

May 28, 2022

The BSE Ltd.

1st Floor, New Trading Wing, Rotunda Building
Phiroze Jeejeebhoy Towers, Dalal Street, Fort
Mumbai – 400001

corp.relations@bseindia.com

Security Code No.: 532884

The National Stock Exchange of India Ltd.

Exchange Plaza, 5th Floor, C – 1, Block G
Bandra – Kurla Complex, Bandra (E)
Mumbai – 400051

cmlist@nse.co.in

Security Code No.: REFEX

Sub: Annual Secretarial Compliance Report under Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) 2015

Dear Sir/Madam,

This has reference to captioned subject, please find enclosed the Annual Secretarial Compliance Report under Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) 2015 for the year ended March 31, 2022 issued by Mr R Muthu Krishnan, Practicing Company Secretary.

Thanking you.

Yours faithfully,

For **Refex Industries Limited**

SRINIVASAN Digitally signed by
SRINIVASAN
GOPALAKRISHNAN
Date: 2022.05.28
HNAN 12:13:58 +05'30'

S Gopalakrishnan

Company Secretary

ACS-3588

Refex Industries Ltd.,

Regd Office: No. 10, Bascon Futura SV IT Park,
11th Floor, Venkatnarayana Rd, T. Nagar,
Chennai - 600017. Ph : 91 44 4340 5950
E : info@refex.co.in | www.refex.co.in

Factory: No: 1/171, Old Mahabalipuram Road,
Thiruporur - 603110, Chengalpattu District,
Tamil Nadu. Ph : 91 44 2744 5295
CIN : L45200TN2002PLC049601



**SECRETARIAL COMPLIANCE REPORT OF REFEX INDUSTRIES LIMITED
(CIN.L45200TN2002PLC049601 FOR THE YEAR ENDED 31ST MARCH 2022**

**BOARD OF DIRECTORS
REFEX INDUSTRIES LIMITED
11TH FLOOR, BASCON FUTURA IT PARK
,NEW NO. 10/2, OLD NO. 56L,
VENKAT NARAYANA ROAD, T NAGAR
CHENNAI 600 017**

I have examined:

(a) all the documents and records made available to me and explanation provided by **REFEX INDUSTRIES 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 2022** (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 (NOT APPLICABLE DURING REVIEW PERIOD)

(c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;



R. Muthu Krishnan

(d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; NOT APPLICABLE DURING REVIEW PERIOD)

(e) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;

(f) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021 effective from August 9,2021 replacing and merging the earlier SEBI(Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations,2013 ; and SEBI (Issue and Listing of Debt Securities) Regulations, 2008(NOT APPLICABLE DURING REVIEW PERIOD)

(h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

(i) The Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018 ("DP").and circulars/ guidelines issued thereunder;

and based on the above examination, I hereby report that, during the Review Period

(a) The listed entity has generally complied with the provisions of the above Regulations and circulars/ guidelines issued thereunder

(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 my examination of those records.

(c) The was no action 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:

(d)There was no pending observation in the previous report outstanding for any actions to be taken by the company to comply with such observations **except as follows in respect of an action taken against the Company.**

Sl. No.	Observations of the Practicing Company Secretary in the previous reports	Observations made in the secretarial compliance report for the year ended...	Action taken by Company	Comments
1	<i>Not having minimum of 6 Directors as</i>	<i>31st March 2021</i>	<i>The company had sought waiver of the said penalty</i>	<i>The company has paid the necessary</i>



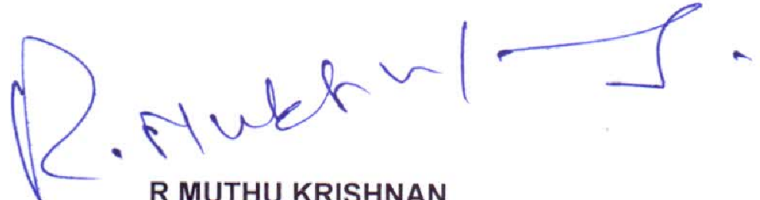
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<p>required under Clause 17(1) (c) of LODR, 2015 as the company fell within the top 2000 listed companies as at 1st April 2020</p>		<p>from both BSE and NSE. While the BSE accepted the waiver request of the company on June 23, 2021 for quarters ending June 30,2020 and Sep 30,2020, the NSE rejected the waiver request vide its communication dated January 10,2022 and levied a penalty for 3 quarters ending June 30,2020 for Rs.4,55,000, Quarter ending Sep 30,2020 for Rs.4,60,000 and for quarter ending Dec 30, 2020 for Rs.4,45,000</p> <p>The company has already appointed two new directors on 29th December 2020 and hence as on date of this report the company has the minimum number of 6 (Six) as required under the aforesaid clause of LODR, 2015</p>	<p>penalty imposed by NSE amounting to Rs.16,04,800 (Rupees Sixteen Lakhs Four Thousand Eight Hundred) (including GST Levy) on January 17, 2022</p>
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(e) Compliance with SEBI Circular No. CIR/CFD/CMD1/114/2019, dated October 18, 2019: There is no instance of resignation of the statutory auditor during the period under review. Hence commenting on the compliance with para 6(A) and 6(B) does not arise.



Place: CHENNAI
Date: 27TH MAY 2022

R MUTHU KRISHNAN
PRACTICING COMPANY SECRETARY
FCS NO. 6775 C P No.: 3033

UDIN NO. **F006775D000407857**

PEER REVIEW NO. 2048/2022

