

Registered Office 'Turner Morrison Building' 6 Lyons Range, 1st Floor Kolkata - 700001, INDIA Phone : +91 33 2231 0055 / 56 E-mail : info.steels@manaksiasteels.com Website : www.manaksiasteels.com

Date: 08.05.2024

Sec/Steels/010/FY 2024-25

The Secretary BSE Limited New Trading Wing, Rotunda Building, PJ Tower, Dalal Street, Mumbai- 400001 Scrip Code: 539044 The Manager National Stock Exchange of India Limited Exchange Plaza, C-1, Block "G" 5th floor, Bandra Kurla Complex, Bandra East, Mumbai- 400051 SYMBOL: MANAKSTEEL

Dear Sir/Madam,

Sub: Annual Secretarial Compliance Report

Please find enclosed the Annual Secretarial Compliance Report of Manaksia Steels Limited, dated 7th May, 2024 for the year ended 31st March, 2024, certified by Bajaj Todi & Associates, Practising Company Secretaries.

This Report has been issued pursuant to Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. CIR/CFD/CMD1/27/2019 dated February 8, 2019.

This is for your information and record.

Thanking you,

Yours faithfully,

For Manaksia Steels Limited

Ajay Sharma Company Secretary



Encl: As above



A PRODUCT OF MANAKSIA STEELS LTD.



Practising Company Secretaries

225D, A. J. C. Bose Road Kolkata -700020, West Bengal, India Tel: +91 33 22809045 Email: ps@bajajtodi.in

SECRETARIAL COMPLIANCE REPORT

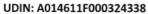
[Pursuant to Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No. CIR/CFD/CMD1/27/2019 dated February 08, 2019]

Secretarial Compliance Report of Manaksia Steels Limited for the financial year ended 31st March 2024

I, Priti Todi, Partner of Bajaj Todi & Associates, Practising Company Secretaries have examined:

- a) all the documents and records made available to us and explanation provided by Manaksia Steels Limited ("the listed entity"),
- b) the filings/ submissions made by the listed entity to the stock exchanges,
- c) website of the listed entity,
- any other document(s)/ filing(s), as may be relevant, which has been relied upon to make this certification, for the year ended 31st March 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");
- A. The specific Regulations, whose provisions and the circulars/guidelines issued thereunder, have been examined, include: -

Sr No	Regulation	Applicability during the period under review (Yes/No)		
a.	Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015	Yes		
b.	Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018	No		
C.	Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011	Yes		
d.	Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018	No		
e.	Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021	No		
f.	Securities and Exchange Board of India (Issue and Listing of Non- Convertible Securities) Regulations, 2021	No		
g.	Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015	Yes		
h.	Securities and Exchange Board of India (Depository and Participants) Regulations, 2018	Yes		
i.	The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2021	No		
j.	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	Yes		





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and circulars/ guidelines issued thereunder;

B. I/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 India (ICSI), as notified by the Central Government under section 118(10) of the Companies Act, 2013 and mandatorily applicable.	YES	
2.	 Adoption and timely updation of the Policies: 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.	 Maintenance and disclosures on Website: 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.	Disqualification of Director: None of the Director(s) of the Company is/are disqualified under Section 164 of Companies Act, 2013as confirmed by the listed entity.	YES	
5.	 Details related to Subsidiaries of listed entities have been examined w.r.t.: Identification of material subsidiary companies Disclosure requirement of material as well as other subsidiaries 	YES	
	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	
	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	

UDIN: A014611F000324338



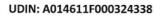
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		Tel: +91 33 22809045 Email: ps@ba				
Sr. No.	Particulars	Compliance Status (Yes/No/NA)	Observations /Remarks by PCS*			
8.	 Related Party Transactions: The listed entity has obtained prior approval of Audit Committee for all related party transactions; or 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.	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 except as provided underseparate paragraph herein (**).	NA	No action has been taken during the year under review.			
12.	Additional Non-compliances, if any: No additional non-compliance observed for any SEBI regulation/circular/guidance note etc.	NA	None observed during the year under review.			

Compliances related to resignation of statutory auditors from listed entities and their material subsidiaries as perSEBI Circular CIR/CFD/CMD1/114/2019 dated 18th October, 2019:

Sr. No.	Particulars	Compliance Status (Yes/No/NA)	Observations /Remarks by PCS*			
1.	Compliances with the following conditions while appointing	g/re-appointing	g/re-appointing an auditor			
	 If the auditor has resigned within 45 days from the end of a quarter of a financial year, the auditorbefore such resignation, has issued the limited review/ audit report for such quarter; or If the auditor has resigned after 45 days from theend 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	There was no resignation by the auditors for the year under review.			
	iii. If the auditor has signed the limited review/ audit					

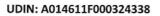




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			225D, A. J. C. I
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	report for the first three quarters of a financial year,	101: +91 33	22809045 Email: ps@b
	the auditor before such resignation, has issued the		
	limited review/ audit report for the lastquarter of		
	such financial year as well as the auditreport for such		
	financial year.		
2			
	i. Reporting of concerns by Auditor with respect to the		
	listed entity/its material subsidiary to the Audit		
	Committee:		
	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		There was no
	Audit Committee shall receive such concern		resignation by the
	directly and immediately without specifically	NA	auditors for the
	waiting for the quarterly Audit Committee		year under review.
	meetings.		
	b) In case the auditor proposes to resign, all		
	concerns with respect to the proposed		
	resignation, along with relevant documents has		
	been brought to the notice of the Audit		
	Committee. In cases where the proposed		
	resignation is due to non-receipt of		
	information/explanation from the company, the		
	auditor has informed the Audit Committee the		
	details of information/explanation sought and not		
	provided by the management, as applicable.		
	c) The Audit Committee/Board of Directors, as the		
	case may be, deliberated on the matter on receipt		8
	of such information from the auditor relating to the		
	proposal to resign as mentioned above and		
	communicate its views to the management and		
	the auditor.		
	ii. Disclaimer in case of non-receipt of information:		
	The auditor has provided an appropriate	NA	There was no
	disclaimer in its audit report, which is in		resignation by the
	accordance with the Standards of Auditing as		auditors for the
	specified by ICAI/NFRA, in case where the listed		year under review.
	entity/its material subsidiary has not provided		
	information as required by the auditor.		
3.	The listed entity / its material subsidiary has obtained		There was no
	information from the Auditor upon resignation, in the		resignation by the
	format as specified in Annexure- A in SEBI Circular CIR/	NA	auditors for the
	CFD/CMD1/114/2019 dated 18 th October, 2019.		year under review.

(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:





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Sr.	Com-		Regu-	Deviations	Actio	Type of	Details	Fine	Obser-	Man-	Re-
No.	pliance		lation/		n	Action	of	Amount	vations/	age-	marks
	Require-		Circular		Taken		Violation		Remarks of	ment	
	ment		No.		by	Advisory/			the	Re-	
	(Regu-					Clarificatio			Practicing	sponse	
	lations/					n/			Company		
	circulars					Fine/Show			Secretary		
	/guide-					Cause					
	lines		1 a			Notice/					
	including					Warning,					
	specific					etc.					
	clause)					8					
	NA		NA	NA	NA	NA	NA	NA	NA	NA	NA

(*) There were no exceptions during the period under review.

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

Sr.	Com-	Regu-	Deviations	Action	Type of	Details of	Fine	Obser-	Man-	Re-
No.	pliance	lation		Taken	Action	Violation	Amount	vations/	age-	marks
	Require-	/		by				Remarks	ment	
	ment	Circul			Advisory/		1	of the	Re-	
	(Regu-	arNo.			Clarificati			Practicing	sponse	
	lations/				on/			Company		
	circulars/				Fine/Sho			Secretary		
	guide-				w Cause					
	lines				Notice/					
	including				Warning,					
	specific				etc.					
	clause)									
	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA

(*) There were no observations whatsoever in the previous reports.

There was no observation in the report for the year ended 31st March, 2023.

For Bajaj Todi & Associates

(Priti Todi) Partner C.P. No.: 7270, ACS: 14611

Place: KOLKATA Date: 07-05-2024



UDIN: A014611F000324338