



SAHYADRI INDUSTRIES LIMITED
39/D, Gultekdi, J.N. Road, Pune 411037
Maharashtra, India
T: +91 20 26444625/26/27 F: +91 20 26458888
E: info@silworld.in W: www.silworld.in
CIN: L26956PN1994PLC078941

Date: 29th June 2021.

To,
Listing Manager,
Department of Corporate Services
BSE Limited
P. J. Towers, Dalal Street,
Mumbai – 400001.

Subject: Submission of Annual Secretarial Compliance Report for the year ended on March 31,2021.

Scrip Code: 532841.

Dear Sir/Madam,

Pursuant to Regulation 24 (A) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015, as amended, We enclose herewith the Annual Secretarial Compliance Report for the financial year ended on March 31, 2021 issued by M/s. Suvir Govind Saraf, Practicing Company Secretary (C.P. No. 11409).

Kindly take the same on record.

Thanking you,

Yours faithfully,

For Sahyadri Industries Limited.

Shrikant Joshi
Company Secretary and Compliance officer

SECRETARIAL COMPLIANCE REPORT OF SAHYADRI INDUSTRIES LIMITED.
FOR THE YEAR ENDED 31ST MARCH, 2021

To,

Sahyadri Industries Limited

39/D Gultekdi J N Marg

Pune.

I, Suvir Govind Saraf, have examined:

- a) all the documents and records made available to us, either physically or by way of email in view of the prevailing Pandemic situation of COVID -19 and explanation provided by **Sahyadri 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, 2021 ("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 (LODR);

- b) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 effective from 09th November, 2018 **(not applicable to the listed entity during the Review Period);**
- c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- d) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 effective from 11th September, 2018 **(not applicable to the listed entity during the Review Period);**
- e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014 **(not applicable to the listed entity during the Review Period);**
- f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 **(not applicable to the listed entity during the Review Period);**
- g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013 **(not applicable to the listed entity during the Review Period);**
- h) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding dealing with client to the extent of the securities issued ;
- i) Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018;
- j) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015 and circular and guidelines issued thereunder

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 specified below:-

Sr. No.	Compliance Requirement (Regulations / circulars /guidelines including specific clause)	Deviations	Observations/ Remarks of the Practicing Company Secretary
1.	Pursuant to Regulation 17(1) of SEBI (LODR), the board of directors of the top 2000	The composition of the board from April 01, 2020 till August 31, 2020 was not as per	The composition of the board at the beginning of the year

	listed entities shall comprise of not less than six directors with effect from April 1, 2020.	regulation 17(1) of SEBI (LODR).	was 4 directors, which should have been 6 Directors under respective regulation(s). However the Company has appointed 1 non executive and 1 executive director wef August 31, 2020.
2.	Pursuant to Regulation 6 of SEBI (LODR) Regulations 2015 a qualified Company Secretary is required to be appointed as Compliance Officer	After the resignation of the Company Secretary from dated 17.10.2020 to the appointment of new company secretary from dated 23.11.2020 the function of compliance officer was under taken by Accounts Vice President	The company has however complied by appointing new company secretary from dated 23.11.2020.

- (b) The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued there under insofar as it appears from my examination of those records.
- (c) The following are the details of actions 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:

Sr. No.	Action taken by	Details of violation	Details of action taken E.g. fines, warning letter, debarment, etc.	Observations/ remarks of the Practicing Company Secretary, if any
1.	BSE	Regulation 17SEBI (LODR)Regulation2015	Fine of Rs 4,55,000/-	Company paid the fine and also made request to the stock exchange for waiver of the fine considering the

				inaction due to covid-19, also submitted revised CG reports.
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(d) The listed entity has taken the following actions to comply with the observations made in previous reports: NA for this year

Sr. No.	Observations of the Practicing Company Secretary in the previous reports	Observations made in the secretarial compliance report for the year ended...(The years are to be mentioned)	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
1.	NA	NA	NA	NA

(e) The company has suitably included the conditions mentioned in Para 6 (A) and 6 (B) of the SEBI Circular dated CIR/CFD/CMD1/114/2019, dated October 18, 2019 in the terms of appointment/re-appointment of statutory auditor of the Company.

Place: Pune

Date: 26.05.2021



Suvir Saraf

M No.29981

C.P. No. 11409

UDIN: A029981C000376041