

**Secretarial Compliance Report of SANGINITA CHEMICALS LIMITED  
(CIN: L24100GJ2005PLC047292) for the year ended on 31<sup>st</sup> March, 2023**

We, MANOJ HURKAT & ASSOCIATES, Practicing Company Secretaries have examined:

- all the documents and records made available to us and explanation provided by the officers and staff of SANGINITA CHEMICALS LIMITED (“the listed entity”),
- the filings/ submissions made by the listed entity to the stock exchanges,
- website of the listed entity,
- any other document/ filing, as may be relevant, which has been relied upon to make this certification,

for the year ended on **31<sup>st</sup> March, 2023** (“Review Period”) in respect of compliance with provisions of:

- the Securities and Exchange Board of India Act, 1992 (“SEBI Act”) and the Regulations, circulars, guidelines issued thereunder; and
- 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 (to the extent applicable), includes:

- The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
- The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018;
- The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;
- The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021;
- The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

and circulars/ guidelines issued thereunder;

and based on the above examination, we hereby report that, during the Review Period:

- 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
As per Annexure -1 attached										



(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 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
NIL										

(c) Additional Affirmation in terms of NSE Circular No. NSE/CML/2023/21 dated 16<sup>th</sup> March, 2023:

Sr. No.	Particulars	Compliance Status (Yes/No/NA)	Observations/ remarks by PCS
1.	<u>Secretarial Standards:</u> The compliances of listed entities are in accordance with the applicable Secretarial Standards issued by the Institute of Company Secretaries of India (ICSI)	Yes	NA
2.	<u>Adoption and timely updation of the Policies:</u> <ul style="list-style-type: none"> <li>• All applicable policies under SEBI Regulations are adopted with the approval of Board of the listed entities</li> <li>• All policies are in conformity with the SEBI Regulations and has been reviewed &amp; timely updated as per Regulations/Circulars/ Guidelines issued by SEBI</li> </ul>	Yes	NA
3.	<u>Maintenance and disclosure on Website:</u> <ul style="list-style-type: none"> <li>• The listed entity is maintaining a functional website</li> <li>• Timely dissemination of documents/ information under as 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>	Yes	NA
4.	<u>Disqualification of Director:</u> None of the Director of the Company are disqualified under Section 164 of the Companies Act, 2013	Yes	NA
5.	<u>To examine details related to Subsidiaries of listed entities:</u> a. Identification of material subsidiary company b. Requirements with respect to disclosure of material as well as other subsidiaries	NA	NA
6.	<u>Preservation of Documents:</u> 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	NA

7.	<u>Performance Evaluation:</u> 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	NA
8.	<u>Related Party Transactions:</u> a. The listed entity has obtained prior approval of Audit Committee for all Related Party Transactions b. In case no prior approval obtained, the listed entity shall provide detailed reasons along with confirmation whether the transactions are subsequently approved/ratified/rejected by the Audit Committee	Yes	NA
9.	<u>Disclosure of events or information:</u> The listed entity has provided all the required disclosures under Regulation 30 along with Schedule III of SEBI LODR Regulation 2015 within the time limits prescribed thereunder.	Yes	NA
10.	<u>Prohibition of Insider Trading:</u> The listed entity is in compliance with Regulation 3(5) & 3(6) of SEBI (PIT) Regulations, 2015	Yes	NA
11.	<u>Action taken by SEBI or Stock Exchange(s), if any:</u> 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	No	The details of action taken by NSE against the Company are provided in clause (a) above (Annexure – 1)
12.	<u>Additional Non-compliances, if any:</u> No any additional non-compliances observed for all SEBI Regulations/ Circulars/ Guidelines	NA	No such observations

(d) In terms of SEBI Circular No.: CIR/CFD/CMD1/114/2019 dated 18<sup>th</sup> October, 2019, the Company has suitably incorporated the terms of appointment of the Statutory Auditors as specified in Para 6(A) and Para 6 (B) of the said Circular.

Place: Ahmedabad  
Date: 18<sup>th</sup> April, 2023



For, MANOJ HURKAT & ASSOCIATES  
Practicing Company Secretaries  
FRN: P2011GJ025800  
PR Certificate No.: 600/2019

  
MANOJ R HURKAT  
Partner  
FCS No.4287, C P No.: 2574  
UDIN: F004287E000136408

## Annexure to Secretarial Compliance Report of M/s Sanginita Chemicals Limited (CIN: L24100GJ2005PLC047292) for the financial year 2022-23

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.	The listed entity has to submit seven days advance notice for Book Closure in respect of Annual General meeting to Stock Exchange under Regulation 42 of the SEBI – LODR Regulations, 2015	Regulation 42	Violation of Regulation 42 of the SEBI (LODR) Regulations, 2015 for delayed submission of intimation for Book Closure.	The National Stock Exchange of India (NSE)	NSE has imposed penalty of Rs. 11800/- (including GST) for delay in submission for intimation of Book Closure under Regulation 42 of SEBI LODR Regulations, 2015	Violation of Regulation 42 of the SEBI (LODR) Regulations, 2015 for delayed submission of intimation for Book Closure.	Rs. 11800/-	The Company has belatedly submitted the intimation under Regulation 42 for Book Closure for the purpose of 17 <sup>th</sup> AGM due to inadvertence for which the Company has paid a penalty of Rs. 10000/- plus GST as levied by the NSE.	Due to inadvertence, the Company has belatedly submitted the intimation under Regulation 42.	N.A.
2.	Submission of Annual Report with Stock Exchange after dispatch of the same to the members of the Company under Regulation 34	Regulation 34	Violation of Regulation 34 of the SEBI (LODR) Regulations, 2015 in delayed submission of Annual Report for the financial year 2021-22	The National Stock Exchange of India (NSE)	NSE has imposed penalty of Rs. 37760/- for delay of 16 days in submission of Annual Report under Regulation 34 of SEBI LODR Regulations, 2015	Violation of Regulation 34 of the SEBI (LODR) Regulations, 2015 in delayed submission of Annual Report for the financial year 2021-22	Rs. 37760/-	The Company submitted the Annual Report for the financial year 2021-22 with delay of 16 days due to inadvertence arising out of technical issues of NEAPS portal for which the Company has also paid a penalty of Rs. 32000/- plus GST as levied by the NSE.	Due to inadvertence arising out of technical issues of NEAPS portal, the Company has belatedly submitted the Annual Report with NSE under Regulation 34	N.A.

