

piccadily

Date: 22/04/2023

To,
The Manager,
BSE Limited
25th Floor,
Pheroze Jeejebhoy Towers,
Dalal Street, Mumbai - 400001.

Subject: Secretarial Compliance Report for the financial year ended 31st March, 2023.

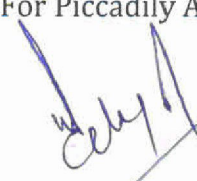

Scrip Code: 530305

Dear Sir/Madam,

Pursuant to Regulation 24A of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI circular no. CIR/CFD/CMD1/27/2019 dated 8th February, 2019, We are enclosing herewith Annual Secretarial Compliance Report dated 22.04.2023 issued by Sh. Prince Chadha (M. No: ACS-A32856) (CP No: 12409), Secretarial Auditor of the Company for the financial year ended on 31st March, 2023.

We request you to kindly take the same on your record & acknowledge.

Thanking You,
Yours Faithfully,
For Piccadily Agro Industries Limited



Niraj Kumar Sehgal
Company Secretary & Compliance officer
A-8019

Piccadily Agro Industries Ltd.

CIN No. : L01115HR1994PLC032244

Registered Office : Village Bhadson, Umri - Indri Road, Teh. Indri, Distt. Karnal, Haryana-134109 (India).

Corresp. Address : # 304, Sector 9-D, Chandigarh-160009 Ph. : 0172-4660993

Website : www.picagro.com **Email :** piccadilygroup34@rediffmail.com



PRINCE CHADHA
B.COM., C.S.

P. Chadha & Associates
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Chandigarh – 160036

(M) 75086-35880, e-mail : prince.chadha88@gmail.com

SECRETARIAL COMPLIANCE REPORT OF PICCADILY AGRO INDUSTRIES LIMITED

CIN: L01115HR1994PLC032244

Regd. Office : VILL BHADSON, UMRI-INDRI ROAD TEH.INDRI, DIST.KARNAL KARNAL HR 132109 IN
[As per the regulation 24(A) of SEBI (LODR) Regulations, 2015 as amended from time to time]

I, Prince Chadha prop. of M/s. P Chadha and Associates, Practicing Company Secretary (CP No: 12409, M.No. 32856), have examined:

- (a) all the documents and records made available to us and explanation provided by PICCADILY AGRO INDUSTRIES LIMITED
- (b) the filings/ submissions made by the listed entity to the stock exchanges,
- (c) website of the Company,
- (d) any other document/ filing, as may be relevant, which has been relied upon to make this certification,

for the year ended 31st March, 2023 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 year under review;
- (e) Securities and Exchange Board of India (Share based employee benefits and Sweat Equity) Regulations, 2021; Not Applicable during the year under review;
- (f) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021; Not Applicable during the year under review;
- (g) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (h) Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018;

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

Sr. No.	Particulars	Compliance Status (Yes/NO/NA)	Observations/ Remarks by PCS
01	<p><u>Secretarial Standards:</u></p> <ul style="list-style-type: none"> 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	
02	<p><u>Adoption and timely updation of the Policies:</u></p> <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 	YES	

	<ul style="list-style-type: none"> 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	
3	<p><u>Maintenance and disclosures on Website:</u></p> <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	<p><u>Disqualification of Director:</u></p> <p>None of the Director of the Company are disqualified under Section 164 of Companies Act, 2013</p>	YES	
5	<p><u>To examine details related to Subsidiaries of listed entities:</u></p> <p>a. Identification of material subsidiary companies</p>	N.A	The Listed entity is not having any material subsidiary however the listed entity

	b. Requirements with respect to disclosure of material as well as other subsidiaries	YES	having 2 wholly owned subsidiary companies namely Six Trees Drinks Private Limited and Portavadie Distillers and Blenders Limited
6	<p><u>Preservation of Documents:</u></p> <p>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.</p>	YES	
7	<p><u>Performance Evaluation:</u></p> <p>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.</p>	YES	
8	<p><u>Related Party Transactions:</u></p> <p>a. The listed entity has obtained prior approval of Audit Committee for all Related party transactions.</p> <p>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.</p>	YES N.A	All RPT Taken Prior Approval
9	<p><u>Disclosure of events or information:</u></p> <p>The listed entity has provided all the required disclosure(s) under</p>	YES	

	Regulation 30 along with Schedule III of SEBI LODR Regulations, 2015 within the time limits prescribed thereunder		
10	<p><u>Prohibition of Insider Trading:</u></p> <p>The listed entity is in compliance with Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015</p>	YES	
11	<p><u>Actions taken by SEBI or Stock Exchange(s), if any:</u></p> <p>No 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</p>	YES	No Actions taken against the listed entity/its promoters/ directors/ subsidiaries either by SEBI or by BSE under SEBI Regulations and circulars/ guidelines issued thereunder during the year under review.
12	<p><u>Additional Non-compliances, if any:</u></p> <p>No any additional non-compliance observed for all SEBI regulation/circular/guidance note etc.</p>	YES	No additional non-compliance was observed for any SEBI regulation/circular/guidance note etc. during the year under review.

The Additional disclosures of Annual Secretarial Compliance Report as below:-

(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	Regulation /Circular No.	Deviations	Action Taken by	Type of Action	Detail s of Violation	Fine Amount	Observations/Re mark s of the Practicing Company Secretary	Management Response	Remarks
.....Not Applicable.....										

(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	Regulation /Circular No.	Deviations	Action Taken by	Type of Action	Detail s of Violation	Fine Amount	Observations/Re mark s of the Practicing Company Secretary	Management Response	Remarks
.....Not Applicable.....										

For P. Chadha & Associates
Company Secretaries

Prince Chadha Digitally signed by Prince Chadha
Date: 2023.04.22 15:33:33
+05'30'

(Prince Chadha)

Prop.

M.No. : A32856

CP No. : 12409

Peer Review Certificate No. 1671/2022

UDIN: **A032856E000171071**

Date: 22.04.2023

Place: Chandigarh