

**Secretarial compliance report of Shreyans Industries
Limited for the year ended 31st March, 2022**

I, Parminder Singh Bathla, Practicing Company Secretary, in the name of P S BATHLA & ASSOCIATES (FCS NO. 4391, Certificate of Practice No. 2585) have examined:

- (a) all the documents and records made available to us and explanation provided by Shreyans Industries 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, 2022 ("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 applicable)
- (b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; (No such event occurred during the Review Period and thus not applicable)
- (c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011; (as applicable)
- (d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; (No such event occurred during the Review Period and thus not applicable)
- (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; (No such event occurred during the Review Period and thus not applicable)
- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; (No such event occurred during the Review Period and thus not applicable)
- (g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013; (No such event occurred during the Review Period and thus not applicable)



- (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015; (as applicable)

and based on the above examination, I 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 as specified below:

Sr. No.	Compliance Requirement (Regulations / Circulars / guidelines including specific clause)	Deviations	Observations/Remarks of the Practicing Company Secretary
1	As per Regulation 17(1) of SEBI (LODR) Regulations, 2015, if chairperson of the Board of Directors is non-executive Directors then at least 1/3rd of the Board members shall comprise of Independent Directors and	On account of untimely and sudden death of Independent Director on 15 th July 2019, the casual vacancy arised and then fulfilled by the Board in their next meeting on 13 th November 2019.	As observed in our previous Secretarial Compliance Report dated 11 th May, 2021, the company had paid the fine amount of Rs 145,000 (plus 18% GST) on 07 th July, 2020 to NSE and reply on the waiver application with BSE was awaited at that time. Further now, the BSE also did not waive off the fine and accordingly the



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	if the listed entity does not have regular non-executive chairperson than half of the Board shall comprise of Independent Directors. Further, if the regular non executive chairperson is a promoter or related to promoters than half of the Board shall comprise of Independent Directors.	This had caused a delay of 29 days to fill the vacancy.	company paid the fine of Rs. 145,000 (plus 18% GST), on 07 th July, 2021 to BSE.
2.	As per Regulation 17(1A) of SEBI (LODR) Regulations, 2015, No listed entity shall appoint a person or continue the directorship of any person as a non-	Appointment of non-executive Director, aged beyond 75 years, without obtaining requisite approval of shareholders of	The Company, in its Board of Directors meeting held on November 09, 2020, based on the recommendations of Nomination and Remuneration Committee, appointed an Independent



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<p>executive director who has attained the age of seventy five years unless a special resolution is passed to that effect, in which case the explanatory statement annexed to the notice for such motion shall indicate the justification for appointing such a person.</p>	<p>the company. This had caused a delay of 51 days.</p>	<p>Director subject to approval of shareholders by way of Special Resolution. (As the appointee had already exceeded the age of 75 years). The Special Resolution by way of Postal Ballot was passed with requisite majority on December 29, 2020 with effective date of appointment on November 09, 2020.</p> <p>The NSE & BSE each had levied Rs 120360/- (including GST @ 18 %) and accordingly company paid the fine to BSE on 09th September, 2021 and NSE on 12th January, 2022.</p>
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- (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/our examination of those records.



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- (c) There was no action taken against the listed entity/its promoters/ directors/material subsidiaries 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.
- (d) The listed entity has taken the following actions to comply with the observations made in previous reports: Not applicable as there were no observations which require action.

Dated: 20th May, 2022

Place: Ludhiana

UDIN: F004391D000345413

**For P. S. Bathla & Associates
Company Secretaries**



CP No-2585

M. No. 4391

Peer Review No. 1306/2021

NOTE:

The Secretarial Compliance is the responsibility of Management. My responsibility is to express an opinion on such compliance. This Compliance Report is neither an assurance as to the future viability of the Company nor of the efficacy or effectiveness with which the management has conducted the affairs of the Company.