

SURAJ INDUSTRIES LTD

Registered Office -Plot No. 2 Phase-3, Sansarpur Terrace, Distt. Kangra, H.P.-173212

CIN: L26943HP1992PLC016791

Email id- secretarial@surajindustries.org; Website- www.surajindustries.org

Telephone No: 01970-256414

May 30, 2024

To,
The Secretary
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai-400001

Scrip Code: 526211

Sub: Annual Secretarial Compliance Report for the financial year ended March 31, 2024 pursuant to Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Dear Sir,

Pursuant to Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. CIR/CFD/CMD1/27/2019 dated 8th February, 2019 & BSE Circular no. 20230316-14 dated March 16, 2023 read with BSE Circular no. 20230410-41 dated April 10, 2023, please find enclosed herewith the Annual Secretarial Compliance Report for the financial year ended March 31, 2024 issued by Mr. Ashok Ranjan Mishra ,Proprietor of M/s. A R Mishra & Associates, Company Secretaries.

Kindly take the same on record and display the same on the website of your exchange.

Thanking You,
Yours Truly,
Suraj Industries Ltd

SNEHLAT A
SHARMA

Digitally signed
by SNEHLATA
SHARMA
Date: 2024.05.30
22:59:15 +05'30'

Snehlata Sharma
Company Secretary & Compliance Officer



A R MISHRA & ASSOCIATES

COMPANY SECRETARIES

OFFICE: 82 D, A C BLOCK, SHALIMAR BAGH,
NEW DELHI 110088

Mobile 9899412160,

Email csarmishra@gmail.com

ANNUAL SECRETARIAL COMPLIANCE REPORT
OF
SURAJ INDUSTRIES LIMITED
FOR
THE YEAR ENDED 31 MARCH 2024

(Pursuant to Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015)

We have examined:

- (a) all the documents and records made available to us and explanation provided by **SURAJ INDUSTRIES LIMITED** (“the listed entity”) (CIN L26943HP1992PLC016791) (hereinafter referred to as the “Company”) having its registered office at Plot no 2, Phase III, Sansarpur Terrace Kangra Himachal Pradesh. 173212
- (a) the filings/submissions made by the Company to the stock exchanges,
- (b) website of the Company,
- (c) other document/filing, as may be relevant, which has been relied upon to make this certification any

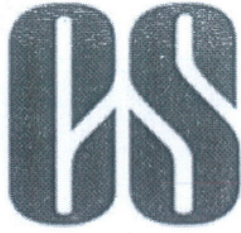
for the year ended 31 March, 2024 (Review Period) in respect of compliance with the provisions of:

- (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 as amended till date (herein after referred as “SEBI LODR”);
- (b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018.





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- (c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 as amended till date;
- (d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 (**Not applicable to the Company during the Audit Period**)
- (e) Securities and Exchange Board of India (Share Based Employee Benefits and Sweet Equity) Regulations, 2021 (**Not applicable to the Company during the Audit Period**);
- (f) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021; as amended till date; (**Not applicable to the Company during the Audit Period**)
- (g) The Securities and Exchange Board of India (Issue and Listing of Non- Convertible and Redeemable Preference Shares) Regulations, 2013 (**Not applicable to the Company during the Audit Period**);
- (h) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 as amended till date; and
- (i) The Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018

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

(a) The Company has complied with the provisions of the above Regulations and circulars/guidelines issued thereunder.

(b) The Company has taken actions to comply with the observations made in previous reports to get 100% equity shares of Promoter and Promoter Group in Demate Form as explained in **Annexure A**.

We hereby report that, during the review period the compliance status of the listed entity with the following requirements

S. No.	Particulars	Compliance Status (Yes / No/ NA)	Observations/ Remarks by PCS
1.	<u>Secretarial Standard</u> The compliances of listed entities are in	YES	None





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	accordance with the applicable Secretarial Standards (SS) issued by the Institute of Company Secretaries India (ICSI)		
2.	<u>Adoption and timely updation of the Policies:</u>		
a.	All the policies are in conformity with SEBI Regulations and has been reviewed & timely updated as per the regulations/ circulars guidelines issued by SEBI	YES	None
b.	All applicable policies under SEBI Regulations are adopted with the approval of board of directors of the listed entities.	YES	None
3.	<u>Maintenance and disclosures on Website:</u>		
a.	• The Listed entity is maintaining a functional website	YES	None
b.	• Timely dissemination of the documents/ information under a separate section on the website	YES	None
c.	• Web-links provided in annual corporate governance reports under Regulation 27(2) are accurate and specific which redirects to the relevant document(s)/ section of the website	YES	None
4.	<u>Disqualification of Director</u> None of the Director of the Company are disqualified under Section 164 of the Companies Act, 2013	YES	None
5.	<u>To examine details related to Subsidiaries of listed entities</u>		
a.	• Identification of material subsidiary companies	YES	The Company has only one material subsidiary ie Carya Chemicals and private Fertilizer
b.	• Requirement with respect to disclosure of material as well as	Yes	





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	other subsidiaries		Limited.
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	None
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 as prescribed in SEBI Regulations	YES	None
8.	Related Party Transactions:		
a.	• The Listed entity has obtained prior approval of Audit Committee for all Related party transaction	YES	None
b.	• In case no prior approval obtained, the listed entity shall provide detailed reasons along with confirmation whether the transaction were subsequently approved/ ratified/ rejected by the Audit Committee	NA	All Related party transactions were entered after obtaining the prior approval of the audit committee.
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	None
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	None
11.	Actions taken by SEBI or Stock Exchange(s), if any No Actions taken against the listed	YES	None





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	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		
12.	Resignation of statutory auditors from the listed entity or its material subsidiaries In case of resignation of statutory auditor from the listed entity or any of its material subsidiaries during the financial year, the listed entity and / or its material subsidiary(ies) has / have complied with paragraph 6.1 and 6.2 of section V-D of chapter V of the Master Circular on compliance with the provisions of the LODR Regulations by listed entities.	NIL	During the year under review ,there was no resignation of Auditors either from Listed entity or its Material Subsidiary company.
13.	Additional Non-compliances, if any: No additional non-compliance observed for any SEBI regulation/circular/guidance note etc.	Yes	None

For A R MISHRA & ASSOCIATES
Company Secretaries

Date: 28/05/2024

Place: New Delhi

UDIN: F005377F000473273



ASHOK RANJAN MISHRA)

B.COM. LL.B.F.C.S.

PROPRIETOR

FCS 5377, C P 22727

Peer Review No. 2781/2022

Annexure "A" ANNUAL SECRETARIAL COMPLIANCE REPORT SURAJ INDUSTRIES LIMITED

S. No.	Observations/ Remarks Of the Practicing Company Secretary in the previous reports) (PCS)	Observations made in the secretarial compliance report for the year ended (the years are to be mentioned)	Compliance Requirement (Regulations/ circulars/ guidelines including specific clause)	Details of violation / deviations and actions taken / penalty imposed, if any, on the listed entity	Remedial actions, if any, taken by the listed entity	Comments of the PCS on the actions taken by the listed entity
1	100% shareholding belonging to the promoters and promoter's group are in dematerialisation form as on March 31, 2024 as against 99.99% in Previous year ending 31st March,2023.	31.03.2023	The listed entity shall ensure that hundred percent of shareholding of promoter(s) and promoter group is in dematerialized form and the same is maintained on a continuous basis in the manner as specified by the Board.	The equity shareholding of the promoters and promoter's group in dematerialisation form is 99.99% as against 100% as on March 31, 2023.	As on March 31,2023, 10(Ten) shares belonging to the Promoter and Promoter group of the Company were held in Suspense Escrow Demat account of the Company. However on 11.04.2023, these 10(Ten) shares have been credited to the Promoter's Demat account.	The Company on 11.04.2023 dematerilised 100% shareholding belonging to the promoters and promoter's group as against 99.99% in Previous year ending 31st March,2023.

FOR A R MISHRA & ASSOCIATES
COMPANY SECRETARIES

DATE 28.05.2024
PLACE DELHI

(ASHOK RANJAN MISHRA)
B.COM.LL.B.FCS.
PROPRITOR

FCS 5377 COP 22727
PEER REVIEW NO 2781/2022
F005377F000473273

UDIN

