

# SACHETA METALS LTD

(GOVT. RECOGNISED EXPORT HOUSE)

MFRR & EXPORTER OF ALU & ST. STEEL KITCHENWARE CUTLERY & HOUSEWARE ITEMS

REGD. OFFICE: BLOCK NO. 33, SACHETA UDYOG NAGAR, VILLAGE MAHIYAL, TALOD, SABARKANTHA, PRANTIJ,  
GUJARAT,383215

CORPO. OFF: SEJ PLAZA BLDG, 502/5TH FLOOR, MARVE ROAD, NEAR NUTAN SCHOOL, MALAD WEST, MUMBAI-  
400064, MAHARASHTRA

TEL NO: 00 91 22 28725948 /

E-MAIL: [sacheta@sacheta.com](mailto:sacheta@sacheta.com), WEB SITE: [www.sacheta.com](http://www.sacheta.com)

CIN NO. L51100GJ1990PLC013784

Date: 23.05.2024

To  
The Department of Corporate Affairs,  
Bombay Stock Exchange Limited,  
P J Towers, Dalal Street  
Mumbai

**Sub: Submission of Annual Secretarial Compliance report for the year ended 31st  
March, 2024.**

**Ref.: Company Code No. 531869**

Dear Sir,

With respect to the captioned subject please find herewith the Annual Secretarial Compliance report for the year ended 31st March, 2024 of the company as per Regulation 24A of SEBI (LODR) Regulations 2015.

Please take into your records.

Thanking You,

Yours faithfully,

**For Sacheta Metals Limited**

**Pranav S. Shah**  
**Executive Director**  
**DIN:06949685**



# JAYMEEN TRIVEDI AND ASSOCIATES

Company Secretaries & Trademark Agent

B-1011, Sivanta One Business Park,

Nr. Paldi Cross Roads, Paldi,

Ahmedabad - 380007

(M) +91-9328222069 - (O)+91-79-27542504

email - jtrivedi86@gmail.com

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**Secretarial Compliance Report of SACHETA METALS LIMITED**  
**for the financial year ended 31st March, 2024**

**To,**

**SACHETA METALS LIMITED**

Block No. 33, Sacheta Udyog Nagar,

Village Mahiyal, Talod, Sabarkantha,

Prantij, 383215 Gujarat.

I Jaymeen Trivedi proprietor of M/s. Jaymeen Trivedi & Associates, Practicing Company Secretary have examined:

- (a) all the documents and records made available to us and explanation provided by **SACHETA METALS LIMITED (CIN: L51100GJ1990PLC013784)** ("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 certification,

for the 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;



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- (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 to the listed entity during the Review Period)**
  - (e) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; **(Not Applicable to the listed entity during the Review Period)**
  - (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **(Not Applicable to the listed entity during the Review Period)**
  - (g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021; **(Not Applicable to the listed entity during the Review Period)**
  - (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

and circulars/ guidelines issued thereunder;

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:



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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
1	Regulation 160(f) of SEBI (ICDR) Regulations, 2018	Regulation 160(f) of SEBI (ICDR) Regulations, 2018 - Preferential Issue	Non-compliance of Regulation 160(f) of SEBI (ICDR) Regulations, 2018	BSE	Clarification	As per Regulation 160(f) of SEBI (ICDR) Regulations, 2018 company needs to submit the application seeking in-principal approval to the stock exchange on the same when the notice has been sent. And the company has sent	-	The company has applied for Condonation of Delay for non-compliance of Regulation 160 (f) of SEBI (ICDR) Regulations, 2018 to SEBI and the application has been approved vide its letter dated	The company has applied for Condonation of Delay for non-compliance of Regulation 160 (f) of SEBI (ICDR) Regulations, 2018 and the	



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						the notice on 12.04.2023 and application submitted on 18.04.2023.		SEBI/HO/CFD/RAC-DIL1/P/O W/2023/33100/1 dated 17.08.2023	application has been approved vide its letter dated SEBI/HO/CFD/RAC - DIL1/P/OW/2023/33100/1 dated 17.08.2023	
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(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 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



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1	Regulation 19(1)/19(2) of SEBI (LODR) Regulations, 2015 pertaining to Corporate Governance	Regulation 19(1)/19(2) of SEBI (LODR) Regulations, 2015	Non-compliance of 19(1)/19(2)	BSE	Fine	Non-compliance with the constitution of nomination and remuneration committee	92040/-	As per the clarification given by the company regarding compliance of Regulation 19(1)/19(2) of SEBI (LODR) Regulations 2015 and submitted revised Corporate Governance Report for the quarter ended 30th September, 2022 and request to waive the penalty levied by the Exchange.	Company has given the clarification regarding compliance of Regulation 19(1)/19(2) of SEBI (LODR) Regulations 2015 and submitted revised Corporate Governance Report for the quarter ended 30th September, 2022 and request to waive the penalty
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- I. I/we 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.	<b>Secretarial Standards:</b> 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.	<b>Adoption and timely updation of the Policies:</b> <ul style="list-style-type: none"><li>All applicable policies under SEBI Regulations are adopted with the approval of board of directors of the listed entities</li><li>All the policies are in conformity with SEBI Regulations and have been reviewed &amp; updated on time, as per the regulations/circulars/guidelines issued by SEBI</li></ul>	Yes  Yes	-





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3.	<b>Maintenance and disclosures on Website:</b> <ul style="list-style-type: none"><li>• The Listed entity is maintaining a functional website.</li><li>• Timely dissemination of the documents/ information under a separate section on the website.</li><li>• 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.</li></ul>	Yes  Yes  Yes	-
4.	<b>Disqualification of Director:</b> <p>None of the Director(s) of the Company is/ are disqualified under Section 164 of Companies Act, 2013 as confirmed by the listed entity.</p>	Yes	-
5.	<b>Details related to Subsidiaries of listed entities have been examined w.r.t.:</b> <ul style="list-style-type: none"><li>a) Identification of material subsidiary companies</li><li>b) Disclosure requirement of material as well as other subsidiaries</li></ul>	NA	The company does not have Material Subsidiary Company
6.	<b>Preservation of Documents:</b> <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	-





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7.	<b>Performance Evaluation:</b> 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	-
8.	<b>Related Party Transactions:</b> (a) The listed entity has obtained prior approval of Audit Committee for all related party transactions; or  (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  Yes	All related party transactions were entered after obtaining approval of the Audit Committee
9.	<b>Disclosure of events or information:</b> 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.	<b>Prohibition of Insider Trading:</b> The listed entity is in compliance with Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015.	Yes	-



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11.	<p><b>Actions taken by SEBI or Stock Exchange(s), if any:</b></p> <p>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)</p> <p>The actions taken against the listed entity/ its promoters/ directors/ subsidiaries either by SEBI or by Stock Exchanges are specified in the last column.</p>	Yes	No action has been taken
12.	<p><b>Resignation of statutory auditors from the listed entity or its material subsidiaries:</b></p> <p>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.</p>	NA	As there is no such event of resignation of the Statutory Auditors during the period under review.
13.	<p><b>Additional Non-compliances, if any:</b></p> <p>No additional non-compliance observed for any SEBI regulation/circular/guidance note etc.</p> <p>[No other non-compliance except mentioned above in table (a)].</p>	Yes	



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## **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.

**Disclaimer:** We have conducted the assignment by examining the Secretarial Records and other records etc., which are maintained at the Registered office of the company situated at TALOD, Village: PRANTIJ.

**Place: Ahmedabad**

**Date: 22.05.2024**

For, JAYMEEN TRIVEDI & ASSOCIATES,  
Company Secretaries



**Jaymeen Trivedi**  
Proprietor

FCS No.: 9137

C P No.:10035

UDIN: F009137F000422869

PR Certificate No : 2936/2023