



IMFA Building
Bhubaneswar -751010
Odisha, India

08th May, 2024

Corporate Identity No.
L271010R1961PLC000428

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The Listing Department
National Stock Exchange of India Ltd.
Exchange Plaza
Plot No.C/1, G. Block
Bandra-Kurla Complex
Bandra (E)
Mumbai-400051
Stock Symbol & Series : IMFA, EQ


The Dy.General Manager
(Corporate Services)
BSE Ltd.
Floor 25, P.J. Towers
Dalal Street Fort
Mumbai-400001
Stock Code : 533047

Sub: Secretarial Compliance Report

Dear Sir/Madam,

Pursuant to Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 we are submitting herewith Secretarial Compliance Report for the year ended 31st March 2024 which may kindly be taken on record.

Yours faithfully,
For Indian Metals & Ferro Alloys Limited


(Prem Khandelwal)
CFO & Company Secretary
Membership No: F3526

Encl: As above.

SUNITA JYOTIRMOY & ASSOCIATES

COMPANY SECRETARIES

(Formerly Known as Sunita Mohanty & Associates)

House No - 8, Gangadhar Meher Nagar, Opposite of Pal Height Mall, Jaydev Vihar Bhubaneswar-751013
Ph. 9437272604, 9437255625, Email : secretarial@sunitamohantyandassociates.com

Secretarial compliance report of Indian Metals and Ferro Alloys Limited for the year ended 31/03/2024.

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

I/We have examined:

- (a) all the documents and records made available to us and explanation provided by **Indian Metals and Ferro Alloys 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 31/03/2024 ("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;
- (b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; (not applicable during the period 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 during the period under review)

(e) Securities and Exchange Board of India (Share Based Employee Benefits & Sweat Equity) Regulations, 2021; (not applicable during the period under review)

(f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; (not applicable during the period under review)

(g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013; (not applicable during the period under review)

(h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015; and circulars/ guidelines issued thereunder;

and based on the above examination, I/We hereby report that, during the Review Period, the compliance status of the listed entity is appended below :

| Sl. No. | Particulars | Compliance Status (Yes/No/NA) | Observations/ Remarks by PCS* |
|---------|--|-------------------------------|-------------------------------|
| 1 | <u>Secretarial Standards :</u> The compliances of the listed entity are in accordance with the applicable Secretarial Standards (SS) issued by the Institute of Company Secretaries India (ICSI) | Yes | |
| 2 | <u>Adoption and timely updation of the Policies:</u> <ul style="list-style-type: none">All applicable policies under SEBI Regulations are adopted with the approval of board of directors of the listed entitiesAll the policies are in conformity with SEBI Regulations and has been reviewed & timely updated as per the regulations/circulars/ guidelines issued by SEBI | Yes Yes | |
| 3 | <u>Maintenance and disclosures on Website:</u> <ul style="list-style-type: none">The Listed entity is maintaining a functional websiteTimely dissemination of the documents/ information under a separate section on the websiteWeb-links provided in annual corporate governance reports under Regulation 27(2) | Yes Yes Yes | |



| | | | |
|----|--|------------|--------------------------------|
| | are accurate and specific which re-directs to the relevant document(s)/ section of the website | | |
| 4 | <u>Disqualification of Director:</u> None of the Director of the Company are disqualified under Section 164 of Companies Act, 2013 | Yes | |
| 5 | <u>To examine details related to Subsidiaries of listed entities:</u> a) Identification of material subsidiary companies b) Requirements with respect to disclosure of material as well as other subsidiaries | Yes Yes | No material subsidiary company |
| 6 | <u>Preservation of Documents:</u> 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 | <u>Performance Evaluation:</u> 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 | |
| 8 | <u>Related Party Transactions:</u> 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 | |
| 9 | <u>Disclosure of events or information:</u> 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 | <u>Prohibition of Insider Trading:</u> The listed entity is in compliance with Regulation 3(5) | | |



SUNITA JYOTIRMOY & ASSOCIATES

COMPANY SECRETARIES

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|----|---|-----|---|
| | & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015 | Yes | |
| 11 | <u>Actions taken by SEBI or Stock Exchange(s), if any:</u> 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. | Yes | No such action taken during the period under review. |
| 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 (is) 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. | NA | No resignation of Statutory Auditors during the financial year. |
| 13 | <u>Additional Non-compliances, if any:</u> No of any additional non-compliance observed for all SEBI regulation/ circular/guidance note etc. | No | |

(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:- NIL

| Sr. No | Compliance Requirement (Regulations / circulars / guidelines including specific clause) | Regulation/Circular No. | Deviations | Action taken by | Type of Action Advisory/ Clarification/ Fine/ Show Cause Notice/ Warning, etc. | Details of Violations | Fine Amount | Observations/ Remarks of the Practising Company Secretary | Management Response | Remarks |
|--------|---|-------------------------|------------|-----------------|--|-----------------------|-------------|---|---------------------|---------|
| | | | | | | | | | | |



SUNITA JYOTIRMOY & ASSOCIATES

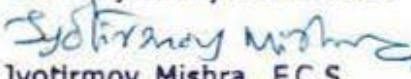
COMPANY SECRETARIES

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(b) The listed entity has taken the following actions to comply with the observations made in previous reports: Not required.

| Sr. No | Compliance Requirement (Regulations / circulars / guidelines including specific clause) | Regulation/Circular No. | Deviations | Action taken by | Type of Action Advisory/Clarification/Fin e/Show Cause Notice/Warning, etc. | Details of Violations | Fine Amount | Observations/Remarks of the Practicing Company Secretary | Management Response | Remarks |
|--------|---|-------------------------|------------|-----------------|---|-----------------------|-------------|--|---------------------|---------|
| | | | | | | | | | | |

For Sunita Jyotirmoy & Associates


Jyotirmoy Mishra, F.C.S.
CP-6022, PARTNER

Place: Bhubaneswar

Date: 08.05.2024

Signature:

Name of the PCS : Jyotirmoy Mishra

FCS No.: 6556

C P No.: 6022

UDIN : F006556F000329362