DEBOCK INDUSTRIES LIMITED
(Formerly known as Debock Sales And Marketing Limited)

To,
Department of Corporate Services
Listing Compliance
National Stock Exchange of India Limited
Exchange Plaza, 5th Floor,
Plot No.C/1, "G" Block,
Bandra Kurla Complex, Bandra (E),
Mumbai-400051.

Dated: 30.05.2023

Security ID: DIL

Dear Sir/ Madam,

Ref: Regulation 24A of SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015 read with SEBI Circular No: CIR/CFD/CMD1/27/2019 dated 8th February 2019.

Sub: Submission of Annual Secretarial Compliance Report as on 31st March 2023

With reference to the above cited subject, we are submitting herewith the Annual Secretarial Compliance Report for the financial year ended on 31st March 2022 issued by M/s. Payal Kotak & Associates, Practicing Company Secretaries (COP No: 20944).

We request you to kindly take the above-mentioned information on your record.

Thanking You.

For Debock Industries Limited
(Formerly known as Debock Sales And Marketing Limited)

Mukesh Manveer Singh

Digitally signed by Mukesh Manveer Singh

Mukesh Manveer Singh
Managing Director
DIN: 01765408

Secretarial Compliance Report of DEBOCK INDUSTRIES LIMITED for the financial year ended 31st March, 2023

I/~~We~~ have conducted the review of the compliance of the applicable statutory provisions and the adherence to good corporate practices by **M/s. DEBOCK INDUSTRIES LIMITED** (hereinafter referred as 'the listed entity'), having its Registered Office at 51, Lohiya Colony, 200ft Bye Pass Vaishali Nagar Jaipur RJ 302021. Secretarial Review was conducted in a manner that provided me/~~us~~ a reasonable basis for evaluating the corporate conducts/statutory compliances and to provide my/~~our~~ observations thereon.

Based on my/~~our~~ verification of the listed entity's books, papers, minutes books, forms and returns filed and other records maintained by the listed entity and also the information provided by the listed entity, its officers, agents and authorized representatives during the conduct of Secretarial Review, I/~~we~~ hereby report that the listed entity has, during the review period covering the financial year ended on 31st March, 2023 complied with thestatutory provisions listed hereunder in the manner and subject to the reporting made hereinafter :

I/~~We~~ Payal Kotak have examined:

(a) all the documents and records made available to us and explanation provided by **DEBOCK 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 report,

for the financial year ended 31st 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;

(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; **Not Applicable during the review period**

(e) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; **Not Applicable during the review period**

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(f) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021; **Not Applicable during the review period**

(g) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

(h) Securities and Exchange Board of India (Depository Participant) Regulations, 2018;

(i) Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021; **Not Applicable during the review period**

(j) Securities and Exchange Board of India (Investor Protection and Education Fund) Regulations, 2009 and circulars/guidelines issued thereunder;

and based on the above examination, I/~~We~~ hereby report that, during the Review Period:

I. (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)	Regulation/ CircularNo.	Deviations	Action Taken by	Type of Action	Details of Violation	Fine Amount	Obser-vations/ Remarks of the Practicing Compa ny Secretary	Manag ement Respon se	Remar ks
1	SDD Compliance Certificate	circular No. NSE/CML/2022/ 51, circular No. NSE/CML/2022/ 52 dated November 04, 2022, Circular No. NSE/CML/2023/ 09 dated January 25, 2023 and circular Ref No: NSE/CML/ 2023/21 dated March 16, 2023	There was delay in filing SDD certificate for 1 quarter i.e., Q3-31.12.2022	NIL	The Company submitted it late inadvertently.	As per the SEBI Circular NSE/CML/2 022/51, The SDD certificate for December quarter needs to be filed latest by 21st January, 2023, but the same was filed by 28th January, 2023.	-	There was delay in filing SDD certificate for 1 quarter i.e., Q3-31.12.2022	The Compan y submitte d it late inadverte ntly.	There was delay in filing of SDD certificate with the exchange for 1 quarter i.e December
2	Regulation 29	Regulation 29 of SEBI (Listing Obligations and Disclosure Requirement), 2015	Intimation of Board meeting for meeting dated 16th August, 2022 was not done	NSE	Penalty was levied	As per Regulation 29 of SEBI (Listing Obligations and Disclosure), 2015, the Intimation of Board Meeting for	11800	Intimation of Board meeting for meeting dated 16th August, 2022 was not done	Penalty was levied	The Company paid the penalty on 8th October, 2022

						Meeting dated 16th August, 2022 was not done				
3	Regulation 33	Regulation 33 of SEBI (Listing Obligations and Disclosure Requirement), 2015	The Unaudited Financial Results for the quarter ended 30th September, 2022 were not submitted on time i.e. as per Regulation 33 of SEBI (Listing Obligation and Disclosure Requirements), 2015 within 45 days from the end of the quarter	NSE	Penalty was levied	As per Regulation 29 of SEBI (Listing Obligations and Disclosure), 2015, Unaudited financial results to be submitted within 45 days of the end of the quarter but the same was done beyond 45 days of the quarter	5900	The Unaudited Financial Results for the quarter ended 30th September, 2022 were not submitted on time i.e. as per Regulation 33 of SEBI (Listing Obligation and Disclosure Requirements), 2015 within 45 days from the end of the quarter	Penalty was levied	The company adjusted the same against the excess amount paid earlier.
4	Regulation 17(1)	Regulation 17(1) of SEBI (Listing Obligation and Disclosure Requirement), 2015	The Composition of Board of Directors for the quarter ended 30th June, 2022 was not in proportion of Regulation 17(1) of SEBI (Listing Obligation and Requirement), 2015	NSE	Penalty was levied	The Composition of Board of Directors for the quarter ended 30th June, 2022 was not in proportion of Regulation 17(1) of SEBI (Listing Obligation and Requirement), 2015	536900	The Composition of Board of Directors for the quarter ended 30th June, 2022 was not in proportion of Regulation 17(1) of SEBI (Listing Obligation and Requirement), 2015	Penalty was levied	The Company paid the penalty on 12th October, 2022 and the composition of Board of Directors was rectified as Per Regulation 17(1) of SEBI(LODR), 2015

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(b) The listed entity has taken the following actions to comply with the observations made in previous reports:

Sr.	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	Regulation 33 of SEBI (LODR) Regulation, 2015	Regulation 33 of SEBI (LODR) Regulation, 2015	Non – submission of Financial Results for quarter ended June, 2021.	NSE	Penalty was levied	Non – submission of Financial Results for quarter ended June, 2021.	194700	Non – submission of Financial Results for quarter ended June, 2021. The SEs had, under regulation 33 of SEBI (LODR) Regulation, 2015 informed us, that the non-submission of the financial results within the period specified under the said regulations and imposed a penalty.	The Company paid the penalty.	The Company paid the penalty.

2	Regulation 34 of SEBI (LODR) Regulation, 2015	Regulation 34 of SEBI (LODR) Regulation, 2015	Non-submission of Annual Report for the year ended March, 2022 within 24 hours of dispatch.	NSE Stock Exchange	Penalty was levied	Non-submission of Annual Report for the year ended March, 2022 within 24 hours of dispatch.	7080	Non-submission of Annual Report for the year ended March, 2022 within 24 hours of dispatch, but the same was submitted beyond 24 hours.	The Company paid the penalty.	The Company paid the penalty.
3	Regulation 76 of SEBI (Depositories and Participants) Regulations, 2018	Regulation 76 of SEBI (Depositories and Participants) Regulations, 2018	Submission of RSCA Report in both XBRL and PDF form on or before 31st January, 2022 but XBRL was submitted on 22nd February, 2022, however PDF was submitted in due time	NSE	Penalty was levied	Submission of RSCA Report in both XBRL and PDF form on or before 31st January, 2022 but XBRL was submitted on 22nd February, 2022, however PDF was submitted in due time	21712 0	Submission of RSCA Report in both XBRL and PDF form on or before 31st January, 2022 but XBRL was submitted on 22nd February, 2022, however PDF was submitted in due time	The Company paid the penalty.	The Company paid the penalty.

II. Compliances related to resignation of statutory auditors from listed entities and their material subsidiaries as per SEBI Circular CIR/CFD/CMD1/114/2019 dated 18th October, 2019:

Sr. No.	Particulars	Compliance Status (Yes/No/ NA)	Observations/ Remarks by PCS*

1	**Compliances with the following conditions while appointing/re-appointing an auditor**		
	i. If the auditor has resigned within 45 days from the end of a quarter of a financial year, the auditor before such resignation, has issued the limited review/ audit report for such quarter; or ii. If the auditor has resigned after 45 days from the end of a quarter of a financial year, the auditor before such resignation, has issued the limited review/ audit report for such quarter as well as the next quarter; or iii. If the auditor has signed the limited review/ audit report for the first three quarters of a financial year, the auditor before such resignation, has issued the limited review/ audit report for the last quarter of such financial year as well as the audit report for such financial year.	**NA**	**There was no instance of resignation of the auditor during the review period.**
2	**Other conditions relating to resignation of statutory auditor**		
	i. Reporting of concerns by Auditor with respect to the listed entity/its material subsidiary to the Audit Committee: a. In case of any concern with the management of the listed entity/material subsidiary such as non-availability of information / non- cooperation by the management which has hampered the audit process, the auditor has approached the Chairman of the Audit Committee of the listed entity and the Audit Committee shall receive such concern directly and immediately without specifically waiting for the quarterly Audit Committee meetings. b. In case the auditor proposes to resign, all concerns with respect to the proposed resignation, along with relevant documents has been brought to the notice of the Audit Committee. In cases where the proposed resignation is due to non-receipt of information / explanation from the company, the auditor has informed the Audit Committee the details of information/ explanation sought and not provided by the management, as applicable. c. The Audit Committee / Board of Directors, as the case may be, deliberated on the matter on receipt of such information from the auditor relating to the proposal to resign as mentioned above and communicate its views to the management and the auditor. ii. Disclaimer in case of non-receipt of information: The auditor has provided an appropriate disclaimer in its audit report, which is in accordance with the Standards of Auditing as specified by ICAI / NFRA, in case where the listed entity/ its material subsidiary has not provided information as required by the auditor.	**NA**	**There was no instance of resignation of the auditor during the review period.**
3	The listed entity / its material subsidiary has obtained information from the Auditor upon resignation, in the format as specified in Annexure-A in SEBI Circular CIR/ CFD/CMD1/114/2019 dated 18th October, 2019.	**NA**	**There was no instance of resignation of the auditor during the review period.**

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III. I/~~we~~ hereby report that, during the review period the compliance status of the listed entity is appended as below:

Sr. No.	Particulars	Compliance Status (Yes/No/NA)	Observations/ Remarks by PCS*
1	**Secretarial Standards:** The compliances of the listed entity are in accordance with the applicable Secretarial Standards (SS) issued by the Institute of Company Secretaries of India (ICSI).	Yes	
2	**Adoption and timely updation of the Policies:** a. All applicable policies under SEBI Regulations are adopted with the approval of board of directors of the listed entities b. All the policies are in conformity with SEBI Regulations and have been reviewed & updated on time, as per the regulations/circulars/guideliness issued by SEBI	Yes	
3	**Maintenance and disclosures on Website:** a. The Listed entity is maintaining a functional website b. Timely dissemination of the documents/ information under a separate section on the website c. 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	Yes	
4	**Disqualification of Director:** None of the Director(s) of the Company is/ are disqualified under Section 164 of Companies Act, 2013as confirmed by the listed entity.	Yes	
5	**Details related to Subsidiaries of listed entities have been examined w.r.t.:** (a) Identification of material subsidiary companies (b) Disclosure requirement of material as well as other subsidiaries	Not Applicable	The Company does not have any 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	

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/during the financial year as prescribed in SEBI Regulations.	Yes	
8	**Related Party Transactions:** (a) The listed entity has obtained prior approval of Audit Committee for all related party transactions; or (b) The listed entity has provided detailed reasons along with confirmation whether the transactions were subsequently approved/ratified/rejected by the Audit Committee, in case no prior approval has been obtained.	A. Yes B. Not applicable	Since all the related party transactions were entered after obtaining prior approval of audit committee point (b) is not applicable
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	
10	**Prohibition of Insider Trading:** The listed entity is in compliance with Regulation 3(5) &3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015.	Yes	
11	**Actions taken by SEBI or Stock Exchange(s), if any :** No action(s) has been 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 except as provided under separate paragraph herein (**).	Yes	The Company has received notices including under SOP's issued by SEBI through various circulars and regulations. The same is mentioned in the above table.
12	**Additional Non-compliances, if any:** No additional non-compliance observed for any SEBI regulation/circular/guidance note etc.	Annexure A	

Annexure A

Following are the clarification letter provided by the Company during the period from 1st April, 2022 to 31st March 2023

1. Clarification letter dated 2nd September, 2022- Clarification regarding non-submission of prior intimation of Board meeting held on 13th August, 2022.

2. Clarification letter dated 19th October, 2022 – Clarification pertaining to submission of Corporate Governance Report for the Quarter ended 30th June, 2022, as the notice was received from NSE to rectify the composition of Board of Directors as per Regulation 17(1) of SEBI (Listing Obligation and Disclosure Requirement), 2015.

3. Clarification letter dated 28th December, 2022- Clarification under Regulation 23(9) of SEBI (LODR), Regulations, 2015 vide email dated 27th December, 2022 for period ended 30th September, 2022.

4. Clarification letter dated 7th February, 2023 – Clarification under Regulation 23(9) of SEBI (LODR), Regulations, 2015 vide email dated 7th February, 2023.

5. Clarification letter dated 7th February, 2023 – Clarification under Regulation 23(9) of SEBI (LODR), Regulations, 2015 vide email dated 7th February, 2023.

6. Clarification letter dated 17th February, 2023 – Seeking Clarification in submitting shareholding pattern as per Regulation 31(1)(b).

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Assumptions & Limitation of scope and Review:

1. Compliance of the applicable laws and ensuring the authenticity of documents and information furnished, are the responsibilities of the management of the listed entity.

2. Our responsibility is to report based upon our examination of relevant documents and information. This is neither an audit nor an expression of opinion.

3. We have not verified the correctness and appropriateness of financial Records and Books of Accounts of the listed entity.

4. This Report is solely for the intended purpose of compliance in terms of Regulation 24A (2) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and is neither an assurance as to the future viability of the listed entity nor of the efficacy or effectiveness with which the management hasconducted the affairs of the listed entity.

FOR PAYAL KOTAK & ASSOCIATES
PRACTICING COMPANY SECRETARIES

Payal Ashok Kotak

Digitally signed by Payal Ashok Kotak
Date: 2023.05.29 19:08:08 +05'30'

DATE: 29/05/2023
PLACE: Thane

Payal Kotak
Proprietor
Mem. No. 50018
COP No. 20944
UDIN: A050018E000414470
Peer Review No. 2554/2022

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