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29.05.2024

To,
The BSE Limited,
Corporate Relationship Department,
1st Floor New Trading Building,
Rotunda Building,
P.J. Towers, Dalal Street,
Fort, Mumbai - 400 001

To,
Corporate Communications,
National Stock Exchange of India Ltd.,
Exchange Plaza, Plot No.C/1, G Block,
Bandra-Kurla Complex, Bandra (E),
Mumbai - 400051.

Script Code: 541929

Symbol: SGIL

Sub: Annual Secretarial Compliance report for the year ended on 31st March 2024.

Dear Sir,

In compliance with regulation 24A of SEBI (Listing Obligation Disclosure Requirements) Regulation 2015, we are enclosing herewith a copy of the Annual Secretarial Compliance report for the financial year ended on 31st March 2024.

This is for your kind information and record.

Thanking you.

Yours faithfully

For Synergy Green Industries Limited

Nilesh
Mohan
Mankar

Digitally signed by
Nilesh Mohan Mankar
Date: 2024.05.29
10:15:07 +05'30'

Nilesh Mankar
Company Secretary & Compliance Officer
Memb.No.:A39928



Encl.: As above.

**SECRETARIAL COMPLIANCE REPORT OF SYNERGY GREEN INDUSTRIES LIMITED
FOR THE YEAR ENDED 31ST MARCH 2024**

To,
The Members of,
Synergy Green Industries Limited
392 E WARD Shahupuri, Kolhapur,
Maharashtra, India, 416001

We, Prajot Tungare & Associates, Practicing Company Secretaries have examined:

- (a) All the documents and records made available to us and explanation provided by Synergy Green Industries Limited ("the listed entity");
- (b) The filings/submissions made by the listed entity to the stock exchanges;
- (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 as on 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) 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;
- (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 Review Period]~~
- (e) ~~Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; [not applicable during the Review Period]~~
- (f) ~~Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; [not applicable during the Review Period]~~

Prajot Tungare & Associates Company Secretaries

- (g) ~~Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013; [not applicable during the Review Period]~~
- (h) ~~Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021; [not applicable during the Review Period]~~
- (i) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (j) 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 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
1.	all events or information emanating from a decision taken in the Meeting of the Board of Directors as soon as possible and in any case not later than 30 minutes from the closure of such meeting.	Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulation 2015, read with SEBI Circular dated July 13, 2023	There is no deviation in the compliance, but the Company choose the subject matter of such disclosure was wrongly selected as "whether right issue is part of the outcome" instead of outcome of Board Meeting.	National Stock Exchange (NSE)	Clarification	-	-	The company has filed 2 Intimation as an outcome of the Board Meeting within 30 Minutes from the conclusion of the Board Meeting. (i) As a part of agenda is with respect to Right issue the company has selected "whether right issue is part of the outcome" instead of outcome of Board Meeting.	The company has disclosed the outcome of the Board meeting within 30 minutes but the head was selected wrongly "whether right issue is part of the outcome" instead of outcome of Board Meeting in first outcome.	The Compliance has been made within the time but the head was wrongly selected.

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Secretarial Compliance Report for the financial year ended 31st March 2024

Prajot Tungare & Associates Company Secretaries

								(ii) the Company has filed out come under the head "whether right issue is part of the outcome"		
2.	Clarification sought for reappointment of Director	-	The Company has taken re-appointment of Directors in the Board Meeting held on 26 th May 2023 and passed the special resolution at 13 th Annual General Meeting held on 9 th August 2023 for the period of five years from 18 th May 2023 to 17 th May 2028. But the company has mentioned the date of appointment wrongly as 26 th May 2023 instead of 18 th May 2023. Thereafter, the company has updated the CG report with the stock exchange with the correct date.	National Stock Exchange (NSE) - Stock Exchange	Clarification	-	-	The Company has re-appointed Independent Director in the Board Meeting held on 26 th May 2023 and the same special resolution was passed in the Annual General meeting held on 9 th August 2023 for the period of five years from 18 th May 2023 to 17 th May 2028. But the Company has mentioned the date of re-appointment from 26 th May 2023 instead of 18 th May 2023 in the CG Report. Thereafter, the company has filed the revised CG Report with the correct date of re-appointment.	The Management has given reply to the stock exchange with the appropriate supporting documents and uploaded the revised Corporate Governance report.	The Company has corrected the date on CG Report. This is typo error in the CG Report.

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Secretarial Compliance Report for the financial year ended 31st March 2024

Prajot Tungare & Associates Company Secretaries

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

Sr No.	Observations/ Remarks of the Practicing Company Secretary in the previous reports) (PCS)	Observations made in the secretarial compliance report for the year ended (the years are to be mentioned)	Compliance Requirement (Regulations/ circulars/ guidelines 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
-	-	-	-	-	-	-

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

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). as notified by the Central Government under section 118(10) of the Companies Act, 2013 and mandatorily applicable.</p>	Yes	-
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 have been reviewed & timely updated as per the regulations/circulars/guidelines issued by the SEBI. 	Yes	-

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 Yes Yes	Recently, the Company has upgraded the website, due to this updation, previous year links mentioned in the CG Report are not working.
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 as confirmed by the listed entity.</p>	Yes	-
5.	<p><u>Details related to Subsidiaries of listed entities have been examined w.r.t.:</u></p> <p>a) Identification of material subsidiary companies.</p> <p>b) Disclosure requirement of material as well as other subsidiaries.</p>	NA	The listed entity does not have any subsidiary company.
6.	<p><u>Preservation of Documents:</u></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 (LODR) Regulations, 2015.</p>	Yes	-
7.	<p><u>Performance Evaluation:</u></p> <p>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.</p>	Yes	-

8.	<p><u>Related Party Transactions:</u></p> <p>a) The listed entity has obtained prior approval of Audit Committee for all Related party transactions.</p> <p>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.</p>	Yes N.A.	- No such instances observed.
9.	<p><u>Disclosure of events or information:</u></p> <p>The listed entity has provided all the required disclosure(s) under Regulation 30 along with Schedule III of the SEBI (LODR) Regulations, 2015 within the time limits prescribed thereunder.</p>	Yes	-
10.	<p><u>Prohibition of Insider Trading:</u></p> <p>The listed entity is in compliance with Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015.</p>	Yes	-

11.	<p><u>Actions taken by SEBI or Stock Exchange(s), if any:</u></p> <p>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.</p> <p>The actions taken against the listed entity/ its promoters/ directors/ subsidiaries either by SEBI or by Stock Exchanges are specified in the last column.</p>	No	<p>The SEBI and Stock exchange has not initiated any action against the listed entity/ its promoters/ directors except the Stock exchange has ask some clarification as stated below:</p> <p>(i) Clarification sought for reappointment of Director; and (ii) Clarification Regulation 30 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015 [As detail mentioned in point No. (a)]</p>
12.	<p><u>Resignation of statutory auditors from the listed entity or its material subsidiaries:</u></p> <p>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.</p>	N.A.	<p>During the year, no such event occurred for resignation of Statutory Auditor.</p>
13.	<p><u>Additional non-compliances, if any:</u></p> <p>No any additional non-compliance observed for all SEBI regulation/circular/guidance note etc.</p>	NA	<p>There was no additional non-compliance observed.</p>

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 report 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 account of the listed entity.
4. This report is solely for the intended purpose of compliance in terms of Regulation 24A (2) of the SEBI (LODR) 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.

For Prajot Tungare & Associates
Company Secretaries
(Firm Reg. No. P2001MH01020)
(PR No.: 993/2020)

JAYESH
MANSUKH
PARMAR

Digitally signed by
JAYESH MANSUKH
PARMAR
Date: 2024.05.28 20:45:29
+05'30'

CS Jayesh Parmar
Partner
FCS: 11745
CP No: 17776
UDIN: F011745F000476627

Date: 28/05/2024
Place: Pune