

PRIMA AGRO LIMITED



CORPORATE & REGD. OFFICE
Industrial Development Area
Muppathadam P. O., Edayar, Cochin - 683 110
Kerala State, India
Tel: 91-484-2551533, (4 Lines)
CIN: L15331KL1987PLC004833
E-mail: primagroupcompanies@gmail.com
www.primaagro.in

29th June 2021

To

BSE Limited
Corporate Relationship Department,
2nd Floor, New Trading Wing,
Rotunda Building, PJ Towers,
Dalal Street, Mumbai - 400001

Dear Sir,

Subject: Annual Secretarial Compliance Report for the FY ended March 2021

Ref: Scrip Code. 519262

We are enclosing herewith the Annual Secretarial Compliance Report for the Financial Year ended on 31st March 2021 pursuant to Regulation 24A of SEBI (LODR) 2015.

You are requested to take the same on your records.

Thanking you,
Yours faithfully,

For Prima Agro Limited

V.R. Sadasivan Pillai
Company Secretary & Compliance Report



Annual Secretarial Compliance Report of Prima Agro Limited**For the year ended 31st March 2021**

I, N.Balasubramanian, Designated Partner of BVR & Associates Company Secretaries, LLP have examined:

- (a) all the documents and records made available to us and explanation provided by Prima Agro 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 March 2021 in respect of compliance with the provisions of :

1. the Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued thereunder; and
2. 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 (Substantial Acquisition of Shares and Takeovers) Regulations,2011;
- c) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations,2015;
- d) Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993;
- e) Securities and Exchange Board of India (Depositories and Participants) Regulations, 1996;and based on the above examination, We hereby report that, during the Review Period:-




N BALASUBRAMANIAN, B.Com, LLB, FCS
Designated Partner
BVR & Associates Company Secretaries LLP
"Swastika", Chitteth Building
PC Road, Ponnuranni (E)
Vyttila P.O., Cochin - 682 019
C P No: 4996, FCS 6439
LLP IN AAE - 7079

- (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 on 23 (9) (LODR) Regulations, 2015 | Non-compliance of Disclosure on Related Party transactions on consolidated basis. | The company has received a penalty notice dated 18 th January 2021 showing non-compliance with the requirement pertaining to the submission of Related Party Transactions on consolidated basis under regulation 23 (9) of SEBI(LODR) for the half year ended on 30 th September, 2020. To this the Company paid the requisite penalty and submitted the related party transaction details therewith on 20 th January 2021. |

M. Salaran



- (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:

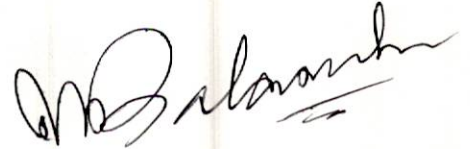
| Sr. No. | Action taken by | Details of violation | Details of action taken E.g. fines, warning letter, debarment, etc. | Observations/ remarks of the Practicing Company Secretary, if any. |
|---------|-----------------|---|---|---|
| 1 | Levy of Fine | Non-Compliance of Regulation on 23(LODR) Regulations, 2015. | Non-compliance of Disclosure on Related Party transactions on consolidated basis. | <p>The company has received a penalty notice dated 18th January 2021 showing non-compliance with the requirement pertaining to the submission of Related Party Transactions on consolidated basis under regulation 23 (9) of SEBI(LODR) for the half year ended on 30th September, 2020.</p> <p>To this the Company paid the requisite penalty and submitted the related party transaction details therewith on 20th January 2021.</p> |



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(d) The listed entity has nothing to report for any actions taken to comply with the observations made in any previous reports as this is the second year of reporting

For BVR & ASSOCIATES COMPANY SECRETARIES LLP



DESIGNATED PARTNER

N. BALASUBRAMANIAN

FCS No: 6439

CP No: 4996

UDIN: F006439C000509381

Place: Ernakulam

Date: 24/06/2021

N BALASUBRAMANIAN, B.Com, LLB, FCS
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