



Date: 14th May, 2024

To,
Corporate Relations Department
BSE Limited
2nd floor, P.J. Tower,
Dalal Street,
Mumbai – 400 001
Company Code: 532888

To
Corporate Relations Department
National Stock Exchange of India Limited
Exchange Plaza, Plot No. C/1, G-Block
Bandra Kurla Complex, Bandra (E),
Mumbai- 400 051
Company Code: ASIANTILES

Dear Sir/ Madam,

Subject: Annual Secretarial Compliance Report for the year ended 31st March, 2024

Pursuant to Regulation 24A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with the applicable Circulars issued by the Securities and Exchange Board of India, BSE Limited and National Stock Exchange of India Limited, from time to time, please enclosed herewith Annual Secretarial Compliance Report for the year ended 31st March, 2024, issued by M/s RPAP & Co., Practicing Company Secretaries, Ahmedabad.

You are requested to kindly take on your record.

Thanking You.

Yours truly,

For Asian Granito India Limited

Dhruvi Trivedi
Company Secretary and Compliance Officer

Encl: As above

Regd. & Corp. Office:
202, Dev Arc, Opp. Iskcon Temple,
S. G. Highway, Ahmedabad - 380 015
Gujarat (INDIA)
Tel : +91 79 66125500/698
E : info@aglasiangranito.com
W : www.aglasiangranito.com
CIN : L17110GJ1995PLC027025

TILES | MARBLE | QUARTZ | BATHWARE



Asian Granito India Ltd.

RPAP & Co.

Company Secretaries

**104 Ashwamegh Avenue Nr. Mithakhali Underbridge,
Navrangpura, Ahmedabad - 380 009.**

Phone: (O) 26440731 Mobile: 98797 92252

Email: rpap@csrajeshparekh.in

Secretarial Compliance Report of Asian Granito India Limited (CIN: L17110GJ1995PLC027025) for the year ended March 31, 2024

We have conducted the review of the compliance of the applicable statutory provisions and the adherence to good corporate practices by **Asian Granito India Limited** (hereinafter referred as 'the listed entity'), having its Registered Office at 202, Dev Arc, Opp. Iskon Temple, Ahmedabad 380015. Secretarial Review was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

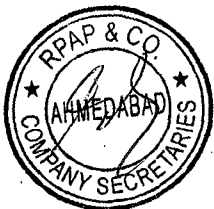
Based on our verification of the listed entity's books, papers, minutes books, forms and returns filed and other records maintained by the listed entity and also the information provided by the listed entity, its officers, agents and authorized representatives during the conduct of Secretarial Review, we hereby report that in our opinion, the listed entity has, during the review period covering the financial year ended on 31st March, 2024, complied with the statutory provisions listed hereunder and also that the listed entity has proper Board processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

In terms of SEBI Circular No. CIR/CFD/CMD1/27/2019 Dated 8th February, 2019 read with BSE Circular Dated 16th March, 2023 and NSE Circular Ref No: NSE/CML/ 2023/30 Dated 10th April, 2023, we RPAP & Co. have examined:

- (a) all the documents and records made available to us and explanation provided by Asian Granito India Limited "the listed entity" CIN: L17110GJ1995PLC027025 and having its Registered Office at 202, Dev Arc, Opp. Iskon Temple, S. G. Highway, Ahmedabad 380015,
- (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:

- 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, 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 reporting period

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

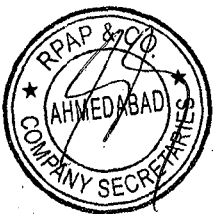
The Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018; and the circulars/ guidelines issued thereunder and based on the above examination, we hereby report that, during the Review period:

I.

- 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 specific clause) | Regulation / Circular No | Deviations | Action Taken by | Type of Action | Details of Violations | Fine Amount | Observations / Remarks of the Practicing Company Secretary | Management Response | Remarks |
|-----------------------|---|--------------------------|------------|-----------------|----------------|-----------------------|-------------|--|---------------------|---------|
| NOT APPLICABLE | | | | | | | | | | |

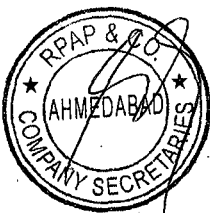
- b) The listed entity has taken the following actions to comply with the observations made in previous reports:



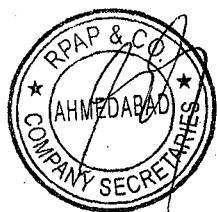
| Sr No | Observations / Remarks of the Practicing Company Secretary in the Previous reports | Observations made in the Secretarial Compliance report for the year ended | Compliance Requirements | Details of violation / deviations and actions taken / penalty imposed, if any, on the listed entity | Remedial actions, if any | Comments of the Practicing Company Secretary on the actions taken by the listed entity |
|-----------------------|--|---|-------------------------|---|--------------------------|--|
| NOT APPLICABLE | | | | | | |

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

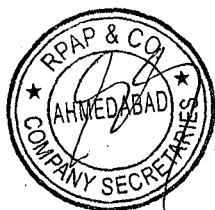
| Sr No. | Particulars | Compliance Status (Yes / No/ NA) | Observations / Remarks by PCS |
|--------|--|----------------------------------|-------------------------------|
| 1 | <p>Secretarial Standards:</p> <p>The compliances of the listed entity are in accordance with the applicable Secretarial Standards (SS) issued by the Institute of Company Secretaries India (ICSI).</p> | Yes | |
| 2 | <p>Adoption and timely updation of the Policies:</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 • 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 | <p>Maintenance and disclosures on Website:</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 | Yes Yes | |



| | | | |
|---|--|----------------|---|
| | 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 | Yes | None of the Directors of the Company is disqualified u/s 164 of the Companies Act, 2013 |
| 5 | To examine details related to Subsidiaries of listed entities: (a) Identification of material subsidiary companies (b) Disclosure requirement of material as well as other subsidiaries | Yes Yes | |
| 6 | 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 | |
| 7 | 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 | |
| 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 obtained, the listed entity shall provide detailed reasons along with confirmation whether the transactions were subsequently | Yes NA | Prior Approval for all the Related Party Transactions |



| | | | |
|----|---|-----|--|
| | approved/ratified/rejected by the Audit Committee. | | were obtained from Audit Committee. |
| 9 | <p>Disclosure of events or information:</p> <p>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.</p> | Yes | |
| 10 | <p>Prohibition of Insider Trading:</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>Actions taken by SEBI or Stock Exchange(s), if any:</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.</p> | NA | No action(s) has been taken against the listed entity/ its promoters/ directors/ subsidiaries either by SEBI or by Stock Exchanges |
| 12 | <p>Resignation of statutory auditors from the listed entity or its material subsidiaries:</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 | |
| 13 | <p>Additional Non-compliances, if any:</p> <p>No additional non-compliance observed for any SEBI regulation/circular/guidance note etc.</p> | NA | No additional non-compliance was observed |



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 certify 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 RPAP & CO.
Company Secretaries**




**Rajesh Parekh
Partner**

Mem. No.: 8073

COP No.: 2939

Peer review no.: 4025/2023

UDIN: A008073F000356951

Date: 13-05-2024

Place: Ahmedabad