



RAVI KUMAR DISTILLERIES LIMITED

Regd. Office : C-9, C-10, Industrial Estate, 2nd Main Road, Thattanchavady, Puducherry-605009.
Phone : 0413-2244007, 2248888, 2248887.

E-mail: cs@ravikumardistilleries.com, Website: www.ravikumardistilleries.com
CIN No.L51909PY1993PLC008493. GSTIN/UIN: 34AABCR4195D1ZJ.

30.05.2024

To The Secretary Listing Department BSE Limited Department of Corporate Services Phiroze Jeejeebhoy Dalal Street, Mumbai - 400001	To The Secretary Listing Department National Stock Exchange of India Limited Exchange Plaza, Bandra Kurla Complex, Mumbai - 400050
Scrip Code: 533294	Scrip Code: RKDL

Dear Sir,

Sub: Submission of Annual Secretarial Compliance Report for the year ended March 31,2024

With reference to SEBI Circular CIR/CFD/CMD1/27/2019 dated February 08, 2019 please find herewith Annual Secretarial Compliance Report dated 28th May, 2024 for the year ended March 31, 2024 issued by M/s. Uttam Shetty & Co, Company Secretaries (CP: 16861), Mumbai.

Kindly take the same in your records.

Thanking you,

Yours faithfully,
For RAVI KUMAR DISTILLERIES LIMITED

V. RAJKUMAR
Company Secretary & Compliance Officer

SECRETARIAL COMPLIANCE REPORT OF RAVI KUMAR DISTILLERIES LIMITED FOR THE YEAR ENDED 31ST MARCH 2024.

We **Uttam Shetty & Co, Practicing Company Secretaries**, have conducted the review of the compliance of the applicable statutory provisions and the adherence to good corporate practices by **RAVI KUMAR DISTILLERIES LIMITED** (hereinafter referred as 'the listed entity'), having its Registered Office at **C-9, C-10, INDUSTRIAL ESTATE, 2ND MAIN ROAD, THATTANCHAVADY, PUDUCHERRY-605009**. Secretarial Review was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the listed entity's books, papers, minutes books, forms and returns filed and other records maintained by the listed entity and also the information provided by the listed entity, its officers, agents and authorized representatives during the conduct of Secretarial Review, we hereby report that in our opinion, the listed entity has, during the review period covering the financial year ended on March 31, 2024, complied with the statutory provisions listed hereunder and also that the listed entity has proper Board processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined:

- (a) all the documents and records made available to us and explanation provided by **RAVI KUMAR DISTILLERIES LIMITED** ("the listed entity") having CIN **L51909PY1993PLC008493**
- (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 period commencing from 1st April, 2023 to 31st 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) he 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 to the company 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 (Buyback of Securities) Regulations, 2018; **(Not applicable to the company during the review period)**;
- e) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 **(Not applicable to the company during the review period)**;
- f) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021 **(Not applicable to the company during the review period)**;
- g) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021 **(Not applicable during the review period)**;
- h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- i) Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018;
- j) All other regulations as applicable 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 stated in **annexure "A"** attached herewith:
- (b) The listed entity has taken the following actions to comply with the observations made in previous reports stated in **annexure "B"** attached herewith:



(c) Further, I/We hereby report that, during the Review Period the compliance status of the listed entity is appended as below:

Sr. No.	Particulars	Compliance Status (Yes/No/NA)	Observations/Remarks by PCS*
1.	<p><u>Secretarial Standards:</u></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	N.A.
2.	<p><u>Adoption and timely updation of the policies:</u></p> <ul style="list-style-type: none"> • All applicable policies under SEBI Regulations are adopted with the approval of board of directors of the listed entities • All the policies are in conformity with SEBI Regulations and has been reviewed & timely updated as per the regulations/circulars/ guidelines issued by SEBI 	YES	N.A.
3.	<p><u>Maintenance and disclosures on Website:</u></p> <ul style="list-style-type: none"> • The Listed entity is maintaining a functional website • Timely dissemination of the documents/ information under a separate section on the website. • 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 	Yes	N.A.
4.	<p><u>Disqualification of Director:</u></p> <p>None of the Director of the Company are disqualified under Section 164 of Companies Act, 2013</p>	YES	N.A.
5.	<p><u>To examine details related to Subsidiaries of listed entities:</u></p> <p>(a) Identification of material subsidiary companies (b) Requirements with respect to disclosure of material as well as other subsidiaries</p>	N.A.	The Company is not having any subsidiary

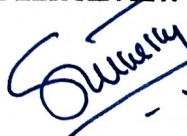
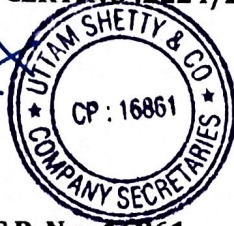


6.	<u>Preservation of Documents:</u> The listed entity is preserving and maintaining records as prescribed under SEBI Regulations and disposal of records as per Policy of Preservation of Documents and Archival policy prescribed under SEBI LODR Regulations, 2015	YES	N.A.
7.	<u>Performance Evaluation:</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	N.A.
8.	<u>Related Party Transactions:</u> (i) The listed entity has obtained prior approval of Audit Committee for all Related party transactions (ii) 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	N.A.
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	N.A.
10.	<u>Prohibition of Insider Trading:</u> The listed entity is in compliance with Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015	Yes	N.A.
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 <i>except suspension of trading in shares of the Company for around 105 days by BSE & NSE due to delay in payment of listing fees.</i>	Yes	During the year 23-24 shares of the company were suspended for trading by BSE & NSE from 17 th May 2023 to 9 th August 2023 due to delay in payment of listing fees. (Suspension was revoked post payment of listing



12.	<u>Resignation of statutory auditors from the listed entity or its material subsidiaries</u> 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 entities.	N.A.	Auditor of the company has not resigned during the audit period AND Company is not having any subsidiary
13.	<u>Additional Non-compliances, if any:</u> No additional non-compliances observed for any SEBI regulation/circular/guidance note etc. except as reported above.	Yes	N.A.

For Uttam Shetty & Co.
Company Secretaries
(PEER REVIEW CERT. NO. 2224/2022)



Uttam Shetty
Proprietor
M. No.: F8691C.P. No.: 16861

UDIN: F008691F000457227

Place: Mumbai

Date : 28/05/2024

Note: Besides other annexures, this report is to be read with our letter of even date which is annexed as "Annexure C" and forms an integral part of this report.

Annexure-A

The listed entity has complied with the provisions of the above Regulations and circulars/ guidelines issued thereunder, except in respect of matters stated below:

Sr. No	Compliance Requirement (Regulations/ circulars including specific clause)	Regulation/ Circular No.	Deviation	Action Taken By	Type of action	Details of violation	Fine amount	Observations/ Remarks of the Practicing Company Secretary	Management response	Remarks
1	The promoter of every target company shall declare on a yearly basis that he, along with persons acting in concert, has not made any encumbrance, directly or indirectly, other than those already disclosed during the financial year within seven working days of that financial year.	31(4)	Declaration as required under Regulation 31(4) of SEBI (SAST) regulations 2011 not submitted to stock exchanges before due date.	N.A.	N.A.	As disclosed in deviation column	N.A.	Delay in submission of Declaration: Declaration submitted with BSE on 12 th May, 2023 and NSE on 12 th May 2023	Promoters of the company inadvertently and without any malafide intention failed to provide disclosure on time.	NIL
2	Payment of listing fee to BSE and NSE for the financial year 2023-24	Reg. 14 of SEBI (LODR) 2015	Delay in payment of Listing fees by the Company to BSE and NSE for the financial year 2023-2024.	N.A.	N.A.	As disclosed in deviation column	N.A.	Delay in payment of listing fee BSE listing fee was paid on 13/07/2023 and NSE listing fee was paid on 17/07/2023.	Due to heavy losses and liquidity crises, company was unable to pay listing fees on time	NIL
3	Submission of Annual Secretarial Compliance Report for the year ended 31 st March, 2023	Reg. 24 (A) of SEBI (LODR) 2015	One day delay in submission of report	N.A.	N.A.	As disclosed in deviation column	N.A.	Delay in submission of SCR: One day delay in submission of report	Certificate was issued by practicing CS on 27 th May, 2023, however inadvertently, same was submitted by the company on 31 st May, 2023	NIL



ANNEXURE -B

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

Sr.No	Observations/ Remarks of the Practicing Company Secretary in the previous reports	Observations made in the secretarial compliance report for the year ended	Compliance (Regulations/circulars/ 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	Promoters of the company failed to provide such disclosure to stock exchange and audit committee of the company	2022-23	Declaration required under Regulation 31(4) of SEBI (SAST) regulations 2011	Non submission of declaration for the year ended 31 st March 2022.	Now promoters are regular in submitting the required disclosure to stock exchanges.	NIL
2	No Listing fees for the F. Y 2022-2023 was paid to BSE and NSE	2022-23	Payment of listing fees- Reg- 14 of SEBI (LODR) 2015 -	Non-payment of Listing fees by the Company to BSE and NSE for the financial year 2022-2023.	BSE listing fee was paid on 03/07/2023 and NSE listing fee was paid on 27/06/2023.	NIL



ANNEXURE "C"

To
The Board of Directors,
Ravi Kumar Distilleries Limited.
C-9, C-10, Industrial Estate,
2nd Main Road, Thattanchavady,
Puducherry - 605009.

Our report of even date is to be read along with this letter:

1. Maintenance of record is the responsibility of the management of the Company. Our responsibility is to express an opinion on these records based on our verification of the same.
2. We have followed the practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial records. We believe that the processes and practices we followed provide a reasonable basis for our opinion.
3. We have not verified the correctness and appropriateness of financial records and books of accounts of the Company.
4. Wherever required, we have obtained the Management representation about the compliance of SEBI laws, rules and regulations thereof.
5. The compliance of the provisions of SEBI laws, rules, regulations is the responsibility of management. Our examination was limited to the verification of compliances done by the Company.
6. As regards the books, papers, forms, reports and returns filed by the Company under the above-mentioned regulations, the adherence and compliance to the requirements of the said regulations is the responsibility of management. Our examination was limited to checking the execution and timelines of the filing of various forms, reports, returns and documents that need to be filed by the Company under the said regulations. We have not verified the correctness and coverage of the contents of such forms, reports, returns and documents.
7. Our responsibility is to certify based upon our examination of relevant documents and information, this report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.

For Uttam Shetty & Co
Company Secretaries
(PEER REVIEW CERTIFIED (NO : 2224 / 2022)
CP : 16861)

Uttam Shetty
Uttam Shetty.
Proprietor
M. No.: F-8691 C.P. No.: 16861

