

P. Talesara & Associates

(Company Secretaries)

213, Anand Plaza, University Road, Udaipur - 313001(Raj.)
Tel. / Fax: 94141 58294, 2429624 (Email: tcsindya@gmail.com)

Ref. No. _____

Dated: 15.04.2024

Secretarial Compliance Report of

SAH POLYMERS LIMITED

Regd. Office: E-260-261 Mewar Industrial Area,
Madri Udaipur RJ 313003
for the year ended 31.03.2024

I, Pawan Talesara, Proprietor of M/S P. Talesara & Associates, Practicing Company Secretary holding COP No. 2674, have examined:

- (a) all the records and documents made available to us and explanation provided by **Sah Polymers Limited**, ("the listed entity"),
- (b) the filings/ submissions made by the listed entity to the stock exchanges,
- (c) website of the listed entity (www.sahpolymers.com)
- (d) any other document/ filing, as may be relevant, which has been relied upon to make this certification, for the year ended 31.03.2024("Review Period") in respect of compliance with the provisions of:

- (i) the Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued thereunder; and
- (ii) 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, including: -

- (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; **(Not applicable to the company during the review period)**
- (c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) (Amendment) Regulations, 2021;
- (d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; **(Not applicable to the company during the review period);**
- (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; **(Not applicable to the company during the review period);**
- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **(Not applicable to the company 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 company during the review period);**
- (h) Securities and Exchange Board of India (Prohibition of Insider Trading) (Amendment) Regulations, 2021
- (i) Securities and Exchange Board of India (Delisting of Equity Shares) (Amendment) Regulations, 2016; **(Not applicable to the company during the review period)**



(j) Securities and Exchange Board of India (Investor Protection and Education Fund) Regulations, 2009; **(Not applicable to the company during the review period)**

(k) Securities and Exchange Board of India (Depository Participant) Regulations, 2018; and circulars/ guidelines issued thereunder;

We hereby report that, during the Review Period the compliance status of the listed entity is appended below;

Sr. No.	Particulars	Compliance status (Yes/ No/ NA)	Observations/ Remarks by PCS*
1.	<u>Secretarial Standards:</u> The compliances of the listed entity are in accordance with the applicable Secretarial Standards (SS) issued by the Institute of Company Secretaries India (ICSI)	Yes	NA
2.	<u>Adoption and timely updation of the Policies:</u> -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 has been reviewed & timely updated as per the regulations/circulars/ guidelines issued by SEBI	Yes	NA
3.	<u>Maintenance and disclosures on Website:</u> -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	NA
4.	<u>Disqualification of Director:</u> None of the Director of the Company are disqualified under Section 164 of Companies Act, 2013	Yes	NA
5.	<u>To examine details related to Subsidiaries of listed entities:</u> (a) Identification of material subsidiary companies (b) Requirements with respect to disclosure of material as well as other subsidiaries	Yes Yes	NA NA
6	<u>Preservation of Documents:</u> The listed entity is preserving and maintaining records as prescribed under SEBI Regulations and disposal of records as	Yes	NA



	per Policy of Preservation of Documents and Archival policy prescribed under SEBI LODR Regulations, 2015.		
7	<u>Performance Evaluation:</u> The listed entity has conducted performance evaluation of the Board, Independent Directors and the Committees at the start of every financial year as prescribed in SEBI Regulations	Yes	NA
8	<u>Related Party Transactions:</u> (a) The listed entity has obtained prior approval of Audit Committee for all Related party transactions (b) In case no prior approval obtained, the listed entity shall provide detailed reasons along with confirmation whether the transactions were subsequently approved/ratified/rejected by the Audit committee	Yes NA	NA NA
9	<u>Disclosure of events or information:</u> 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	NA
10	<u>Prohibition of Insider Trading:</u> The listed entity is in compliance with Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015, i.e. compliance with requirement of maintaining Structured Digital Database	Yes	NA
11.	<u>Actions taken by SEBI or Stock Exchange(s), if any:</u> Any Actions 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	Yes	During the financial year 2023-24, National Stock Exchange India Limited (NSE) and Bombay Stock Exchange (BSE) had issued notices regarding delayed compliance of regulation 27(2) of SEBI (LODR) Regulation 2015, for 2 days delay in filling of Corporate Governance Report and imposed a fine of Rs. 4720/- (i.e. Rs.4000 +18% GST) for each. The Company has paid the same.
12	<u>Resignation of statutory auditors from the listed entity or its material subsidiaries:</u> In case of resignation of statutory auditor from the listed entity or any of its material subsidiaries during the financial year, the listed entity and / or its material subsidiary(is) has / have complied with paragraph 6.1 and 6.2 of section V-D of chapter V of the Master Circular	NA	NA



	on compliance with the provisions of the LODR Regulations by listed entities		
13	Additional non-compliances, if any: Additional non-compliance observed for all SEBI regulation/ circular/guidance note etc.	No	NA

The listed entity has complied with the provisions of the above Regulations and circulars/ guidelines issued thereunder, except in respect of matters specified below: –

S . N .	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	Submission of quarterly Corporate Governance Report.	Reg. 27(2) of SEBI (LODR) Regulation 2015.	NA	NSE	Impose Fine	Delay in submission of corporate governance (CG) report for the quarter ended on 30 September, 2023	Rs 4000/- Fee plus 18% GST Total amount of Rs.4720/-	Delay in Filing of CG report by Company due to certain technical issues regards to Validation of XBRL file, However Company has filled the same and paid the amount levied.	Due to certain technical issue while generating xml File company faced validation error for long time during XBRL filing. The Company had submitted the report after resolving the issue in 2 days and also paid the amount of fine levied.	NA
2	Submission of quarterly Corporate Governance	Reg. 27(2) of SEBI (LODR) Regulation 2015.	NA	BSE	Impose Fine	Delay submission in filling of corporate governa	Rs 4000/- Fee plus 18% GST	Delay in Filing of CG report by Company due to certain	Due to certain technical issue while generating xml	NA



nce Report.					nce (CG) report for the quarter ended on 30 September, 2023	Total amount of Rs.4720/-	technical issues regards to Validation of XBRL file, However Company has filled the same and paid the amount levied.	File company faced validation error for long time during XBRL filing. The Company had submitted the report after resolving the issue in 2 days and also paid the amount of fine levied.
-------------	--	--	--	--	---	---------------------------	--	---

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 Practicing Company Secretary	Management Response	Remarks
	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA

Place: Udaipur (Raj.)
Date: 15.04.2024



For P. Talesara & Associates
Company Secretaries

P. Talesara

Pawan Talesara
Proprietor

FCS No.: 8096, C P No.: 2674
UDIN: F008096F000130966