

Annual Secretarial Compliance Report of Prima Industries Limited**For the year ended 31st March 2022**

I, YOGINDUNATH S, Designated Partner of BVR & Associates Company Secretaries, LLP have examined:

- (a) all the documents and records made available to us and explanation provided by Prima Industries Limited ("the listed entity"),
- (b) the filings/ submissions made by the listed entity to the stock exchanges,
- (c) website of the listed entity, z
- (d) any other document/ filing, as may be relevant, which has been relied upon to make this certification, for the year ended March 2022 in respect of compliance with the provisions of :
 1. the Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued thereunder; and
 2. 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 (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- c) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- d) Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993;
- e) Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018; and based on the above examination, We hereby report that, during the Review Period:-



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- (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 wherein some delay of such compliance notices as follows:

Sr.No	Compliance Requirement (Regulations/ circulars/ guidelines including specific clause)	Deviations	Observations/ Remarks of the Practicing Company Secretary
1	Regulation 31 of SEBI (LODR)Regulations, 2015	Dematerialization of promoter shareholding is less than 100% during the Review Period.	98.24 % of the Total Promoter Shareholding of the Company has been Dematerialised and the balance 1.76 % of the promoter shareholding is in the process of such conversion as certified by the Management.
2	Regulation 33 of SEBI (LODR)Regulations, 2015	A delay of 7 (seven) days in filing the Consolidated Financial Result with Regulation 33 of SEBI(LODR) Regulations 2015 for quarter ended September 30, 2021	The company has received a notice dated 19 th November 2021 showing Non-compliance with the requirement pertaining to the submission of Consolidated Financial Results for the quarter ended September 30, 2021. The Company submitted the Consolidated Financial Results on 22nd November, 2021. In continuation to the Non-Compliance Notice, Company received another notice dated 14.12.2021 showing late compliance with fine. . Later the Company paid



Signature

			the requisite fine and complied with the concerned LODR regulation.
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- (b) The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued thereunder insofar as it appears from my/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	Levy of Fine	Late - Compliance of Regulation 33 of SEBI (LODR) Regulations, 2015.	Late compliance with Regulation 33 of SEBI (LODR) Regulations 2015 for quarter ended September 30, 2021.	The company has received a notice dated 19 th November 2021 showing Non-compliance with the requirement pertaining to the submission of Consolidated Financial Results for the quarter ended September 30, 2021. The Company submitted the Consolidated Financial Results on 22 nd November, 2021. In



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				continuation to the Non-Compliance Notice, Company received another notice dated 14.12.2021 showing late compliance with fine. . Later the Company paid the requisite fine and complied with the concerned LODR regulation.
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(d) The listed entity has received a notice on 18th January 2021 showing non-compliance with the requirement pertaining to the submission of Related Party Transactions on consolidated basis under regulation 23 (9) of SEBI (LODR) for the half year ended on 30th September, 2020 which is already mentioned in the previous report which they have regularised in this year under review.

For BVR & ASSOCIATES COMPANY SECRETARIES LLP

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Yogindunath S.

**DESIGNATED PARTNER
YOGINDUNATH S
FCS No: 7865
CP No: 9137**

**UDIN: F007865D000398255
PEER REVEIEW NO: P2010KE020500**

Place: Ernakulam

Date: 26.05.2022

