



NEELAMALAI AGRO INDUSTRIES LIMITED

(Registered Office : Katary Estate, Katary P.O., Coonoor, Nilgiris District - 643 213, TamilNadu)

Post Box No. 4260, Panampilly Nagar P.O., Ernakulam - 682 036, Kerala

Tele : (0484) 2315312 Fax : (0484) 2312541

Corporate Identity Number (CIN): L01117TZ1943PLC000117

E-Mail : secneelamalai@avtplantations.co.in

Website : www.neelamalaiagro.com

30.06.2021

BSE Limited,
25th Floor, Phiroze Jeejeebhoy Towers,
Dalal Street, Fort Mumbai - - 400 001
Phones: 022 - 22721233/4, 022-66545695

Dear Sirs,

Sub; **ANNUAL SECRETARIAL COMPLIANCE REPORT FOR THE YEAR ENDED
MARCH 31, 2021 (BSE STOCK CODE NO: 508670)**

Pursuant to Reg 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended, we are forwarding herewith the Annual Secretarial Compliance Report issued by the Practising Company Secretary for the FY 2020-21.

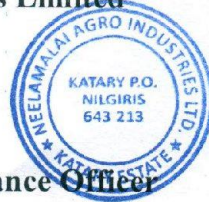
Kindly take this disclosure on record.

Thanking You,

Your Faithfully,

For Neelamalai Agro Industries Limited


S. Lakshmi Narasimhan
Company Secretary & Compliance Officer



**SECRETARIAL COMPLIANCE REPORT OF NEELAMALAI AGRO
INDUSTRIES LIMITED FOR THE YEAR ENDED 31.03.2021**

We, V Suresh Associates, Practising Company Secretaries have examined:

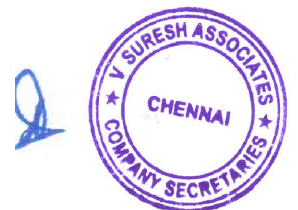
- (a) all the documents and records made available to us and explanation provided by **NEELAMALAI AGRO INDUSTRIES LIMITED** (“the listed entity”).
- (b) the filings/ submissions made by the listed entity to the stock exchanges,
- (c) website of the listed entity,
- (d) any other document/ filing, as may be relevant, which has been relied upon to make this certification,

For the year ended 31.03.2021, 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;**(no events during the audit period)**
- (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;



(e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;**(no events during the audit period)**

(f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;**(no events during the audit period)**

(g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations,2013;**(no events during the audit period)**

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

and circulars/ guidelines issued thereunder;

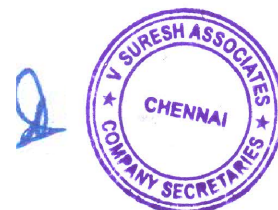
and based on the above examination, we hereby report that, during the Review Period:

(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 Practising Company Secretary
-	-	-	-

(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 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 Ltd (BSE)	Regulation 17(1)(c) of SEBI (Listing Obligation Disclosure requirements) Regulations, 2015. Non-compliance with the requirements pertaining to the composition of the Board.	BSE imposed a fine of Rs.5,31,000/- (including GST) for non-compliance of said Regulation 17(1)(C) of SEBI (Listing Obligation and Disclosure requirements) Regulations, 2015.	The Company has replied to the Bombay Stock Exchange stating that the Board was reconstituted on 30.06.2020 in line with the extension of time granted vide SEBI Circular SEBI/HO/CFD/CMD1/CIR/P/2020/3 dated 19 th March 2020 and hence there was no non-compliance. The BSE accepted the company's reply and waived the penalty.

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

Sr.No	Observations of the Practising Company Secretary in the previous reports	Observations made in the Secretarial Compliance Report for the year ended..	Actions taken by the listed entity, if any	Comments of the Practising Company Secretary on the actions taken by the listed entity.
1	The Audit Committee Chairman could not be present in the last Annual General Meeting held on 30.08.2019 due to floods in his residing place. However, other members of the Audit Committee were present at the AGM.	31.03.2020	The Chairperson of the Audit Committee was present at the Annual General Meeting held on 25.09.2020 to answer the queries.	Action taken as mentioned by the Company.



(e) The Listed entity has complied with the provisions of SEBI Circular CIR/CFD/CMD1/114/2019 dated October 18,2019, in terms of Para 6(A) and 6(B) of the said circular and has suitably modified the terms of appointment of its Statutory Auditor.

Place: Chennai
Date: 23.06.2021

For V Suresh Associates
Practising Company Secretaries



V Suresh
Senior Partner
FCS No. 2969
C.P.No. 6032

Peer Review Cert. No.:667/2020
UDIN: F002969C000502743