



15th June, 2021

BSE Limited,
Phiroze Jeejeebhoy Towers,
Dalal Street, Fort,
Mumbai - 400 001.

National Stock Exchange of India Ltd.
Exchange Plaza,
Bandra-Kurla Complex,
Sandra (East), Mumbai - 400 051.

Dear Sir/ Madam,

Sub: Annual Secretarial Compliance Report for the year ended 31 March 2021

Pursuant to Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, we are forwarding herewith the Annual Secretarial Compliance Report for the year ended 31st March, 2021.

You are requested to take the same on your record.

Thanking you,
Yours faithfully,

For Deepak Fertilisers
And Petrochemicals Corporation Limited

Ritesh Chaudhry
Company Secretary

Encl: as above

**Secretarial compliance report of Deepak Fertilisers and Petrochemicals Corporation Limited
for the year ended March 31, 2021**

To,

Deepak Fertilisers and Petrochemicals Corporation Limited

Sai Hira, Survey No.93,

Mundhawa, Pune-411 036

We **SVD & Associates** have examined:

- a) all the documents and records made available to us, by way of email in view of the prevailing pandemic situation of COVID -19 and explanation provided by **Deepak Fertilisers and Petrochemicals Corporation 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 **March 31, 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 (“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;
- c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- d) The Securities and Exchange Board of India (Buy-Back of Securities) Regulations, 2018 **(Not applicable to the listed entity during the Review Period);**
- e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 **(Not applicable to the listed entity during the Review Period);**
- f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 **(Not applicable to the listed entity during the Review Period);**
- g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013 **(Not applicable to the listed entity during the Review Period);**
- h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- i) Securities and Exchange Board of India (Depositories and Participant Regulation), 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:

- (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)	Deviations	Observations/ Remarks of the Practicing Company Secretary
1.	As per regulation 17 sub-regulation 1 clause (a) of LODR, Board of directors of the top 1000 listed entities shall have at least one independent woman director by April 1, 2020.	The appointment of women Independent Director that was required to be made w.e.f April 1, 2020 as per regulation 17 sub-regulation 1 clause (a) of LODR, was made w.e.f. May 14,2020	The Company had already started the process of identifying the Woman candidate. The Meeting of Nomination & Remuneration Committee and the Meeting of Board of Directors was scheduled in the last week of March 2020 to inter-alia, discuss and decide the appointment of Woman Independent Director. However, due to nationwide Lockdown in March 2020, the meeting of could not be convened and the appointment of the Woman Independent Director could not be effected. However, the Company has appointed the Independent Woman Director w.e.f. May 14, 2020.
2.	Regulation 13 of LODR requires the Company to	Failure to ensure that adequate steps are taken for	Fine of Rs. 2360 inclusive of GST levied on the Company as per SEBI

	ensure that adequate steps are taken for expeditious redressal of investor complaints.	expeditious redressal of investor complaints for the period of February 11, 2021 to March 10, 2021.	circulars no. SEBI/HO/CFD/CMD/CIR/P/2020/12 dated 22 January, 2020 and SEBI/HO/OIAE/IGRD/CIR/P/2020/152 dated August 13, 2020 . <i>As informed, the details of the Complaint were not available on the BSE Portal. The said were however made available to the Company on February 3, 2021 which was settled on February 24, 2021 i.e. within 21 days from the date of receipt of complaint notwithstanding the pandemic period during which there was non - availability of Signatories authorised to give instruction to the Bank for making payments. In view of above, the company has submitted representation to Bombay Stock Exchange for waiver of the fine levied upon it. In the interim, pending waiver of fine by BSE, the same has been paid UNDER PROTEST to avoid the consequences of non-payment.</i>
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(b) The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued thereunder insofar 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.	Bombay Stock Exchange	Regulation 13 of LODR for failure to ensure that adequate steps are taken for expeditious redressal of investor complaints for the period of February 11, 2021 to March 10, 2021	Fine of Rs. 2360 inclusive of GST levied on the Company as per SEBI circulars no. SEBI/HO/CFD/CMD/CIR/P/2020/12 dated 22 January, 2020 and SEBI/HO/OIAE/IGRD/CIR/P/2020/152 dated August 13, 2020	<i>We are informed that the company has submitted representation to Bombay Stock Exchange for waiver of the fine levied upon it, which will be placed before the respective Committee of BSE and accordingly this fine is being</i>

				<i>paid UNDER PROTEST to avoid the consequences of non-payment.</i>
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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 (The years are to be mentioned)	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
-	<i>Nil</i>	<i>Nil</i>	<i>Nil</i>	<i>Nil</i>

(e) The listed entity has suitably included the conditions as mentioned in Para 6(A) and 6(B) of the SEBI Circular CIR/CFD/CMD1/114/2019, dated October 18, 2019 in the terms of appointment of statutory auditor of the listed entity.

For SVD & Associates
Company Secretaries

SRIDHAR
GOPALKRISHNA
MUDALIAR

Digitally signed by SRIDHAR
GOPALKRISHNA MUDALIAR
Date: 2021.05.28 13:52:15
+0530'

Sridhar Mudaliar

Partner

FCS No: 6156

CP No :2664

UDIN: F006156C000371004

Place: Pune

Date: May 28,2021