

Ref: STL /SE/ 2024-2025/Annual Secretarial Compliance Report/16

Dated: 28th May, 2024

To,
Department of Corporate Services,
BSE Limited
Phiroze Jeebhoy Towers, Dalal Street
Mumbai — 400001

To,
Listing Department,
National Stock Exchange of India Limited
C-1, G-Block, Bandra-Kurla Complex
Bandra, (E), Mumbai — 400051

BSE Code: 541163; NSE: SANDHAR

Sub.: Submission of Annual Secretarial Compliance Report for the Financial Year ended 31st March, 2024.

Ref.: Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements), Regulations 2015 (“Listing Regulations”) read with SEBI Circular No. CIR/CFD/CMD1/27/2019 dated 8th February, 2019.

Dear Sir/ Madam,

Pursuant to the above referred regulation, we hereby submit Annual Secretarial Compliance Report for the Financial Year ended on the 31st March, 2024 issued by K K Sachdeva & Associates, Practicing Company Secretaries.

We request you to take the same on record.

Thanking you,

Yours faithfully,

FOR SANDHAR TECHNOLOGIES LIMITED

Yashpal Jain
Chief Financial Officer & Company Secretary
M. No. A13981

Encl.: As above

Sandhar Technologies Limited



K K SACHDEVA & ASSOCIATES

Company Secretaries

201, 3rd Floor, Dr. Mukherjee Nagar, Delhi-110009

Ph. 011 40394670, 9811071577, E-mail: kks445@gmail.com

SECRETARIAL COMPLIANCE REPORT OF SANDHAR TECHNOLOGIES LIMITED

For the year ended 31.03.2024

We, K K Sachdeva & Associates, have examined:

- (a) all documents and records made available to us and explanation provided by Sandhar Technologies 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 and Sweat Equity) Regulations, 2021; (Not applicable during the period under review);
 - (f) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021; (Not applicable during the period under review);
 - (g) Securities and Exchange Board of India (Depositories and Participant) Regulations, 2018;
 - (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- and circulars/ guidelines issued thereunder;





We hereby report that, during the Review Period the compliance status of the listed entity with the following requirements.

S No.	Particulars	Compliance Status (Yes/ No/ NA)	Observations/ Remarks by PCS
1.	<p><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 of India (ICSI)</p>	Yes	Not Applicable
2.	<p><u>Adoption and timely updation of the Policies:</u> 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 have been reviewed & updated timely as per the regulations/circulars/ guidelines issued by SEBI</p>	Yes	Not Applicable
3.	<p><u>Maintenance and disclosures on Website:</u> 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</p>	Yes	Not Applicable
4.	<p><u>Disqualification of Director:</u> None of the Director of the Company are disqualified under Section 164 of Companies Act, 2013</p>	Yes	Not Applicable
5.	<p><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</p>	Yes	Not Applicable
6.	<p><u>Preservation of Documents:</u> The listed entity is preserving and maintaining records as prescribed under SEBI Regulations and disposal of</p>	Yes	Not Applicable





	records as per Policy of Preservation of Documents and Archival policy prescribed under SEBI LODR Regulations, 2015.		
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	Not Applicable
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	Not Applicable
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	Not Applicable
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	Not Applicable
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	Not Applicable
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.	NA	There was no event of resignation by the statutory auditor of listed entity or any of its material subsidiary(ies) during the review period





K K SACHDEVA &
ASSOCIATES

Company Secretaries.

Sandhar Technologies Limited-Secretarial Compliance Report

13.	<u>Additional Non-compliances, if any:</u> No additional non-compliance observed for all SEBI regulation/ circular/guidance note etc.	Yes	Not Applicable
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**Observations/Remarks by PCS are mandatory if the Compliance status is provided as 'No' or 'NA'*

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 specified below:-

S 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
NA										

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

S 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
NA										

Place: New Delhi
Date: 23.05.2024

For K K Sachdeva & Associates
Company Secretaries

Firm No. 12002DE298800

Peer Review: 168/2022



K. K. Sachdeva

Proprietor

FCS No. 7153, CP No. 4721

UDIN: F007153F000432919



K K SACHDEVA &
ASSOCIATES

Company Secretaries.

Sandhar Technologies Limited-Secretarial Compliance Report

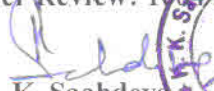
Assumptions & Limitation of scope and Review:

1. Compliance of the applicable laws and ensuring the authenticity of documents and information furnished, are the responsibilities of the management of the listed entity.
2. Our responsibility is to certify based upon our examination of relevant documents and information. This is neither an audit nor an expression of opinion.
3. We have not verified the correctness and appropriateness of financial Records and Books of Accounts of the listed entity.
4. This Report is solely for the intended purpose of compliance in terms of Regulation 24A (2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and is neither an assurance as to the future viability of the listed entity nor of the efficacy or effectiveness with which the management has conducted the affairs of the listed entity.

Place: New Delhi
Date: 23.05.2024

For K K Sachdeva & Associates
Company Secretaries

Firm No. 12002DE298804
Peer Review: 16/04/2022


K. K. Sachdeva
Proprietor
FCS No. 7153, CP No. 4721
UDIN: F007153F000432919

