



**Pradeep Metals Limited**  
Manufacturers of Precision Closed Die Forgings

26<sup>th</sup> May, 2023

The Secretary  
BSE Limited  
P J Towers, Dalal Street,  
Mumbai- 400 001.

Dear Sir,

**Sub: Annual Secretarial Compliance Report for the Financial Year ended 31<sup>st</sup> March, 2023**

**Scrip Code: 513532**

In compliance with Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. CIR/CFD/CMD1/27/2019 dated 8<sup>th</sup> February, 2019; please find enclosed the Annual Secretarial Compliance Report for the Financial Year ended 31<sup>st</sup> March, 2023, issued by M/s Shweta Gokarn & Co., Company Secretaries, dated 9<sup>th</sup> May, 2023.

Please take the above information on record.

For **Pradeep Metals Limited**

**Abhishek Joshi**  
**Company Secretary & Compliance Officer**  
**ACS: 64446**

Encl: as above

**SHWETA GOKARN & CO.**  
**COMPANY SECRETARIES**

1405, 14th Floor, Haware Infotech Park, Opp. Inorbit Mall, Sector 30A, Vashi, Navi Mumbai 400 705  
shweta@shwetagokarn.com | Tel: +9122 4964 2406 | www.shwetagokarn.com | Peer Review Reg.: 1693/2022

**SECRETARIAL COMPLIANCE REPORT**  
**OF**  
**PRADEEP METALS LIMITED FOR THE YEAR ENDED MARCH 31, 2023**

I, Ms. Shweta Gokarn, Proprietor of Shweta Gokarn & Co., have examined:

- a. All the documents and records made available to me, and explanation provided by **M/s. Pradeep Metals Limited ('the Listed Entity')**,
- b. The filings/ submissions made by the Listed Entity to the stock exchange,
- c. Website of the Listed Entity and
- d. Any other document/ filing, as may be relevant, which has been relied upon to make this certification, for the year ended March 31, 2023 ('Review Period') in respect of compliance with the provisions of:
  - I. The Securities and Exchange Board of India Act, 1992 ('SEBI Act') and the Regulations, circulars, guidelines issued thereunder; and
  - II. 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: -

1. Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
2. Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 (**Not Applicable to the Listed entity during the Review Period**);
3. Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
4. The Securities and Exchange Board of India (Buy-Back of Securities) Regulations, 2018 (**Not applicable to the Listed Entity during the Review Period**);
5. The Securities and Exchange Board of India (Shared Based Employee Benefits and Sweat Equity) Regulations, 2021 (**Not Applicable to the Listed Entity during the Review Period**);
6. The Securities and Exchange Board of India (Issue and Listing of Non- Convertible Securities) Regulations, 2021 (**Not applicable to the Listed Entity during the Review Period**);
7. Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013 (**Not applicable to the Listed Entity during the Review Period**);
8. Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;



*Shweta*

9. The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client(Not applicable as the Listed Entity is not registered as Registrar & Transfer Agent) ;
10. Securities And Exchange Board of India (Depositories and Participants) Regulations, 2018.

I/We hereby report that, during the Review Period the compliance status of the Listed Entity is appended asbelow:

Sr. No.	Particulars	Compliance status (Yes/ No/ NA)	Observations / Remarks by PCS*
1.	<p><b>Secretarial Standards:</b></p> <p>The compliances of the Listed Entity are in accordance with the applicable Secretarial Standards (SS) issued by the Institute of Company Secretaries India (ICSI), as notified by the Central Government under section 118(10) of the Companies Act, 2013 and mandatorily applicable.</p>	Yes	NIL
2.	<p><b>Adoption and timely updation of the Policies:</b></p> <ul style="list-style-type: none"> <li>▪ All applicable policies under SEBI Regulations are adopted with the approval of the Board of Directors of the Listed Entity.</li> <li>▪ All the policies are in conformity with SEBI Regulations and have been reviewed &amp; timely updated as per the Regulations/Circulars/ Guidelines issued by SEBI.</li> </ul>	Yes	NIL
3.	<p><b>Maintenance and disclosures on Website:</b></p> <ul style="list-style-type: none"> <li>▪ The Listed Entity is maintaining a functional website.</li> <li>▪ Timely dissemination of the documents/ information under a separate section on the website.</li> <li>▪ Web-links provided in annual corporate governance reports under Regulation 27(2) are accurate and specific which redirects to the relevant document(s)/ section of the website.</li> </ul>	Yes	NIL
4.	<p><b>Disqualification of Director:</b></p> <p>None of the Director of the Company are disqualified under Section 164 of Companies Act, 2013</p>	Yes	NIL
5.	<p><b>Details related to Subsidiaries of Listed Entities have been examined w.r.t.:</b></p> <ul style="list-style-type: none"> <li>▪ Identification of material subsidiary Companies</li> <li>▪ Disclosure requirement of material as well as other subsidiaries</li> </ul>	Yes	NIL
6.	<p><b>Preservation of Documents:</b></p> <p>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</p>	Yes	NIL

Sr. No.	Particulars	Compliance status (Yes/ No/ NA)	Observations / Remarks by PCS*
	LODR Regulations, 2015.		
7.	<b>Performance Evaluation:</b> The Listed Entity has conducted performance evaluation of the Board, Independent Directors and the Committees at the start of every financial year/during the financial year as prescribed in SEBI Regulations.	Yes	NIL
8.	<b>Related Party Transactions:</b> a. The Listed Entity has obtained prior approval of AuditCommittee for all related party transactions; or b. The Listed Entity has provided detailed reasons along with confirmation whether the transactions were subsequently approved/ratified/rejected by the Audit Committee, in case no prior approval has been obtained.	Yes  Not applicable	NIL
9.	<b>Disclosure of events or information:</b> 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	NIL
10.	<b>Prohibition of Insider Trading:</b> The Listed Entity is in compliance with Regulation 3(5) & 3(6) of SEBI (Prohibition of Insider Trading) Regulations, 2015	Yes	NIL
11.	<b>Actions taken by SEBI or Stock Exchange(s), if any:</b> No Actions taken against the Listed Entity/ its Promoters/ Directors/Subsidiaries either by SEBI (including under the Standard Operating Procedures issued by SEBI through various Circulars) under SEBI Regulations and Circulars/ Guidelines issued thereunder.	Yes	NIL
12.	<b>Additional Non-compliances, if any:</b> No additional non-compliance observed for all SEBI Regulation/ Circular/Guidance notes etc.	Yes	NIL

Compliances related to resignation of Statutory Auditors from listed entities and their material subsidiaries as per SEBI Circular CIR/CFD/CMD1/114/2019 dated October 18, 2019- **Not Applicable.**

*Shweta*



Based on the above examination, I 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)	Regulation/ Circular No.	Deviations	Action taken by	Type of Action	Details of Violation	Fine amount	Observations/ Remarks of the Practicing Company Secretary	Management response	Remarks
NIL										

- (b) The Listed Entity has taken the following actions to comply with the observations made in previous reports:

Sr. No	Compliance Requirement (Regulations/ Circulars / Guidelines including specific clause)	Regulation/ Circular No.	Deviations	Action taken by	Type of Action	Details of Violation	Fine amount	Observations/ Remarks of the Practicing Company Secretary	Management response	Remarks
NIL										

For Shweta Gokarn & Co.  
Company Secretaries  
Peer Review Regn:1693/2022



*Shweta Gokarn*  
Ms. Shweta Gokarn

ACS: 30393  
CP No: 11001

UDIN: A030393E000273781

Place: Navi Mumbai  
Date: May 9, 2023

**Note:** This report is to be read with our letter of even date which is annexed herewith and forms an integral part of this report.

**SHWETA GOKARN & CO.**  
**COMPANY SECRETARIES**

1405, 14th Floor, Haware Infotech Park, Opp. Inorbit Mall, Sector 30A, Vashi, Navi Mumbai 400 705  
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**ANNEXURE TO SECRETARIAL COMPLIANCE REPORT**

**The Members,**

**Pradeep Metals Limited,**

R-205, TTC INDL Area, MIDC Rabale,

Post Ghansoli, Navi Mumbai – 400 701

My report of even date is to be read along with this letter. This is to state that:

- a. Maintenance of secretarial/compliance records under all applicable SEBI Laws, Rules and Regulations is the responsibility of the management of the Company. My responsibility is to express an opinion on these records based on my audit.
- b. I have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the secretarial/compliance records. I believe that the processes and practices I followed provided a reasonable basis for my opinion.
- c. The compliance of the provisions of SEBI laws, rules, regulations, standards is the responsibility of management. My examination was limited to the verification of procedures on test basis.
- d. Wherever required, I have obtained and relied on the Management representation made by the Company and its Officers for systems and mechanisms formed by the Company for compliances under other applicable Acts, Laws and Regulations to the Company.
- e. The Secretarial Compliance Report for the year ended March 31, 2023 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 Shweta Gokarn & Co.**

**Company Secretaries**

**Peer Review Regn:1693/2022**



*Shweta*  
**Ms. Shweta Gokarn**

**ACS: 30393**

**CP No: 11001**

**UDIN: A030393E000273781**

**Place: Navi Mumbai**

**Date: May 9, 2023**