



Ref. No: HSCL / Stock-Ex/2021-22/20

Date: 30/06/2021

E-mail: monika@himadri.com

Ref: Listing Code: 500184 BSE Limited Department of Corporate Services P. J. Towers, 25 th Floor, Dalal Street, Mumbai- 400 001	Ref: Listing Code: HSCL National Stock Exchange of India Ltd Exchange Plaza, C-1, Block-G Bandra Kurla Complex, Bandra (E) Mumbai- 400 051
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Sub: Secretarial Compliance Report for the year ended 31 March 2021

Dear Sir/ Madam,

We are enclosing herewith the Secretarial Compliance Report for the year ended 31 March 2021 pursuant to Regulation 24A(2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

You are requested to take same on record.

Thanking You,

Yours faithfully,

For Himadri Speciality Chemical Ltd

Monika Saraswat

Company Secretary

ACS: 29322

Himadri Speciality Chemical Ltd

(Formerly known as Himadri Chemicals & Industries Limited) CIN: L27106WB1987PLC042756

Regd. Office: 23A, Netaji Subhas Road, 8th Floor, Kolkata – 700 001, India

Corp. Office: 8, India Exchange Place, 2nd Floor, Kolkata – 700 001, India

Tel: 91-33-2230-9953, 2230-4363, Fax: 91-33-2230-9051, Website: www.himadri.com



**SECRETARIAL COMPLIANCE REPORT OF HIMADRI SPECIALITY
CHEMICAL LIMITED FOR THE YEAR ENDED 31ST MARCH, 2021**

I, Manoj Kumar Banthia, Partner of M/s MKB & Associates, Company Secretaries in Practice, have examined:

- (a) all the documents and records made available to us and explanation provided by **HIMADRI SPECIALITY CHEMICAL 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 31st March, 2021 ("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 there under; and
- (b) the Securities Contracts (Regulation) Act, 1956 ("SCRA"), rules made there under and the Regulations, circulars, guidelines issued there under by the Securities and Exchange Board of India ("SEBI");

The specific Regulations, to the extent applicable, whose provisions and the circulars/ guidelines issued there under, 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;
- (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;
- (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;
- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
- (g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013;
- (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;





and circulars/ guidelines issued there under;

and based on the above examination and considering the relaxations granted by Ministry of Corporate Affairs and Securities and Exchange Board of India due to COVID-19 pandemic, 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 there under, except in respect of matters specified below:-

<i>Sr. No</i>	<i>Compliance Requirement (Regulations/ circulars/ guidelines including specific clause)</i>	<i>Deviations</i>	<i>Observations/ Remarks of the Practicing Company Secretary</i>
1	<i>Pursuant to Regulation 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI circular dated 29.07.2020 the company was required to submit unaudited financial statements for the quarter ended 30th June, 2020 to the stock exchanges on or before 15th September, 2020</i>	<i>The Company did not submit unaudited financial statements for the quarter ended 30th June, 2020 on or before 15th September, 2020</i>	<i>The Company has submitted unaudited financial statements for the quarter ended 30th June, 2020 on 29th October, 2020</i>
2	<i>Pursuant to Regulation 17(6)(e) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 approval of shareholders by special resolution in general meeting has to be taken if the aggregate annual remuneration to executive directors who are promoters or members of the promoter group exceeds 5 per cent of the net profits of the company</i>	<i>The company has not taken approval of shareholders for payment of annual remuneration to executive directors, who are promoters or members of the promoter group, exceeding 5 per cent of the net profits of the company</i>	<i>As informed by the management, the said approval shall be obtained at the ensuing Annual General meeting of the Company</i>





- (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 examination of those records.
- (c) The following are the details of actions taken against the listed entity/ its promoters/ directors 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:

<i>Sr. No.</i>	<i>Action Taken by</i>	<i>Details of violation</i>	<i>Details of action taken e.g., fines, warning letter, debarment, etc.</i>	<i>Observations/ Remarks of the Practicing Company Secretary</i>
1	National Stock Exchange of India Limited (NSE)	Pursuant to Regulation 33 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI circular dated 29.07.2020 the company was required to submit unaudited financial statements for the quarter ended 30 th June, 2020 on or before 15 th September, 2020 but the same was submitted by the company on 29 th October, 2020	Fine was imposed by NSE. The Company paid the fine on 16 th April, 2021	The Company has submitted unaudited financial statements for the quarter ended 30 th June, 2020 on 29 th October, 2020
2	BSE Limited (BSE)		Fine was imposed by BSE. The company has made waiver application to BSE which is pending	

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






Sr. No.	Observations of the Practicing Company Secretary in the previous reports	Observations made in the secretarial compliance report for the year ended 31 st March, 2020	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
Not applicable, as there were no observation in the previous report				

- (e) During the year under review no appointment/ re-appointment/ resignation of statutory auditor of the Company had occurred. The Company has complied with Circular No. CIR/CFD/CMD1/114/2019 dated October 18, 2019.

For MKB & Associates
Company Secretaries
Firm Reg No: P2010WB042700


Manoj Kumar Banthia
Partner
Membership no. 11470
COP no. 7596

Date: 28.06.2021
Place: Kolkata
UDIN: A011470C000527843