



Date: 30th May 2023

To,
Listing Compliances,
National Stock Exchange of India Ltd,
Exchange Plaza, C-1, Block G,
Bandra Kurla Complex,
Bandra East,
Mumbai – 400051,

Script Code: 524324

To,
Corporate Relationship Department,
BSE Ltd,
25th Floor, New Trading Ring,
Rotunda Building, PJ Towers,
Dalal Street, Fort,
Mumbai – 400 001,

Security Symbol: SEYAIND

Sub: Annual Secretarial Compliance Report

Dear Sir/Madam,

We are pleased to enclose the Annual Secretariat Compliance Report as required under Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, for the year ended 31st March 2023. This report has been issued by Mr. Subhash Purohit, Proprietor, M/s. Subhash Purohit & Associates.

We request you to take the same on record.

Thanking You,
For **Seya Industries Ltd,**

Manisha Solanki
Company Secretary



ADD: 242/43, 4TH FLOOR, PARASNATH JAIN NAGAR B.P. ROAD, NEAR MANGALMURTHY
HOSPITAL, BHAYANDAR (E), THANE-401105
E-mail: pessubhashpurohit01@gmail.com
REGN. NO.: S2021MH824400

Contact: 9167532966

Secretarial Compliance Report of SEYA INDUSTRIES LIMITED

(CIN: L99999MH1990PLC058499) for the financial year ended March 31, 2023

We M/s. **Subhash Purohit & Associates** have conducted the review of the compliance of the applicable statutory provisions and the adherence to good corporate practices by Seya Industries Limited (hereinafter referred as 'the listed entity'), having its Registered Office at T- 14, M.I.D.C. TARAPUR, BOISAR, DIST. PALGHAR MH 401506 IN Secretarial Review was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and to provide our observations thereon.

Based on 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, we hereby report that the listed entity has, during the review period covering the financial year ended on March 31, 2023 complied with the statutory provisions listed hereunder in the manner and subject to the reporting made hereinafter :

We M/s. **Subhash Purohit & Associates** 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 report, for the financial year ended March 31, 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;





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- (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 period under review**
- (e) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; - **Not Applicable during the period under review**
- (f) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021; - **Not applicable during the period under review**
- (g) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (h) (other regulations as applicable)

and circulars/ guidelines issued thereunder;

and based on the above examination, 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	Observations/Remarks of the Practising Company Secretary	Management Response	Remarks
1.	Submission of quarterly Financial Results within 45 days from the close of the quarter	Regulation 33 of Listing Regulations	submitted quarterly financial results for the quarter ended June 30, 2022 on November 14, 2022	NSE & BSE	Fine Levied	Delay in submission of Financial Results as per Regulation 33 of SEBI (LODR) for the quarter ended June 30, 2022	171,100 including GST	Company submitted quarterly financial results for the quarter ended June 30, 2022 on November 14, 2022		





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(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 Practising Company Secretary	Management Response	Remarks
1.	Submission of quarterly Financial Results within 45 days from the close of the quarter	Regulation 33	Delay in submission of Financial Results for the quarter ending June 30, 2021	NSE	Fine Levied	Delay in submission of Financial Results	171,100 including GST	Waiver Application filed	Company has filed waiver application as prescribed for penalties imposed	Waiver Application filed; response is awaited
2.	Submission of quarterly Financial Results within 45 days from the close of the quarter	Regulation 33	Delay in submission of Financial Results for the quarter ending September 30, 2021	NSE	Fine Levied	Delay in submission of Financial Results	171,100 including GST	Waiver Application filed	Company has filed waiver application as prescribed for penalties imposed	Waiver Application filed; response is awaited





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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)	Observation s/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	NA	
	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	NA	
	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.	Yes	
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:	NA	
	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.	NA	





III. 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: <ul style="list-style-type: none">• All applicable policies under SEBI Regulations are adopted with the approval of board of directors of the listed entities• All the policies are in conformity with SEBI Regulations and have been reviewed & updated on time, as per the regulations/circulars/guidelines issued by SEBI	Yes Yes	
3.	Maintenance and disclosures on Website: <ul style="list-style-type: none">• The Listed entity is maintaining a functional Website• Timely dissemination of the documents/ information under a separate section on the website• 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 Yes Yes	
4.	Disqualification of Director: None of the Director(s) of the Company is/ are disqualified under Section 164 of Companies Act, 2013 as 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	NA	
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.	Yes	
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.	<p>Prohibition of Insider Trading:</p> <p>The listed entity is in compliance with Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015.</p>	Yes	<p>Structured Digital Database (SDD) is maintained in Excel.</p> <p>Management Response: Due to the Company being under IBC and financial constrain, the company is not in position to purchase the high-cost software. Hence, the data base is currently maintained in Excel form. However, company shall endeavor to comply with the provisions in full at the earliest once it seems viable for the company</p>
11.	<p>Actions taken by SEBI or Stock Exchange(s), if any:</p> <p>SEBI has passed an Interim Order cum Show Cause Notice dated March 20, 2023 under the provisions of the SEBI Act, 1992, giving certain directions to the Company, Managing Director, Executive Directors and Chief Financial Officer of the Company as Notices therein</p> <p>Management Response:</p> <p>The Company has challenged the allegations and directions contained in the said Interim order cum show cause notice and filed an appeal in Securities Appellate Tribunal (SAT). Response of SAT is awaited</p>		
12.	<p>Additional Non-compliances, if any:</p> <p>No additional non-compliance observed for any SEBI regulation/circular/guidance note etc.</p>		





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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 has conducted the affairs of the listed entity.

Place: Thane

Signature:

Date: May 29th 2023



For M/s. Subhash Purohit & Associates

Subhash Jhavarilal Purohit (Sole Proprietor)

ACS No.: 36558, CP No.: 24861

UDIN: A036558E000410910

PR No.: 3353/2023