



**SABRIMALA**  
सबरी सबके लिए

29<sup>th</sup> May 2023

<b>To,</b> Manager Listing BSE Limited Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai -400001	<b>To,</b> The Listing Department The Calcutta Stock Exchange Limited 7, Lyons Range, Dalhousie, Kolkata, West Bengal-700001
--	--

Scrip Code: 540132  
ISIN: INE400R01018

**Sub: Submission of Secretarial Compliance Report as per Regulation 24A of SEBI (Listing Obligations and disclosure requirement) Regulations, 2015 for the year ended on 31<sup>st</sup> March, 2023.**

Dear Sir/ Madam,

In compliance with Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements), Regulations 2015 read along with SEBI Circular CIR/CFD/CMD1 /27/2079 dated, February 08, 2019, we are submitting herewith Annual Secretarial Compliance Report dated 20<sup>th</sup> May 2023 issued by Practicing Company Secretary for the Financial Year 2022-23.

You are requested to take the above on your records

Thanking You

Yours sincerely,

For and on behalf of  
Sabrimala Industries India Limited

Suresh  
Kumar  
Mittal

Digitally signed by Suresh Kumar Mittal  
DN: cn=Suresh Kumar Mittal, o=SABRIMALA, ou=Personal, email=s466.  
f1073540108093200  
2.5.4.20=f67eed9408c31482ab674311e  
5909442081091062693d04076167c7b87a  
; postalCode=110029; st=Delhi;  
serialNum.1=1E5192878BEA845CE85780C  
330E1E08930C72F2C3390E2F43048B  
4F8071E; cn=Suresh Kumar Mittal  
Date: 2023.05.29 18:21:01 +0530'

Suresh Kumar Mittal  
Managing Director  
DIN: 01835169

Encl: As above

**SABRIMALA INDUSTRIES INDIA LIMITED**

Regd. Office.: 906, 9th Floor, D-Mall, Netaji Subhash Place, Pitampura, New Delhi - 110034

Tel.: 011- 41514958, Website:www.sabrimala.co.in, E-mail:cs@sabrimala.co.in

CIN:L74110DL1984PLC018467



# RSH AND ASSOCIATES

COMPANY SECRETARIES



## Secretarial Compliance Report of M/s Sabrimala Industries India Limited for the year ended 31<sup>st</sup> March, 2023

We, M/s RSH & ASSOCIATES have examined:

- (a) all the documents and records made available to us and explanation provided by M/s Sabrimala Industries India 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<sup>st</sup> March, 2023 ("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**
- (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**
- (e) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; **Not applicable**



- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **Not applicable**
- (g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021; **Not applicable**
- (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (i) Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 and circulars/ guidelines issued thereunder and circulars/ guidelines issued thereunder;

1/We hereby report that, during the Review Period the compliance status of the listed entity is appended as below:

Sr. No.	Particulars	Compliance Status (Yes/No/NA)	Observations /Remarks by PCS*
1.	<b>Secretarial Standards:</b> 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.	Yes	-
2.	<b>Adoption and timely updation of the Policies:</b> <ul style="list-style-type: none"> <li>All applicable policies under SEBI Regulations are adopted with the approval of board of directors of the listed entities</li> <li>All the policies are in conformity with SEBI Regulations and have been reviewed &amp; updated on time, as per the regulations/circulars/guidelines issued by SEBI</li> </ul>	Yes	Related Party transaction policy of Sabrimala Industries India Limited, Nomination and Remuneration Policy, and Vigil Mechanism / Whistle Blower Policy are updated and as has approved by the Board of the Company in its Board Meeting but same has not updated on website of the Company.
3.	<b>Maintenance and disclosures on Website:</b> <ul style="list-style-type: none"> <li>The Listed entity is maintaining a functional website</li> </ul>	No	After analyzing the website of the company we have found following non compliances under regulation 46 of the SEBI



<ul style="list-style-type: none"> <li>• Timely dissemination of the documents/ information under separate section on the website</li> <li>• 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</li> </ul>		<p>(Listing Obligations and Disclosure Requirements) Regulations, 2015:</p> <ol style="list-style-type: none"> <li>1. The company has not disclosed the Annual Returns of the company on the website as per reg. 46(2)(z) of the regulation.</li> <li>2. Policies disclosed on the website of the company are not up to date and the existing policies are disclosed on the outdated letterhead of the company.</li> <li>3. Disclosure of contact details of key managerial personnel who are authorized for the purpose of determining materiality of an event or information and for the purpose of making disclosures to stock exchange(s) as required under sub-regulation (5) of regulation 30 of these regulations.</li> <li>4. stock exchange filings under sub-regulation (8) of regulation 30 of these regulations not disclosed on the website if the company.</li> <li>5. the email address for grievance redressal and other relevant details are outdated on the website of the company.</li> <li>6. statements of deviation(s) or variation(s) as specified in regulation 32 of these regulations.</li> <li>7. Newspaper publications were not disclosed on the website of the company.</li> </ol>
---	--	--



4.	<b>Disqualification of Director:</b> None of the Director(s) of the Company is/ are disqualified under Section 164 of Companies Act, 2013 as confirmed by the listed entity.	Yes	-
5.	<b>Details related to Subsidiaries of listed entities have been examined w.r.t.:</b>  (a) Identification of material subsidiary companies  (b) Disclosure requirement of material as well as other subsidiaries	NA	At present the Company has one subsidiary: <b>Sabrimala Industries LLP</b> but it is not material subsidiary as per Reg 16(1)(c) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations 2015.
6.	<b>Preservation of Documents:</b>  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.	Yes	-
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	As per minutes of the Company performance of Board, Independent Directors and the Committees are evaluated during the year.
8.	<b>Related Party Transactions:</b>  (a) The listed entity has obtained prior approval of Audit Committee for all related party transactions; or  (b) The listed entity has provided detailed reasons along with confirmation whether the transactions	Yes	Metter considered in first Audit Committee Meeting and Board Meeting of the Company held on 27.05.2022.



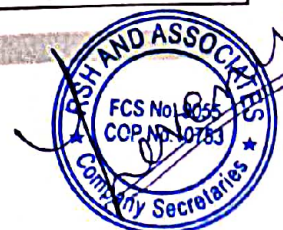
	were subsequently approved/ratified/rejected by the Audit Committee, in case no prior approval has been obtained.		
9.	<p><b>Disclosure of events or information:</b></p> <p>The listed entity has provided all the required disclosure(s) under Regulation 30 along with Schedule III of SEBI LODR Regulations, 2015 within the time limits prescribed thereunder.</p>	Yes	Disclosed as per BSE data
10.	<p><b>Prohibition of Insider Trading:</b></p> <p>The listed entity is in compliance with Regulation 3(5) &amp; 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015.</p>	Yes	Closure of trading window is timely disclosed.
11.	<p><b>Actions taken by SEBI or Stock Exchange(s), if any:</b></p> <p>No action(s) has been 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 except as provided under separate paragraph herein (**).</p>	Yes	No action(s) has been taken against the listed entity/ its promoters/ directors/ subsidiaries either by SEBI or by Stock Exchanges
12.	<p><b>SEBI SAST Regulations, if any:</b></p> <p>As per regulation 31 of the SEBI SAST Regulations, the promoter of every target company shall declare on a yearly basis that he, along with persons acting in concert, has not made any encumbrance, directly or indirectly, other than those already disclosed during the financial year.</p>	Yes	<p>There is no Promoter and Promoters Group, in the company, therefore there is no requirement of yearly disclosures from the promoters.</p> <p>Further, we have not received details of other public shareholders in</p>



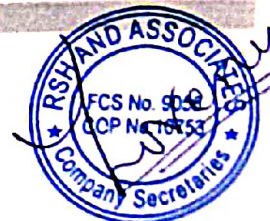
			respect to buy and sell of the shareholding for checking compliance as per regulation 29 of the SEBI SAST Regulations. So we are unable to comment on this.
13.	<b>Additional Non-compliances, if any:</b> No additional non-compliance observed for any SEBI regulation/circular/guidance note etc.	NA	-

Compliances related to resignation of statutory auditors from listed entities and their material subsidiaries as per SEBI Circular CIR/CFD/CMD1/114/2019 dated 18<sup>th</sup> October, 2019:

Sr. No.	Particulars	Compliance Status (Yes/No/NA)	Observations /Remarks by PCS*
1.	<b>Compliances with the following conditions while appointing/re-appointing an auditor</b>		
	<p>i. If the auditor has resigned within 45 days from the end of a quarter of a financial year, the auditor before such resignation, has issued the limited review/ audit report for such quarter; or</p> <p>ii. If the auditor has resigned after 45 days from the end of a quarter of a financial year, the auditor before such resignation, has issued the limited review/ audit report for such quarter as well as the next quarter; or</p>	NA	The Company has not appointing or reappointing -Auditor during the review period
	iii. If the auditor has signed the limited review/ audit report for the first three quarters of a financial year, the auditor before such resignation, has issued the limited review/ audit report for the last quarter of such financial year as well as the audit report for such financial year.		



2.	Other conditions relating to resignation of statutory auditor		
	<p>i. Reporting of concerns by Auditor with respect to the listed entity/its material subsidiary to the Audit Committee:</p> <p>a. In case of any concern with the management of the listed entity/material subsidiary such as non-availability of information / non-cooperation by the management which has hampered the audit process, the auditor has approached the Chairman of the Audit Committee of the listed entity and the Audit Committee shall receive such concern directly and immediately without specifically waiting for the quarterly Audit Committee meetings.</p> <p>b. In case the auditor proposes to resign, all concerns with respect to the proposed resignation, along with relevant documents has been brought to the notice of the Audit Committee. In cases where the proposed resignation is due to non-receipt of information / explanation from the company, the auditor has informed the Audit Committee the details of information / explanation sought and not provided by the management, as applicable.</p> <p>c. The Audit Committee / Board of Directors, as the case may be, deliberated on the matter on receipt of such information from the auditor relating to the proposal to resign as mentioned above and communicate its views to the management and the auditor.</p>	NA	<p>During the review period the same Statutory Auditor has conducted Audit of the Company i.e Saini Pati Shah &amp; Co LLP, Chartered Accountants FRN 137904W/W100622, tenure of the Statutory Auditor till F.Y.2024</p>





Sr. No.	Particulars	Compliance Status (Yes/No/NA)	Observations /Remarks by PCS*
	<p>i. Disclaimer in case of non-receipt of information:</p> <p>The auditor has provided an appropriate disclaimer in its audit report, which is in accordance with the Standards of Auditing as specified by ICAI / NFRA, in case where the listed entity/ its material subsidiary has not provided information as required by the auditor.</p>		
3.	The listed entity / its material subsidiary has obtained information from the Auditor upon resignation, in the format as specified in Annexure- A in SEBI Circular CIR/CFD/CMD1/114/2019 dated 18 <sup>th</sup> October, 2019.	NA	During the period under review, Auditor did not resign its office

(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)	Regulation/ Circular No.	Deviations	Action Taken by	Type of Action	Details of Violation	Fine Amount	Observations/ Remarks of the Practising 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)	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										

Note: The company in its best practice to comply with all the requirements of the SEBI (Listing Obligations & Disclosure Requirement) Regulations, 2015. There was no non-compliance made by the Company during the Review Period.

#### 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 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.

FOR M/s RSH & ASSOCIATES  
COMPANY SECRETARIES  
PEER REVIEWED CERTIFICATE NO. 19/2022



(LOVENEET HANDA)  
COMPANY SECRETARY  
PARTNER

C.P. NO.: 10753

M. NO.: 9055

UDIN: F009055E000344797

DATE: MAY 20, 2023

PLACE: DELHI