

Sharda Cropchem Limited



ISO 9001: 2015 Reg. No: 702949
CIN: L51909MH2004PLC145007

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Regd. Office : Prime Business Park, Dashrathlal Joshi Road, Vile Parle (W),
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www.shardacropchem.com



31st May, 2021

To,
BSE Limited
The Listing Department
Phiroze Jeejeebhoy Towers
Dalal Street, Mumbai - 400 001

Scrip Code No: 538666

Dear Sir/Madam,

Re: Submission of Annual Secretarial Compliance Report for the Financial Year ended March 31, 2021.

Pursuant to Regulation 24(A) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, we hereby enclose Annual Secretarial Compliance Report issued by KJB & CO LLP., Practising Company Secretaries for the Financial Year ended March 31, 2021 issued on 26th May, 2021.

Kindly take the same on record.

Thanking you,

Yours truly,

For SHARDA CROP CHEM LIMITED

J. Gudhka

JETKIN GUDHKA
COMPLIANCE OFFICER



Encl: as above

Secretarial Compliance Report of
Sharda Cropchem Limited for the year ended 31st March 2021

We, KJB & CO. LLP, Practising Company Secretaries, have examined:

- (a) all the documents and records made available to us and explanation provided by Sharda Cropchem 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 31st March 2021 (**"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, 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 (**"LODR Regulations"**);
- (b) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (c) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 - **Not applicable to the Company for the period under review;**
- (d) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 - **Not applicable to the Company for the period under review;**
- (e) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 - **Not applicable to the Company for the period under review;**
- (f) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 - **Not applicable to the Company for the period under review;**
- (g) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 - **Not applicable to the Company for the period under review;**
- (h) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013 - **Not applicable to the Company for the period under review;**

and circulars/ guidelines issued thereunder; and based on the above examination,

We 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: -



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COMPANY SECRETARIES

Sr. No.	Compliance Requirement (Regulations/ circulars / guidelines including specific clause)	Deviations	Observations/ Remarks of the Practicing Company Secretary
1.	Regulation 29(2) of LODR Regulation – Prior Intimation to stock exchange(s)	The Company had intimated the stock exchanges (BSE Ltd (“BSE”) and National Stock Exchange of India Limited (“NSE”)) about the meeting of the board of directors held on October 28, 2020 where the interim dividend was considered on October 27, 2020, instead of two working days in advance of the board meeting as per requirement of regulation 29(2) of LODR Regulations.	As per the regulation 29 (2) of LODR Regulations, the Company was required to give prior intimation for declaration of dividend atleast 2 working days prior to the Board Meeting date excluding the date of the intimation and date of the meeting. The Company had intimated to BSE and NSE for the same on October 27, 2020 for Board Meeting held on October 28, 2020 i.e. less than two working days in advance of the board meeting as per requirement of regulation 29(2) of LODR Regulations. Subsequently, BSE and NSE had levied penalty which has duly been paid by the Company and taken note in the Board Meeting dated January 25, 2021.

- (b) 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 our examination of those records.
- (c) The following are the details of actions taken against the listed entity/ its promoters/ directors/ material subsidiaries either by SEBI or by Stock Exchanges (*including under the Standard Operating Procedures issued by SEBI through various circulars*) under the aforesaid Acts/ Regulations and circulars/ guidelines issued thereunder:

Sr. No.	Action taken by	Details of violation	Details of action taken E.g. fines, warning letter, debarment, etc.	Observations/ remarks of the Practicing Company Secretary, if any.
1	BSE Limited and National Stock Exchange of India Limited	Regulation 29(2) of LODR Regulations - Delay in furnishing prior intimation about the meeting of the board of directors.	BSE and NSE both levied fine of Rs. 10,000 for the violation in accordance with Standard Operating Procedure laid down by SEBI vide	The Company has duly paid the fine to the stock exchanges and the matter is now considered as closed.

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COMPANY SECRETARIES

			circular No. SEBI/HO/CFD/CMD/ CIR/P/2020/12 dated January 22, 2020.
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(d) The listed entity has taken the following actions to comply with the observations made in previous reports:

Sr. No.	Observations of the Practicing Company Secretary in the previous reports	Observations made in the secretarial compliance report for the year ended	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
1.	<p><u>Deviation:</u></p> <p>Regulation 20(3) of LODR Regulations - Presence of the Chairperson of Stakeholder Relationship Committee at Annual General Meeting.</p> <p><u>Observations/ Remarks of the Practicing Company Secretary:</u></p> <p>The Chairperson of Stakeholders Relationship Committee was not present at the Annual General Meeting of the Company held on August 27, 2019 due to his other commitments and the same was disclosed by the Company in quarterly corporate governance report filed for quarter ended September 30, 2019.</p>	March 31, 2020	The management informed that, the Company has disclosed the same in the proceedings of the Annual General Meeting, quarterly corporate governance report filed with the Stock Exchanges and also responded in the Board's report for FY 2019-20 in this regard and no further action was required to be taken thereafter.	No further comments based on the action taken by the Company.
2.	<p><u>Deviation:</u></p> <p>Regulation 23(9) of LODR Regulations - Disclosure of Related Party Transactions</p> <p><u>Observations/ Remarks of the Practicing Company Secretary:</u></p> <p>There was a delay of 117 days in filing of disclosure of related party transactions for the half year ended September 30, 2019, required to be filed in accordance</p>	March 31, 2020	The management informed that, the Company had filed the Disclosure of Related Party Transactions for half year ended 30 th September 2019 on 17 th March 2020 with the Stock Exchanges and also responded in the Board's report for FY 2019-20 in	No further comments based on the action taken by the Company.

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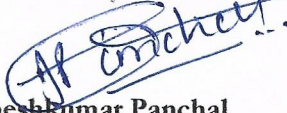
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COMPANY SECRETARIES

	with regulation 23(9) of LODR Regulations.		this regard and no further action was required to be taken thereafter.	
3.	Deviation: Regulation 34(1)(a) of LODR Regulations: Submission of Annual Report with stock exchange(s). Observations/ Remarks of the Practicing Company Secretary: There was a delay of 1 day in submission of copy of the Annual Report to the stock exchanges in accordance with regulation 34(1)(a) of LODR Regulations.	March 31, 2020	The management informed that, the reason of such delay was mentioned in the Board's report for FY 2019-20 in this regard and no further action was required to be taken thereafter.	No further comments based on the action taken by the Company.

Note: We relied on the representation made to us by the management wherever required due to several restrictions imposed by the Central and State government on the travel, movement and transportation considering public health and safety measures due to Covid-19 pandemic, which had impact on the audit assessment due to limited access to information / documents / data as required for audit assessment.

For KJB & CO LLP,
Practicing Company Secretaries
Firm Unique Identification No.-L2020MH006600
Peer Review Certificate No.-934/2020


Alpesh Kumar Panchal
Partner

Mem No. - 49008

C. P. No. - 20120

UDIN: A049008C000374773

Date: May 26, 2021 / Jyeshtha 5, 1943

Place: Vadodara.

