Siddiqui & Associates

Company Secretaries

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Annual Secretarial Compliance Report of Shervani Industrial Syndicate Limited

(For the Financial year ended 31st March 2024)

[Pursuant to Regulation 24A of SEBI (LODR), Regulations, 2015 & SEBI Circular No. CIR/CFD/CMD1/27/2019 dated February 08, 2019. & NSE Circular Ref No: NSE/CML/ 2023/30 dated April 10, 2023]

I, K. O. Siddiqui, Practicing Company Secretary have examined:

a. All the documents and records made available to us and explanation provided by **Shervani Industrial Syndicate Limited** ("the listed entity") having CIN Number **L45202UP1948PLC001891.**
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 Report.

for the year ended **31st March 2024** 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 for the year ended 31st March 2024**
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 and Sweat Equity) Regulations, 2021; **Not Applicable for the year ended 31st March 2024**
f. Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **Not Applicable for the year ended 31st March 2024**
g. Securities and Exchange Board of India (Issue and Listing of Non- Convertible and Securities) Regulations, 2021; **Not Applicable for year ended 31st March 2024.**
h. Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
i. Other regulations as applicable and circulars/guidelines issued thereunder:

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And based on the above examination, I hereby report that, during the Review period the compliance status of the listed entity is appended as below:

(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.	Com-pliance Require-ment (Regu-lations/ circulars/ guidelines including specific clause)	Regu-lation/ Circular No.	Devi ation s	Action Taken by	Type of Action	Details of Violation	Fine Amount	Observations/ Remarks of the Practicing Company Secretary	Management Response	Re-marks
01.	SEBI(PIT), 2015	SEBI/HO/ ISD/ISD-PoD-2 /P/CIR/20 23/124	NA	Reporting Entity	Issuance of Warning Letter and imposing penalty	Designated Person namely "Lebensraum Infra Private Limited" (a member of Promoter Group) sold 1000 Equity Shares inadvertently due to technical Glitch of Online Trading Platform on 16.08.2023 without any motive of profit making.	Rs. 82,305/-	Reporting Entity "Shervani Industrial Syndicate Limited" has directed "Lebensraum Infra Private Limited" to deposit the profit amount of the transaction i.e. Rs. 82,305/- which the said Company has deposited vide transaction id: 240523185710883 in the IEPF Account of SEBI.	Management informed the BSE immediately upon receipt of suo-moto information of violation from DP to the Company and taken necessary action.	NA

b. The listed entity has taken the following actions to comply with the observations made in previous reports: **Not Applicable**

S. No.	Observations/ Remarks of the Practicing Company Secretary in the previous reports) (PCS)	Observations made in the secretarial compliance report for the year ended 31st March 2024	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
	NIL	NIL	NIL	NIL	NIL	NIL

I 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)	Observation/ Remarks by PCS
1.	**Secretarial Standards:** 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	NIL
2.	Adoption and timely updation of the Policies: • 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 on time, as per the regulations/circulars /guidelines issued by SEBI.	Yes Yes	NIL
3.	**Maintenance and disclosures on Website:** • 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	NIL
4.	**Disqualification of Director:** 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	NIL
5.	**Details related to Subsidiaries of listed entities have**		

	been examined w.r.t.: a. Identification of material subsidiary companies. b. Disclosure requirement of material as well as other subsidiaries.	**Yes** **Yes**	**NIL**
6.	**Preservation of Documents:** 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**	**NIL**
7.	**Performance Evaluation:** 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.	**Related Party Transactions:** 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 were subsequently approved/ratified/ rejected by the Audit Committee, in case no prior approval has been obtained.	**Yes** **Yes**	**NIL**
9.	**Disclosure of events or information:** 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.	**Prohibition of Insider Trading:** The listed entity is in compliance with Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015.	**Yes**	**NIL**
11.	**Actions taken by SEBI or Stock Exchange(s), if any:** 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 (**).	**NO**	**NIL**
12.	**Resignation of statutory auditors from the listed entity or its material subsidiaries:** 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	**Yes**	**The clause is not applicable. The Company has appointed M/S P L Tandon, Chartered Accountants as**

	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.		statutory Auditor at the Annual General Meeting held on 30th September 2022.
13.	**Additional Non-Compliance, if any:** No additional non-compliance observed for any SEBI regulation/circular/guidance note etc.	NO	NIL

Assumptions & Limitation of scope and Review:

1. Maintenance of secretarial record is the responsibility of the management of the company. Our responsibility is to express an opinion on these secretarial records based on our audit.
2. We have followed the audit practices and processes as were appropriate to obtain reasonable assurance about the correctness of the contents of the Secretarial records. The verification was done on test basis to ensure that correct facts are reflected in secretarial records. We believe that the processes and practices, we followed provide a reasonable basis for our opinion.
3. Wherever required, we have obtained the Management representation about the compliance of laws, rules and regulations and happening of events etc.
4. The compliance of the provisions of SEBI Laws, rules, regulations, standards is the responsibility of management. Our examination was limited to the verification of procedures on test basis.
5. As regards the books, papers, forms, reports and returns filed by the Company under these regulations, the adherence and compliance to the requirements of the said regulations is the responsibility of Management. Our examination was limited to checking the execution and timeliness of the filing of various forms, reports, returns and documents that need not to be filed by the Company under the said regulations.

for Siddiqui & Associates
Company Secretaries

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Place New Delhi
Date: 29th May 2024

K. O. Siddiqui
FCS 2229; CP 1284
UDIN: F002229F000481653
Peer Review Certificate No. 2149/2022
Firm Registration No. S1988DE004300

K.O. SIDDIQUI
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