



**HRU & ASSOCIATES**

Company Secretaries

**Hemanshu R. Upadhyay**  
B. Com., A.C.S.

Mobile(s): 9967744943/8104259060

E-mail :  
[hemanshu.upadhyay14@gmail.com](mailto:hemanshu.upadhyay14@gmail.com)

**OFFICE:**

OFFICE 15, 1st floor, Rekha Building, Daulat Nagar, near Sheth D.M High School, Mumbai - 400067.

SECRETARIAL COMPLIANCE REPORT OF N D METAL INDUSTRIES LIMITED FOR THE YEAR ENDED  
31<sup>ST</sup> MARCH, 2021

1. I Hemanshu Upadhyay practising Company Secretary, have examined:

(a) all the documents and records as provided is available to us and explanation provided by N D Metal Industries Limited (The Listed Entity) arising from the Compliances of specific Regulations listed under clause 2 of this report,

(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 31<sup>st</sup> March, 2021 ("Review Period") in respect of compliance with the provision 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");

2. 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) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018;



**HRU & ASSOCIATES**

Company Secretaries

**Hemanshu R. Upadhyay**  
B. Com., A.C.S.

Mobile(s): 9967744943/8104259060

E-mail :  
[hemanshu.upadhyay14@gmail.com](mailto:hemanshu.upadhyay14@gmail.com)

**OFFICE:**

OFFICE 15, 1st floor, Rekha Building, Daulat Nagar, near Sheth D.M High School, Mumbai - 400067.

- (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;
- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
- (g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013;
- (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (i) all other regulations and circulars / guidelines issued and as applicable to the Company from time to time

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)	Deviations	Observations/ Remarks of the Practicing Company Secretary
1	Regulation 6 (1) of SEBI LODR Regulation, 2015	The Company has not appointed Company Secretary as Compliance Officer	The Company have appointed Company Secretary but in XBRL it is inadvertently not mentioned
2	Regulation 31 of SEBI LODR Regulation, 2015	Delay in furnishing shareholding pattern	The Company have not uploaded shareholding pattern within prescribed time

- 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/our examination of those records.



**HRU & ASSOCIATES**

Company Secretaries

**Hemanshu R. Upadhyay**  
B. Com., A.C.S.

Mobile(s): 9967744943/8104259060

E-mail :  
[hemanshu.upadhyay14@gmail.com](mailto:hemanshu.upadhyay14@gmail.com)

**OFFICE:**

OFFICE 15, 1st floor, Rekha Building, Daulat Nagar, near Sheth D.M High School, Mumbai - 400067.

- 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 Practising Company Secretary, if any.
1	Bombay Stock Exchange	Regulation 29(2) and 29(3)	Fine payable by the Company Rs. 20,000	The fine is not paid by company and it is still in pending
2	Bombay Stock Exchange	Regulation 34 of SEBI	Fine payable by the Company Rs. 231,280	The fine is not paid by company and it is still in pending

- d) This being the first reporting since the notification of the requirement to submit this report, reporting on action to comply with the observations made in previous report does not arise.

---

Hemanshu Upadhyay  
Practising Company Secretary  
FCS No: 46800  
C P No: 20259  
Place: Mumbai  
Date: 30/06/2021  
UDIN: A046800C000550347