



SURAJ PRODUCTS LIMITED

Registered Office & Works :

CIN:L269420R1991PLC002865

Vill. : Barpali, P.O. : Kesramal, Rajgangpur, Dist. : Sundargarh, Odisha, India, PIN : 770017

Tel: +91-94370 49074, e-mail : info@surajproducts.com, suproduct@gmail.com

www.surajproducts.com

Dated: May 30, 2022

The Secretary
Bombay Stock Exchange Limited
(Department of Corporate Services),
Floor 25, P.J.Tower, Dalal Street,
Mumbai – 400001

Dear Sir/Madam,

Sub: Annual Secretarial Compliance Report for the year ended March 31, 2022 as per Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (“Listing Regulations”)

Pursuant to Regulation 24A of the Listing Regulations read with SEBI Circular No. CIR/CFD/CMD1/27/2019 dated February 8, 2019, please find enclosed with the Annual Secretarial Compliance Report for the Year ended March 31, 2022.

This is for your information and records.

Thanking you,

Yours Faithfully,
For Suraj Products Limited:

A.N.Khatua
Company Secretary



Copy to:

The Secretary
The Calcutta Stock Exchange Limited
7, Lyons Range, Kolkata – 700001

Enclosed: - Compliance Report issued by the Practicing Company Secretary.



MR & Associates

COMPANY SECRETARIES

46, B. B. Ganguly Street, 406, Kolkata - 700 012

Tel No: 033 2237 9517 / 4007 7907

Email : mrasso1996@gmail.com / goenkamohan@gmail.com

**SECRETARIAL COMPLIANCE REPORT
OF
SURAJ PRODUCTS LIMITED
FOR THE FINANCIAL YEAR ENDED ON 31ST MARCH, 2022
[Pursuant to Circular No. CIR/CFD/CMD 1/27/2019 dated 08/02/2019 issued by
Securities and Exchange Board of India]**

To,
The Members,
SURAJ PRODUCTS LIMITED
Barapalipo Kesarmal Rajgangpur
Sundargarh- 770017
Orissa

We have examined:

(a) all the documents and records made available to us and explanation provided by M/s. SURAJ PRODUCTS 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 on 31st March, 2022 ("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;

(b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; -Not Applicable as there was no reportable events during the Financial Year under review.

(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; -Not Applicable as there was no reportable events during the Financial Year under review.

(e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014/ Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021, as applicable; - Not Applicable as there was no reportable events during the Financial Year under review.

(f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008/ Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021, as applicable; - Not Applicable as there was no reportable events during the Financial Year under review.

(g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013/ Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021, as applicable; - Not Applicable as there was no reportable events during the Financial Year under review.

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

(i) Securities and Exchange Board of India (Depository and Participants) Regulations, 2018

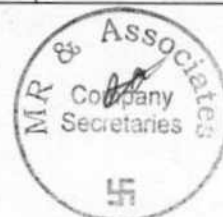
(j) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2009 / Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021, as applicable; - Not Applicable as there was no reportable events during the Financial Year under review.

(k) Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;

Based on the above examination, and considering the various relaxations granted, from time to time, by the Securities and Exchange Board of India, the Ministry of Corporate Affairs and other Regulatory authorities, in view of spread of COVID-19 pandemic.

(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 39(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015	Delay intimation regarding loss of share certificates and issue of the duplicate certificates to Stock exchange	The Company shall strictly follow the practice to intimate as per the Regulations.
2.	Regulation 46 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015	Website of the Company still not updated	The Company shall strictly adhere with the said Regulation.



3.	Regulation 17(1)(c) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015	The Board of Director of the Company shall have six directors.	The company is in process appointment of new Director as stated by the Management.
4.	SEBI Circular SEBI/HO/DDHS/CIR/P/2018/144 dated November 26, 2018	Initial Disclosure to be made by an entity identified as a Large Corporate not made	The Company shall strictly follow the practice to intimate as per the Regulations.
5.	Clause 4 of Schedule B of SEBI (Prohibition of Insider Trading) Regulations, 2015	Delayed intimation for Closure of Trading Window	The Company shall strictly follow the practice to intimate as per the Regulations.
6.	Regulation 31 of SEBI (Substantial Acquisition of Shares And Takeovers) Regulation, 2011	Disclosure of encumbered shares on a yearly basis not made for F.Y. ended 31.03.2022.	The Company shall strictly follow the practice to intimate as per the Regulations.

(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.

(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 Practicing Company Secretary, if any.
NA	NA	NA	NA	NA

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

Sr. No.	Observations of the Practicing 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 Practicing Company Secretary on the actions taken by the listed entity
1.	The Company had not complied with Regulation 23(9) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for half year ended 31.03.2020 & delayed in submission for the half year ended 30.09.2020.	31.03.2021	As per the information received from the management, the Company had taken sufficient care to comply with the same.	The Company had taken sufficient care and not repeated the same.



2.	Closure of Trading Window as per Clause 4 of Schedule B of SEBI (Prohibition of Insider Trading) Regulations, 2015	31.03.2021	As per the information received from the management, the Company had taken sufficient care to comply with the same.	The Company shall strictly follow the practice to intimate as per the Regulations and not repeat the same.
3.	Disclosure of encumbered shares under Regulation 31 of SEBI (Substantial Acquisition of Shares And Takeovers) Regulation, 2011	31.03.2021	As per the information received from the management, the Company had taken sufficient care to comply with the same.	The Company shall strictly follow the practice to intimate as per the Regulations and not repeat the same.

(f) The listed entity has suitably included the conditions as mentioned in Para 6(A) and 6(8) of the SEBI Circular CIR/CFD/CMD1/114/2019, dated October 18, 2019 in the terms of appointment of statutory auditor of the Company.

Place : Kolkata
Date : 30.05.2022



For MR & Associates
Company Secretaries
A Peer Reviewed Firm

Peer Review Certificate No.: 720/2020

[S. Sinha]
Partner

Membership No. : A8543

C P No.: 5603

UDIN: A008543D000418964

Note: The physical documents, records & other papers of the Company for the audit period covering the financial year ended 31.03.2022 required by us for our examination were obtained from the Company through electronic Mode and verified to the extent possible.