

SHRI GANG INDUSTRIES AND ALLIED PRODUCTS LIMITED

Corporate office: F-32/3, Okhla Industrial Area, Phase- II, New Delhi- 110020

Reg Off & Works- Plot No B-2/6, B-2/7, UPSIDC Industrial Area- Phase IV, Sandila, Distt Hardoi, U.P-241204

Sikandrabad Works: - Plot No B-2/6, B-2/7, UPSIDC Industrial Area- Phase IV, Sandila, Distt Hardoi, U.P.

E. id:-secretarial@shrigangindustries.com **website:-**www.shrigangindustries.com **Tel No:** 011-42524454

May 29, 2023

To
BSE Limited
Phiroze Jeejeebhoy Towers,
Dalal Street, Mumbai-400001

Scrip Code: 523309

Sub: Annual Secretarial Compliance Report pursuant to Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the year ended March 31, 2023.

Dear Sir,

Pursuant to Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI's Circular No. CIR/CFD/CMD 1/27/2019 dated 8th February, 2019, NSE Circular No. NSE/CML/ 2023/21 & BSE Circular no. 20230316-14 dated March 16, 2023 read with NSE Circular No. NSE/CML/ 2023/30 & BSE Circular no. 20230410-41 dated April 10, 2023, please find enclosed herewith the Annual Secretarial Compliance Report for M/s Shri Gang Industries and Allied Products Limited for the year ended March 31, 2023.

Kindly take note of the same and acknowledge the receipt thereof.

Thanking you,
Yours truly,
For Shri Gang Industries and Allied Products Limited

Kanishka Jain
(Company Secretary)

Encl.: as above

SECRETARIAL COMPLIANCE REPORT OF SHRI GANG INDUSTRIES AND ALLIED PRODUCTS LIMITED FOR THE YEAR ENDED 31 MARCH 2023

(Pursuant to Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI's Circular No. CIR/CFD/CMD 1/27/2019 dated 8th February, 2019, NSE Circular No. NSE/CML/ 2023/21 & BSE Circular no. 20230316-14 dated March 16, 2023 read with NSE Circular No. NSE/CML/ 2023/30 & BSE Circular no. 20230410-41 dated April 10, 2023)

We have examined

- (a) all the documents and records made available to us and explanation provided by **SHRI GANG INDUSTRIES AND ALLIED PRODUCTS LIMITED (CIN L01112UP1989PLC011004)** (hereinafter referred to as the "Company") having its registered office at Plot No. B-2/6 & 2/7, UPSIDC Industrial Area, Sandila Phase IV, Sandila Hardoi, UP 241204
- (b) the filings/ submissions made by the Company to the stock exchanges,
- (c) website of the Company,
- (d) any other document/ filing, as may be relevant, which has been relied upon to make this certification

for the year ended 31 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 as amended till date;
- (b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;

MONIKA KOHLI & ASSOCIATES
COMPANY SECRETARIES



- (c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011 as amended till date;
- (d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 (**Not applicable to the Company during the Audit Period**)
- (e) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 (**Not applicable to the Company during the Audit Period**);
- (f) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021; as amended till date; (**Not applicable to the Company during the Audit Period**)
- (g) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 as amended till date; and
- (h) Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018 and based on the above examination, we hereby report that during the Review Period:
- a) The Company has complied with the provisions of the above Regulations and circulars/guidelines issued thereunder, except in respect of matters specified in **Annexure A**
- b) The Company has taken the following actions to comply with the observations made in previous reports: (**Not Applicable, as this is the first secretarial compliance report of the Company and accordingly previous report is not applicable**)
- c) Compliances related to the resignation of statutory auditors from listed entities and their material subsidiaries as per SEBI Circular CIR/CFD/CMD1/114/2019 dated 18th October, 2019; (**Not Applicable, as there was no resignation of previous Statutory Auditors and the company doesn't have any subsidiary**)



d) Pursuant to the NSE Circular No. NSE/CML/ 2023/21 & BSE Circular no. 20230316-14 dated March 16, 2023 read with NSE Circular No. NSE/CML/ 2023/30 & BSE Circular no. 20230410-41 dated April 10, 2023, we further affirm to the following:

S.NO.	Particulars	Compliance Status (Yes / No/ NA)	Observations/ Remarks by PCS
1.	<u>Secretarial Standard</u> The compliances of listed entities are in accordance with the applicable Secretarial Standards (SS) issued by the Institute of Company Secretaries India (ICSI)	Yes	None
2.	<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	YES	None
	• All the policies are in conformity with SEBI Regulations and has been reviewed & timely updated as per the regulations/ circulars guidelines issued by SEBI	YES	None
3.	<u>Maintenance and disclosures on Website:</u>		
	➤ The Listed entity is maintaining a functional website	YES	None
	➤ Timely dissemination of the documents/ information under a separate section on the website	YES	None
	➤ Web-links provided in annual corporate governance reports under Regulation 27(2) are accurate and specific which redirects to the relevant document(s)/ section of the website	YES	The corporate governance provisions were applicable on the company w.e.f. 09.07.2022 and thereafter all the provisions were complied with from second quarter onwards.
4.	<u>Disqualification of Director</u> None of the Director of the Company are disqualified under Section 164 of the	YES	None



	Companies Act, 2013		
5.	To examine details related to Subsidiaries of listed entities		
✓	Identification of material subsidiary companies	NA	The Company has no material subsidiary
✓	Requirement with respect to disclosure of material as well as other subsidiaries	NA	The Company has no subsidiary
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	None
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 as prescribed in SEBI Regulations	YES	None
8.	Related Party Transactions:		
❖	The Listed entity has obtained prior approval of Audit Committee for all Related party transaction	YES	None
❖	In case no prior approval obtained, the listed entity shall provide detailed reasons along with confirmation whether the transaction were subsequently approved/ratified/ rejected by the Audit Committee	NA	All related party transactions were entered after taking prior approval of the Audit Committee
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	None
10.	Prohibition of Insider Trading: The listed entity is in compliance with Regulation 3(5) & 3(6) of SEBI (Prohibition of Insider Trading) Regulations, 2015	YES	None



11.	Actions taken by SEBI or Stock Exchange(s), if any No Actions were 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	None
12.	Additional Non-compliances, if any: No additional non-compliance observed for any SEBI regulation / circular/ guidance note etc.	YES	None

For **MONIKA KOHLI & ASSOCIATES**
COMPANY SECRETARIES

Date : 29.05.2023

Place : New Delhi

UDIN : F005480E000407629



(MONIKA KOHLI)
B. Com (H), FCS, LL.B. I.P.
PROP.
FCS 5480, C P 4936
Peer Review No. 1348/2021

Annexure A

<u>S. No.</u>	<u>Compliance Requirement (Regulations/circulars/guidelines including specific clause)</u>	<u>Regulation/ Circular No.</u>	<u>Deviations</u>	<u>Action Taken by</u>	<u>Type of Action i.e Advisory/ Clarification/ Fine/Show Cause Notice/ Warning, etc.</u>	<u>Details of Violation</u>	<u>Fine Amount</u>	<u>Observations/ Remarks of the Practicing Company Secretary</u>	<u>Management Response</u>	<u>Remarks</u>
1	The listed entity shall ensure that hundred percent of shareholding of promoter(s) and promoter group is in dematerialized form and the same is maintained on a continuous basis in the manner as specified by the Board.	31(2)	The promoter's holding of equity shares in the company is not completely in demat form as required under Regulation 31 (2) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (LODR.)			The equity shareholding of the promoters and promoter's group in dematerialisation form is 91.27% as against 100% as on March 31, 2023	Nil	The equity shareholding of the promoters and promoter's group in dematerialisation form is 91.27% as on March 31, 2023	The Company and its RTA has asked the shareholders/to get their shares into demat form.	Nil


