

AMF:RO: 2023-2024

4<sup>th</sup> May 2023

Corporate Relationship Department  
BSE Limited  
P.J. Towers  
Dalal Street  
Mumbai - 400 001

(Scrip code - 513117)

We refer to your email dated 25/04/02023 informing us to resubmit ASCR in a new format under Regulation 24A instead of the old format.

Given the above, we are resubmitting the above-said report issued by the Practicing Company Secretary of the Company for the year ended 31/03/2023 in the new format.

We are submitting this report only in PDF and are not able to submit it in XBRL since the Excel sheet is not made available by BSE.

For AMFORGE INDUSTRIES LIMITED  
KINSHUK  
RAJKUMAR TIWARI  
Company Secretary & Compliance Officer

Digitally signed by KINSHUK  
RAJKUMAR TIWARI  
Date: 2023.05.04 14:01:51  
+05'30'



# SANDEEP DUBEY & ASSOCIATES

(Practicing Company Secretaries)

Unit No. 3133, Ezaze Zone Mall, Sundar Nagar, Malad West, Mumbai- 400062.

Contact No. 09820513552, Email :[cs.sandeepdubey@gmail.com](mailto:cs.sandeepdubey@gmail.com)

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## **ANNUAL SECRETARIAL AUDIT REPORT OF M/S. AMFORGE INDUSTRIES LIMITED FOR THE YEAR ENDED 31<sup>ST</sup> MARCH 2023.**

**I, Sandeep Dubey, Practicing Company Secretary have examined:**

- a) all the documents and records made available to us and explanation provided by M/s. Amforge Industries Limited (CIN: L28910MH1971PLC015119) ("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 documents and filings as may be relevant, which has been relied upon to make this certification, for the year ended on March 31, 2023 ("Reviewed Period") in respect of Compliance with the provisions of;

**FOR THE YEAR ENDED MARCH 31, 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, and guidelines issued there under; And
- b) the Securities Contracts (Regulation) Act, 1956 ("SCRA"), rules made there under, and the Regulations, circulars, and guidelines issued there under 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; **Complied by the Company.**
- (b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; **Not Applicable to the company under this audit preview period.**
- (c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011; **Complied by the Company.**
- (d) Securities and Exchange Board of India (Buy Back of Securities) Regulation 2018; **Not Applicable to the company under this audit preview period.**
- (e) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulation 2021; **Not Applicable to the company under this audit preview period.**
- (f) Securities and Exchange Board of India (Issue and Listing of Non -Convertible Securities) Regulation 2021; **Not Applicable to the company under this audit preview period.**

- (g) Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018; **Complied by the Company.**
- (h) Securities and Exchange Board of India (Issue and Listing of Non- Convertible and Redeemable Preference Shares) Regulations, 2013.
- (i) Securities and Exchange Board of India (Delisting of Equity Shares) (Amendment) Regulations, 2016.
- (j) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008
- (k) Securities and Exchange Board of India (Prohibition of fraudulent and unfair trade practices relating to securities market) (Amendment), Regulations, 2018; **Complied by the Company.**
- (l) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 and circulars/ guidelines issued there under; **Complied by the Company.**
- (m) The Securities and Exchange Board of India (Registrar to an Issue and share Transfer Agent) Regulation 1993 regarding the Companies Act, 2013 and dealing with Client;

and circulars/ guidelines issued thereunder. Further, in terms of SEBI circular No. CIR/CFD/CMD1/114/2019 dated October 18, 2019 in respect of Resignation of statutory auditors from listed entities and their material subsidiaries is not applicable during the review period.

Note: The aforesaid list of SEBI Regulations is only the list of Regulations that applied to the Company during the year under review.

**AND BASED ON THE ABOVE EXAMINATION, I HEREBY REPORT THAT DURING THE REVIEW PERIOD THE COMPLIANCE STATUS OF THE LISTED ENTITY IS APPENDED BELOW;**

Additional affirmations by Practicing Company Secretaries (PCS) in Annual Secretarial Compliance Report (ASCR) in terms of the BSE circular reference No. 20230316-14 and NSE Circular Ref No: NSE/CML/ 2023/21 both dated 16 March 2023.

<b>Compliance Requirement (Regulations/Circulars/ guidelines including specific clause)</b>	<b>Compliance Status (Yes/No/ NA)</b>	<b>Observation/ Remark of the Practicing Company Secretary</b>
<p><b><u>Secretarial Standards:</u></b> The compliances of the listed entity are in accordance with the applicable Secretarial Standards (SS) issued by the Institute of Company Secretaries India (ICSI)</p>	YES	The Company has complied with Secretarial Standards (SS) issued by the Institute of Company Secretaries India (ICSI).

<p><b><u>Adoption and timely updation of the Policies:</u></b></p> <p>a). All applicable policies under SEBI Regulations are adopted with the approval of board of directors of the listed entities.</p> <p>b). All the policies are in conformity with SEBI Regulations and has been reviewed &amp; timely updated as per the regulations/circulars/ guidelines issue by SEBI.</p>	<p>YES</p>	<p>The Company has complied with SEBI (LODR) Regulation 2015 and other regulations, Notification / circulars/ guidelines issued by SEBI.</p>
<p><b><u>Maintenance and disclosures on Website:</u></b></p> <p>a. The Listed entity is maintaining a functional website.</p> <p>b. Timely dissemination of the documents/ information under a separate section on the website.</p> <p>c. 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.</p>	<p>YES</p>	<p>The Company has maintained its website, and 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.</p>
<p><b><u>Disqualification of Director:</u></b></p> <p>None of the Director of the Company are disqualified under Section 164 of Companies Act, 2013.</p>	<p>YES</p>	<p>No director's disqualified during the audit period.</p>
<p><b><u>To examine details related to Subsidiaries of listed entities:</u></b></p> <p>(a) Identification of material subsidiary companies.</p> <p>(b) Requirements with respect to disclosure of material as well as other Subsidiaries.</p>	<p>YES</p>	<p>The Company have no Subsidiaries companies.</p>

<p><b><u>Preservation of Documents:</u></b> The listed entity is preserving and maintaining records as prescribed under SEBI Regulations and disposal of records as per Policy Preservation of Documents and Archival policy prescribed under SEBI LODR 2015.</p>	<p>YES</p>	<p>The Company has maintained and preserve all the statutory records and Book &amp; Accounts.</p>
<p><b><u>Performance Evaluation:</u></b> 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.</p>	<p>YES</p>	<p>Board evaluate the performance of the Company time to time and take necessary action.</p>
<p><b><u>Related Party Transactions:</u></b> (a) The listed entity has obtained prior approval of Audit Committee for all Related party transactions. (b) In case no prior approval obtained the listed entity shall provide detailed reasons along with confirmation whether the transactions were subsequently approved/ ratified/rejected by the Audit committee.</p>	<p>YES</p>	<p>During the FY, there is no related party transaction hence no approvals required.</p>
<p><b><u>Disclosure of events or information:</u></b> The listed entity has provided all the required disclosure(s) under Reg. 30 along with Schedule III of SEBI LODR Regulations 2015 within the time limits prescribed thereunder.</p>	<p>YES</p>	<p>The Company has made disclosure as required under Reg 30 along with Schedule III of SEBI LODR Regulations 2015.</p>
<p><b><u>Prohibition of Insider Trading:</u></b> The listed entity is in compliance with Regulation 3(5) &amp; 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015.</p>	<p>YES</p>	<p>The Company has complied with Regulation 3(5) &amp; 3 (6) SEBI (Prohibition of Insider Trading) Regulations, 2015.</p>

<p><b><u>Actions taken by SEBI or Stock Exchange(s), if any:</u></b>  No Actions 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.</p>	<p>NA</p>	<p>None</p>
<p><b><u>Additional Non-compliances, if any:</u></b>  No any additional non-compliance observed for all SEBI regulation/ circular/guidance note etc.</p>	<p>NA</p>	<p>None</p>

**I hereby report that, during the Review Period:**

- a) The listed entity has maintained proper records under the provisions of the above Regulations and Circulars/Guidelines issued thereunder in so far as it appears from my/our examination of those records.

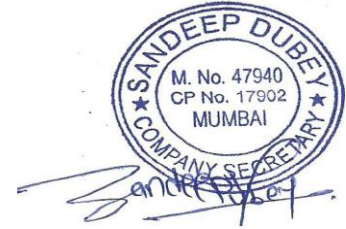
Compliance Requirement (Regulations/ circulars/guidelines including Specific clause)	Regulation/ Circular No.	Deviations	Action taken by	Details Of Violation	Fine Amount	Observations/ Remarks of the Practising Company Secretary	Management Response
<b>NONE</b>							

- b) The listed entity has taken the following actions to comply with the observations made in previous reports:

Compliance Requirement (Regulations/ circulars/guidelines)	Regulation/ Circular No.	Deviations	Action taken by	Details of Violation	Fine Amount	Observations/ Remarks of the	Management Response
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including Specific clause)						Prac- ticing Compan Secretar	
<b>NONE</b>							

FOR SANDEEP DUBEY & ASSOCIATES  
PRACTICING COMPANY SECRETARIES



CS SANDEEP DUBEY

PARTNER

M. NO. 47940.

CP NO.17902

UDIN: L28910MH1971PLC015119

Place: Mumbai  
Date: 12.04.2023