

Ref No.: Alicon/Stock Exch/Letter/2024-34

May 28, 2024

To  
The Manager  
The Department of Corporate Services  
BSE Limited  
Floor 25, P. J. Towers,  
Dalai Street, Mumbai — 400 001

To  
The Manager  
The Listing Department  
National Stock Exchange of India Limited  
Exchange Plaza, Bandra Kurla Complex,  
Bandra (East), Mumbai — 400 051

**Scrip Code: 531147****Scrip Symbol: ALICON**

Dear Sir/Madam,

**Sub: Annual Secretarial Compliance Report for the year ended on March 31, 2024.**

Pursuant to Regulation 24A of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed herewith Secretarial Compliance Report of Alicon Castalloy Limited for the Year ended March 31, 2024 issued by Mr. Upendra Shukla, Practicing Company Secretary, Mumbai.

Kindly take this information on your record.

Thanking you,

Yours faithfully,

For **ALICON CASTALLOY LTD**

Amruta Joshi  
Company Secretary

**SECRETARIAL COMPLIANCE REPORT  
OF  
ALICON CASTALLOY LIMITED  
[CIN: L99999PN1990PLC059487]  
FOR THE FINANCIAL YEAR ENDED 31<sup>ST</sup> MARCH, 2024**

I have examined:

- (a) All the documents and records made available to me and explanation provided by ALICON CASTALLOY 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 Report,

for the year ended 31<sup>st</sup> 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') and 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 - **There was no reportable event during the Review Period;**
- (c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- (d) Securities and Exchange Board of India (Buy-back of Securities) Regulations, 2018 – **There was no reportable event during the Review Period;**
- (e) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;

: 2 :

(f) Securities and Exchange Board of India (Issue and Listing of Non-convertible Securities) Regulations, 2021 - **There was no reportable event during the Review Period;**

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

(h) Other regulations as applicable - **There was no reportable event during the Review period under any specific circulars other than those mentioned above;**

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 matter specified below:

Sr. No.	Compliance requirement (Regulations/ circulars/ guidelines including specific clause)	Regulation/ Circular No.	Deviations	Action taken by	Type of action	Details of violation	Fine amount	Observations/ remarks of the PCS	Management response	Remarks
- Annexure- I -										

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

Sr. No.	Observations/ remarks of the Practising Company Secretary in the previous report.	Observations made in the Secretarial Compliance Report for the year ended 31/03/2023 .	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
- Annexure- II -						

(c) I hereby report that during the review period, the compliance status of the listed entity with the following requirements:

Sr. No:	Particulars	Compliance Status (Yes/No/NA)	Observations/Remarks by PCS
1)	<p><b>Secretarial Standards:</b></p> <p>The compliances of the listed entity are in accordance with the applicable Secretarial Standards (SS) issued by the Institute of Company Secretaries of India (ICSI).</p>	Yes	
2)	<p><b>Adoption and timely updation of the Policies:</b></p> <ul style="list-style-type: none"> <li>• All applicable Policies under SEBI Regulations are adopted with the approval of Board of Directors of the listed entity.</li> <li>• All the Policies are in conformity with SEBI Regulations and have been reviewed and updated on time, as per the Regulations/ circulars/ guidelines issued by SEBI.</li> </ul>	Yes  Yes	
3)	<p><b>Maintenance and Disclosures on Website:</b></p> <ul style="list-style-type: none"> <li>• The listed entity is maintaining a functional website;</li> <li>• Timely dissemination of the documents/ information under a separate section on the website.</li> <li>• Web-links provided in annual corporate governance reports under Regulation 27(2) are accurate and specific, which re-directs to the relevant documents/ section of the website.</li> </ul>	Yes  Yes  Yes	
4)	<p><b>Disqualification of Directors:</b></p> <p>None of the Directors of the Company is disqualified under Section 164 of the Companies Act, 2013.</p>	Yes	

5)	<b>Details related to subsidiaries of listed entity:</b> (a) Identification of material subsidiary companies. (b) Requirements with respect to disclosure of material as well as other subsidiaries.	 Yes  Yes	
6)	<b>Preservation of Documents:</b>  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)	<b>Performance Evaluation:</b> The listed entity has conducted performance evaluation of the Board, Independent Directors and Committees at the start of every financial year as prescribed in SEBI Regulations.	 Yes	
8)	<b>Related Party Transactions:</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.	 Yes  NA	  Please refer point 8(a)
9)	<b>Disclosure of events or information:</b> 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)	<b>Prohibition of Insider Trading:</b> The listed entity is in compliance with Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015.	 Yes	

11)	<p><b>Actions taken by SEBI or Stock Exchange(s), if any:</b> No action(s) 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 (or) The actions taken against the listed entity/its promoters/ directors/ subsidiaries either by SEBI or by Stock Exchanges are specified in last Column.</p>	<p>NA</p> <p>Yes</p>	<p>a) Listed entity had received a notice dated 14/06/2023 from NSE for short notice in intimating record date.</p> <p>b) Listed entity received notice dated 22/02/2024 from NSE and 19/02/2024 from BSE for delay in appointing CS &amp; Compliance Officer. Listed entity paid penalty.</p>
12)	<p><b>Resignation of statutory auditors from the listed entity or its material subsidiaries:</b> 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 entity.</p>	<p>NA</p>	<p>There was no such resignation from statutory auditor.</p>
13)	<p><b>No Additional Non-compliances observed:</b> No additional non-compliance observed for any of the SEBI regulation/circular/guidance note etc. except as reported above.</p>	<p>Yes</p>	

**Assumptions and limitation of scope and review:**

1. Compliance of the applicable laws and ensuring the authenticity of documents and information furnished, are the responsibilities of the management of the listed entity.
2. My responsibility is to certify based upon my examination of relevant documents and information. This is neither an audit nor an expression of opinion.
3. I have not verified the correctness and appropriateness of financial records and books of accounts of the listed entity.

4. This report is solely for the intended purpose of compliance in terms of Regulation 24A (2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and is neither an assurance as to the future viability of the listed entity nor of the efficacy or effectiveness with which the management has conducted the affairs of the listed entity.

UDIN: F002727F000455927  
Peer Review Certificate No. 1882/2022  
Place: Mumbai  
Date: 27/05/2024

UPENDRA  
CHANDR  
ASHANKA  
R SHUKLA

Digitaly signed by UPENDRA  
CHANDRASHANKAR SHUKLA  
DN: cn=UPENDRA,  
ou=UPENDRA,  
o=UPENDRA,  
email=UPENDRA@UPENDRA.COM,  
c=IN

(U.C. SHUKLA)  
COMPANY SECRETARY  
FCS: 2727/CP: 1654





## ANNEXURE - II

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

Sr. No.	Observations/ remarks of the Practising Company Secretary in the previous reports.	Observations made in the Secretarial Compliance Report for the year ended 31/03/2023.	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	2	3	4	5	6	7
1)	--	Listed entity should have filed details of related party transactions for the six months' period ended 31/03/2022 within 15 days (i.e. on or before 31/05/2022) from the date of the Board meeting, which was held on 16/05/2022. Details were filed on 14/06/2022 thereby causing a delay of 14 days.	Non-submission of related party transactions for six months' period ended on 31/03/2022 within the prescribed time under Regulation 23(9) of SEBI (LODR) Regulations, 2015.	Non-submission of related party transactions for six months' period ended on 31/03/2022 within the prescribed time. Penalty of Rs.70,000/- was imposed.	Listed entity has complied with the provisions of Reg. 29(3) by filing the details of related party transactions considering the prescribed time limit of 30 days and before receipt of show cause notice from the stock exchanges.	Listed entity has paid the penalty.