

**Secretarial Compliance Report of Seya Industries Limited
for the year ended March 31, 2022**

We, KPUB & CO., Company Secretaries have examined:

- a) all the documents and records made available to us and explanation provided by Seya 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 **March 31, 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;
- b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018#;
- 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#;
- f) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021#;
- g) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

and circulars/ guidelines issued thereunder including the provisions of SEBI Circular CIR/CFD/CMD1/114/2019 dated October 18, 2019, in terms of Para 6(A) and 6(B) of the said circular.

The Regulations or Guidelines, as the case may be were not applicable for the period under review.



and based on the above examination, we 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.

Sr. No.	Compliance Requirement (Regulations/ Circulars/Including specific clause)	Deviations	Observation/ Remarks of the the Practicing Company Secretary
Not Applicable			

- b) The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued thereunder in so far as it appears from our 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.	NSE	Shareholding Pattern for the quarter ending 30 th September 2021 filed with delay of 4 days.	Fine levied	Company has paid the amount (excluding GST)
2.	BSE	Shareholding Pattern for the quarter ending 30 th June 2021 filed with delay of 2 days.	Fine levied	Company has paid the amount
3.	NSE	i. Delay in submission of Financial Results as per Regulation 33 of SEBI (LODR) Regulations, 2015 for the quarter ending June 30, 2021	Fine Levied	As per Order of Hon'ble NCLT dated 3 rd August 2021, Corporate Insolvency Resolution Process (CIRP) had been initiated against the Company and Insolvency Resolution Professional (IRP) had been appointed, resulting into Suspension of Board of Directors of the Company.



		ii. Delay in submission of Financial Results as per Regulation 33 of SEBI (LODR) Regulations, 2015 for the quarter ending September 30, 2021		<p>However, basis of an Order of Hon'ble Supreme Court in Appeal filed against the above-mentioned order of the NCLT, dated Aug 31, 2021 directing Status Quo, there remained ambiguity over the management of affairs of the Company by the Board of Directors.</p> <p>Subsequently, the management of the Company, on basis of legal advice, prepared and submitted the financial results under obligation of the Company as per requirements of Regulation 33 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.</p> <p>Further, The Company has filed waiver application against penalties imposed in this regard.</p>
4.	BSE	Non- Submission of Annual Report for the financial year 2020-21 as per Regulation 34 of the SEBI (LODR) Regulations, 2015	Fine Levied	As mentioned in point (3) above, due to Initiation of CIRP, neither the Annual Report was sent to the Shareholders nor any Annual General Meeting for the financial year ended 31 st March 2021 was conducted and accordingly the provisions of Regulations of 34 of LODR is not applicable.
5.	BSE	Non-compliance of Regulation 17(2A) of the SEBI (LODR) Regulations, 2015	Fine Levied	As informed by the Company there was a typographical error in



				Corporate governance report for the quarter ended June 2021 and revised submission for the same was done on August 28, 2021 along with clarification
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d) The listed entity has taken the following actions to comply with the observations made in previous reports:

Sr. No.	Observations of the Practicing Company Secretary in the previous reports	Observations made in the Secretarial Compliance Report for the year ended 31.03.2022	Actions taken by listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by listed entity
Not Applicable.				

For KPUB & CO.,
Company Secretaries
 Firm Registration No: P2015MH069000



Keshav Purohit
 Partner
 ACS No: 39702; C P No.: 20471
 Mumbai | 30th May 2022
 ICSI UDIN: A039702D000430477

