



Ref. No.: PSL/2023-24/CS/SE/19

Date: 30th May, 2023

To, Listing Department National Stock Exchange of India Limited Exchange Plaza, 5 th Floor, Plot No. C/1, G Block, Bandra Kurla Complex, Bandra (E), Mumbai - 400 051 Symbol: DIAMONDYD	To, Corporate Relationship Department BSE Limited P.J. Towers, Dalal Street, Mumbai - 400 001 Security Code: 540724 Security ID: DIAMONDYD
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Subject: Annual Secretarial Compliance Report for the year ended 31st March, 2023

Dear Sir/Madam,

Pursuant to Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. CIR/CFD/CMD1/27/2019 dated 8th February, 2019 and BSE Circulars 20230316 - 14 dated 16th March, 2023 and 20230410 - 41 dated 10th April, 2023 and NSE Circulars No. NSE/CML/2023/21 dated 16th March, 2023 and NSE/CML/2023/30 dated 10th April, 2023, please find attached herewith Annual Secretarial Compliance Report for the year ended 31st March, 2023.

This is for your information and records.

Thanking You,

Yours Faithfully,

For **Prataap Snacks Limited**

Om Prakash Pandey
Company Secretary and Compliance Officer

Encl.: As above

Prataap Snacks Limited

CIN: L15311MP2009PLC021746

SECRETARIAL COMPLIANCE REPORT
OF
PRATAAP SNACKS LIMITED
FOR THE YEAR ENDED 31ST MARCH, 2023

To,
The Board of Directors,
Prataap Snacks Limited
Khasra No. 378/2, Nemawar Road,
Near Makrand House, Palda,
Indore-452020, Madhya Pradesh, India

I have examined:

- all the documents and records made available to me and explanation provided by Prataap Snacks Limited (CIN: L15311MP2009PLC021746) ("the listed entity");
- the filings/ submissions made by the listed entity to the stock exchanges;
- website of the listed entity;
- 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:

- the Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued thereunder; and
- 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:

- Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
- Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;
- Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act, 2013 and dealing with clients;

- (g) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018. (not applicable to the listed entity during the Review Period);
- (h) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008. (not applicable to the listed entity during the Review Period);
- (i) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021. (not applicable to the listed entity during the Review Period);

and circulars/ guidelines issued thereunder;

and based on the above examination, I 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)	Regulation/Circular No.	Deviations	Action Taken by	Type of Action	Detail of Violation	Fine Amount	Observation s/Remarks of the Practicing Company Secretary	Management Response	Remarks
1.	Prior approval of Audit Committee for related party transaction. (Regulation 23 of SEBI LODR Regulations, 2015)	Regulation 23 of SEBI LODR Regulations, 2015.	The listed entity has taken prior approval of Audit Committee for all related party transactions except transactions with one related party.		NA			The listed entity has taken prior approval of Audit Committee for all related party transactions except transactions with one related party.	The listed entity has taken prior approval of Audit Committee for all related party transactions except transactions with one related party. However, the transactions with said related party have subsequently approved/ratified by the Audit Committee in its Meeting held on 26 th May, 2023.	Nil

(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	Detail of Violation	Fine Amount	Observations/Remarks of the Practicing Company Secretary	Management Response	Remarks
					Advisory/Clarification / Fine/Show Cause Notice / Warning, etc.					
NA										

In terms of BSE Circulars 20230316 - 14 dated 16th March, 2023 and 20230410 - 41 dated 10th April, 2023 and NSE Circulars No. NSE/CML/2023/21 dated 16th March, 2023 and NSE/CML/2023/30 dated 10th April, 2023, additional affirmations are as under:

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 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 	Yes Yes Yes	- - -

	which re- directs to the relevant document(s)/ section of the website		
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	-
5.	Details related to Subsidiaries of listed entities have been examined w.r.t.: a) Identification of material subsidiary companies. b) Disclosure requirement of material as well as other subsidiaries.	NA NA	The listed entity had two subsidiaries, which were merged with the listed entity w.e.f 29.03.2023, therefore as on 31.03.2023 the Company has no subsidiary.
6.	Preservation of Documents: 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.	Yes	-
7.	Performance Evaluation: 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.	Yes	-
8.	Related Party Transactions: a) The listed entity has obtained prior approval of Audit Committee for all related party transactions; or 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.	No Yes	The listed entity has taken prior approval of Audit Committee for all related party transactions except transactions with one related party. However, the transactions with said related party have subsequently approved/ratified by the Audit Committee in its Meeting held on 26 th May, 2023.

9.	Disclosure of events or information: 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.	Yes	-
10.	Prohibition of Insider Trading: The listed entity is in compliance with Regulation 3(5) & 3(6) of 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.	NA	No action(s) has been taken by SEBI or stock exchange(s).
12.	Additional Non-compliances, if any: No additional non-compliance observed for any SEBI regulation/circular/guidance note etc.	NA	No additional non-compliance were observed.

I further report that the Company has complied with clauses 6(A) and 6(B) of Circular No. CIR/CFD/CMD1/114/2019 dated 18th October, 2019 issued by the Securities and Exchange Board of India.

Place: Indore
Date: 26th May, 2023



For Ritesh Gupta & Co.
Company Secretaries

Ritesh Gupta
CP:3764 | FCS:5200
PR Certificate No. 750/2020
UDIN: F005200E000378089