

Regd. Office : Survey No. 873, Village : Santej, Tal.: Kalol, Dist.: Gandhinagar. Pin : 382721 **Phone :** (02764) 286327, (M) : 94273 58400
Administrative Office : 1104-1112, ELITE, Nr. Shapath Hexa Opp. Kargil Petrol Pump, Nr. Sola Bridge S.G. Highway, Ahmedabad-380060
Phone : 079-29700574, 40026268, M: 9427320474, **Email :** info@euro7000.com, **CIN:** L24229GJ1993PLC020879

Website :- www.euro7000.com

Date :- May 22, 2023

To,
The Listing Department
Department of Corporate Services,
BSE Limited,
Phirozeejeebhoy Towers,
Dalal Street,
Mumbai - 400 001.

Ref.:BSE Code: 514448

Subject: Annual Secretarial Compliance Report for the Financial Year ended March 31, 2023

Dear Sir/Madam,

Please find enclosed herewith Annual Secretarial Compliance Report of the Company issued by Meenu Maheshwari & Associates , Practicing Company Secretaries, for Financial Year ended March 31, 2023, pursuant to Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI circular dated February 8, 2019.

This is for your information and record.

Thanking you,

Yours faithfully,
FOR JYOTI RESINS AND ADHESIVES LIMITED

Jain Manish
MANISH SHANTILAL JAIN
(ACS 53423)
Company secretary and compliance officer



Encl :- Report



Secretarial Compliance Report of JYOTI RESINS AND ADHESIVES LTD for the financial year ended 31ST March, 2023.

I have examined:

- (a) all the documents and records made available to us and explanation provided by **JYOTI RESINS AND ADHESIVES LTD** ("the listed entity"),
- (b) the filings/ submissions made by the listed entity to the stock exchanges,
- (c) website of the listed entity, **WWW.EURO7000.COM**

(d) any other document/ filing, as may be relevant, which has been relied upon to make this certification, for the year ended 31st 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 hereunder 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 hereunder, 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) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; **(during the period under review not applicable to the Company):**
- (e) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; **(during the period under review not applicable to the Company):**
- (f) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021; **(during the period under review not applicable to the Company):**
- (g) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;



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(h) (other regulations as applicable)

And circulars/ guidelines issued thereunder;

And based on the above examination, I hereby report that, during the review period:

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

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/ guide- lines including specific clause)	Regulation/ Circular No.	Deviations	Action Taken by	Type of Action	Details of Violation	Fine Amount	Observations/ Remarks of the Practicing Company Secretary	Management Response	Remarks
(i)	295(1) of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 ("ICDR) – Delay in completion of Bonus issue.	Non Compliance 295(1) of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018 ("ICDR)	Company has not implemented the bonus issue within two months (i.e.) by 16/07/2022) from the date of the board meeting of directors (17/05/2022).	1. The Company 2. BSE	Pay fine amount as per the regulation of SEBI (Issue of Capital and Disclosure Requirements, 2018-295(1) the days of non-compliance is computed till the date of commencement of	Company has not implemented the bonus issue within two months (i.e.) 16/07/2022) from the date of the board meeting of directors (17/05/2022).	20,000 per day of non-Compliance till the date of compliance	The Company has delayed of 74 day in Non Compliance 295(1) of the SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2018.		Acknowledged

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(ii)	Regulation 34 of SEBI (LODR) Regulations, 2015	Regulation 34 = Non-submission of the Annual Report within the period prescribed under this regulation	Company has not implemented the Regulation 34 as per the prescribed time given by the guidelines under SEBI (LODR) Regulations, 2015	1. The Company 2. BSE	trading. Pay fine amount as per the Regulation 34 as per the prescribed time given by the guidelines under SEBI (LODR) Regulations, 2015	The company is non-compliant/late compliant with the following: Regulation 34 = Non-submission of the Annual Report within the period prescribed under this regulation.	Regulation 34 = Rs. 2,000/- per day till the date of compliance.	The Company has delayed of 8 day in Non-submission of the Annual Report within the period prescribed under this regulation 34	Acknowledged
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Additional affirmations to be given by Practicing Company Secretaries (PCS) in Annual Secretarial Compliance Report (ASCR) pursuant to BSE Notice No. 20230316-14 dated March 16, 2023 and NSE Circular Ref No: NSE/CML/2023/21 dated March 16, 2023 are provided 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	The Company have duly complied with the SS issued by ICSI.

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2.	<p><i>Adoption and timely updation of the Policies:</i></p> <p>All applicable policies under SEBI Regulations are adopted with the approval of board of directors of the listed entities</p> <ul style="list-style-type: none"> • 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	<p>The Company have updated All applicable policies under SEBI Regulations and the same are in conformity with SEBI Regulations and has been reviewed.</p>
3.	<p><i>Maintenance and disclosures on Website:</i></p> <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	<p>The Company have maintained fully functional website at WWW.EURO7000.COM</p>
4.	<p><i>Disqualification of Director:</i></p> <p>None of the Director(s) of the Company is/ are disqualified under Section 164 of Companies Act, 2013 as confirmed by the listed entity.</p>	YES	<p>None of the Director of the Company are disqualified under Section 164 of Companies Act, 2013.</p>
5.	<p><i>Details related to Subsidiaries of listed entities have been examined w.r.t.:</i></p> <ol style="list-style-type: none"> 1. Identification of material subsidiary companies 2. Disclosure requirement of material as well as other subsidiaries 	NA	<p>During the period under review, there were no material subsidiaries of the Company.</p>
6.	<p><i>Preservation of Documents:</i></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	<p>The Company has complied with the SEBI Regulations for preserving and maintaining records as prescribed and has duly in place the said policy. still company searching for SDD software and presently</p>



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			<i>maintained in excel basis</i>
7.	<p><i>Performance Evaluation:</i></p> <p><i>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.</i></p>	YES	<i>The Company has duly conducted performance evaluation of the Board, Independent Directors and the Committees in every financial year.</i>
8.	<p><i>Related Party Transactions:</i></p> <ol style="list-style-type: none"> <i>1. The listed entity has obtained prior approval of Audit Committee for all related party transactions;</i> <i>or</i> <i>2. 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.</i> 	YES	<i>The Company has obtained prior approval of Audit Committee for all Related party transactions.</i>
9.	<p><i>Disclosure of events or information:</i></p> <p><i>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.</i></p>	YES	<i>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 there under except Non-submission of the Annual Report within the period prescribed under this regulation for the year ended March 2022</i>
10.	<p><i>Prohibition of Insider Trading:</i></p> <p><i>The listed entity is in compliance with Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015.</i></p>	YES	<i>The Company has duly complied with Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015. still</i>

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			<i>company searching for SDD software and presently maintained in excel basis.</i>
11.	<i>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 (**).</i>	NO	<i>(i) BSE vide their letter/email dated 27.09.2022 is levied fine of Rs. 14,80,000 + applicable taxes for the aforesaid noncompliance. The company has paid full penalty and in present company apply for SOP fine waiver and Reply on waiver request is still awaited.</i>
12.	<i>Additional Non-compliances, if any: No additional non-compliance observed for any SEBI regulation/circular/guidance note etc.</i>	NA	<i>(ii) Bombay Stock Exchange ("BSE") vide their letter/email dated. 21.10.2022 levied fine of Rs.18,880 for the aforesaid noncompliance.</i>

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 not applicable to company as company doesn't have material subsidiaries.

*Place: Ahmedabad
Date: May 22, 2023*

For Meenu Maheshwari & Associates

*Meenu Maheshwari
Proprietor
Company secretary
FCS: 7087 CP No. 8953
UDIN No **F007087E000348626** dated 22/05/2023*

*K-004, Shilalekh Soc. Narayan Ghat Shahibaug, Ahmedabad – 380 004
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