

29th May, 2024
GIL/2024-25/058

To,

The BSE Limited Phiroze Jeejeebhoy Towers Dalal Street Mumbai- 400 001 Fax No.: 022-22721919 Scrip Code- 533282	The Listing Department The National Stock Exchange of India Ltd. Exchange Plaza, C-1, Block G, Bandra- Kurla Complex Bandra(east), Mumbai- 400 051 Fax No.: 022-2659 8120 Company Code- GRAVITA
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Sub: Annual Secretarial Compliance Report for the Financial Year 2023-24.

Dear Sir/Madam,

Pursuant to Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, read along with SEBI circular no. CIR/CFD/CMD1/27/2019 dated February 08, 2019, please find enclosed herewith the Annual Secretarial Compliance Report dated 28th May, 2024 for the Financial Year 2023-24 as issued by M/s. Pinchaa & Co., Practicing Company Secretary.

Kindly take the above on record and oblige.

Yours Faithfully,
For **Gravita India Limited**

Nitin Gupta
(Company Secretary)
FCS:9984

Encl.: As Above

Regd. Office:

'SAURABH', Chittora Road, Diggi-Malpura Road
Tehsil: Phagi, JAIPUR- 303 904, Raj. (INDIA)
Phone: +91-141-2623266, 2622697 FAX : +91-141-2621491
Email: companysecretary@gravitaindia.com



To,
The Board of Directors
GRAVITA INDIA LIMITED
'Saurabh', Harsulia Mod,P.O.
Harsulia, Diggi-Malpura
Road, Phagi, Rajasthan-303904

Reg: Annual Secretarial Compliance Report for the Financial Year ended 31st March, 2024

Sir/ Madam,

We have been engaged by **Gravita India Limited** (hereinafter referred to as 'the Company') whose equity shares are listed on National Stock Exchange of India Limited and BSE Limited to conduct an audit in terms of Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended from time to time and to issue the Annual Secretarial Compliance Report thereon.

It is the responsibility of the management of the Company to maintain records, devise proper systems to ensure compliance with provisions of all applicable SEBI Regulations and circulars/ guidelines issued thereunder from time to time and to ensure that the systems are adequate and are operating effectively.

Our responsibility is to verify compliances by the Company with the provisions of all applicable SEBI Regulations and circulars/ guidelines issued there under from time to time and issue a report thereon.

Our audit was conducted in accordance with Guidance Note on Annual Secretarial Compliance Report issued by the Institute of Company Secretaries of India and in a manner which involved such examinations and verifications as considered necessary and adequate for the said purpose. Annual Secretarial Compliance Report is enclosed.

For Pinchaa & Co.

Company Secretaries

Firm's U.C.N. P2016RJ051800

Firm's PR Certificate No. 832/2020

**AKSHIT KUMAR
JANGID**

Digitally signed by AKSHIT
KUMAR JANGID
Date: 2024.05.28 19:18:00 +05'30'

Akshit Kr. Jangid

Partner

M. No. : 11285

C. P. No.:16300

Dated: 28.05.2024

Place: Jaipur

Encl: A/a



**SECRETARIAL COMPLIANCE REPORT OF GRAVITA INDIA LIMITED
FOR THE YEAR ENDED 31ST MARCH, 2024**

I, Akshit Kr. Jangid, Partner of M/s. Pinchaa & Co. have examined:

- (a) all the documents and records made available to us and explanation provided by **Gravita India 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, 2024 ("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 (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- (c) The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
- (d) The Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018;
- (e) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (f) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;

(Note: The aforesaid list of SEBI Regulations is only the list of regulations which were applicable to the listed entity for the review period.)

and based on the above examination, I 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 except in respect of matters specified below: -

Sr. No.	Compliance Requirement (Regulations /	Regulation/ Circular No	Deviations	Action Taken by	Type of Action (Advisor y/ Clarificat	Details of Violation	Fine Amount	Observations/ Remarks of the Practicin	Management Response	Remarks
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circulars/ guidelines including specific clause)					ion/ Fine/Sho w Cause Notice/ Warning , etc)			g Compan y Secretar y		
NIL										

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

Sr. No.	Observations/ Remarks of the Practicing Company Secretary in the previous reports (PCS)	Observations made in the secretarial compliance report for the year ended....(the years are to be mentioned)	Compliance requirement (Regulations/circulars/guidelines including specific clause)	Details of Violation/defaults and actions taken/penalty imposed, if any, on the listed entity	Remedial actions, if any taken by the listed entity	Comments of the PCS on the actions taken by the listed entity
1.	Delay in submission of the Disclosure under Regulation 23 (9) of SEBI (LODR) Regulations, 2015	For financial year ended 31st March 2023.	Submission of disclosure under regulation 23 (9) within the prescribed time lines under SEBI (LODR) Regulations, 2015	Delay in filing of Disclosure by 14 days from the due date Fine of Rs. 70,000+ GST) was imposed by NSE and BSE both.	As informed by the listed entity, it has paid the fine levied by Stock Exchanges.	Actions taken by the listed entity are satisfactory
2.	Delay in submission of disclosure under Regulation 30 of SEBI (LODR) Regulations, 2015	For financial year ended 31st March 2023.	Submission of disclosure under Regulation 30 within the prescribed time lines under SEBI (LODR) Regulations, 2015	Delay in filing of Disclosure by 4 days No fine was imposed	As informed by the listed entity, the delay in submission was inadvertent and unintentional. Further there is no such delay in current reporting period.	Actions taken by the listed entity are satisfactory



I. I hereby report that, during the review period the compliance status of the listed entity with the following requirements:

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	
2.	<u>Adoption and timely updation of the Policies:</u> <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	
3.	<u>Maintenance and disclosures on Website:</u> <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	
4.	<u>Disqualification of Director(s):</u> None of the Director(s) of the listed entity is/are disqualified under Section 164 of Companies Act, 2013 as confirmed by the listed entity.	Yes	
5.	<u>Details related to Subsidiaries of listed entities have been examined w.r.t.:</u> <ul style="list-style-type: none">a) Identification of material subsidiary companiesb) Disclosure requirement of material as well as other subsidiaries	Yes	
6.	<u>Preservation of Documents:</u> As per the confirmations given by the listed entity and on our test check basis, it 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.	<u>Performance Evaluation:</u>	Yes	



	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.		
8.	Related Party Transactions: a) The listed entity has obtained prior approval of Audit Committee for all related party transactions; b) In case no prior approval has been obtained, the listed entity has provided detailed reasons along with confirmation whether the transactions were subsequently approved/ratified/rejected by the Audit Committee.	Yes N.A	The Company has obtained prior approval of the Audit Committee for all Related Party Transactions.
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 (or) The actions taken against the listed entity/ its promoters/ directors/ subsidiaries either by SEBI or by Stock Exchanges are specified in the last column.	N.A.	No action(s) has been taken against the listed entity/ its promoters/ directors/ subsidiaries either by SEBI or by Stock Exchanges
12.	Resignation of statutory auditors from the listed entity or its material subsidiaries: 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(ies) has / have complied with paragraph 6.1 and 6.2 of section V-D of chapter V of the Master Circular on compliance with the provisions of the LODR Regulations by listed entities.	N.A.	There was no resignation of the statutory Auditor during the Audit period under Review.
13.	Additional Non-compliances, if any: No additional non-compliance observed for any SEBI	N.A.	No non-compliance observed for any SEBI



	regulation/circular/guidance note etc. except as reported above		regulation/circular/guidance note etc.
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**Observations/Remarks by PCS are mandatory if the compliance status is provided as 'No' or 'NA'*

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.*

For **Pinchaa & Co.**

Company Secretaries

Firm's U.C.N. P2016RJ051800

Firm's PR Certificate No. 832/2020

AKSHIT KUMAR
JANGID

Digitally signed by AKSHIT
KUMAR JANGID
Date: 2024.05.28 19:18:16 +05'30'

Akshit Kr. Jangid

Partner

M. No. : 11285

C. P. No.:16300

Dated: 28.05.2024

Place: Jaipur

UDIN: F011285F000473439