the last quarter of such financial year as well as the audit report for such financial year.</p>	NA	NA	No such event during the review period
2.	Other conditions relating to resignation of statutory auditor			
	<p>i. Reporting of concerns by Auditor with respect to the listed entity/its material subsidiary to the Audit Committee:</p> <p style="padding-left: 40px;">a. In case of any concern with the management of the listed entity/material subsidiary such as non-availability of information / non-cooperation by the management which has hampered the audit process, the auditor has approached the Chairman of the Audit Committee of the listed entity and the Audit Committee shall receive such concern directly and immediately without specifically waiting for the quarterly Audit Committee meetings.</p>	NA		No such event during the review period
Sr. No.	Particulars	Compliance Status (Yes/No/NA)	Observations /Remarks by PCS*	

**ANM & ASSOCIATES,
Practicing Company Secretary**

Office No. C/702, Kaveri, Thakur Village, Kandivali east, Mumbai
400066.

Email id: amitmundra.cs@gmail.com, M. No. 9137516317

	<p>b. In case the auditor proposes to resign, all concerns with respect to the proposed resignation, along with relevant documents has been brought to the notice of the Audit Committee. In cases where the proposed resignation is due to non-receipt of information / explanation from the company, the auditor has informed the Audit Committee the details of information / explanation sought and not provided by the management, as applicable.</p> <p>c. The Audit Committee / Board of Directors, as the case may be, deliberated on the matter on receipt of such information from the auditor relating to the proposal to resign as mentioned above and communicate its views to the management and the auditor.</p> <p>ii. Disclaimer in case of non-receipt of information:</p> <p>The auditor has provided an appropriate disclaimer in its audit report, which is in accordance with the Standards of Auditing as specified by ICAI / NFRA, in case where the listed entity/ its material subsidiary has not provided information as required by the auditor.</p>	NA	No such event during the review period
3.	The listed entity / its material subsidiary has obtained information from the Auditor upon resignation, in the format as specified in Annexure- A in SEBI Circular CIR/CFD/CMD1/114/2019 dated 18 th October, 2019.	NA	No such event during the review period