

*MR & Associates*  
Company Secretaries  
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SECRETARIAL COMPLIANCE REPORT  
OF  
SHALIMAR WIRES INDUSTRIES LIMITED  
FOR THE FINANCIAL YEAR ENDED ON 31ST MARCH, 2021  
[Pursuant to Circular No. CIR/CFD/CMD 1/27/2019 dated 08/02/2019 issued by  
Securities and Exchange Board of India]

To,  
The Members,  
Shalimar Wires Industries Limited  
25, Ganesh Chandra Avenue,  
Kolkata 700013

We have examined:

- (a) all the documents and records made available to us and explanation provided by M/s. **Shalimar Wires Industries 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 certification, for the year ended on 31st March, 2021("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:-



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- (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; - **Not Applicable for the period under review**
- (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 for the period under review**
- (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014; - **Not Applicable for the period under review**
- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; - **Not Applicable for the period under review**
- (g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013; -**Not Applicable for the period under review**
- (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015
- (i) Securities and Exchange Board of India (Depository and Participants) Regulations, 2018
- (j) The Securities and Exchange Board of India (Delisting of Equity Shares) Regulations, 2016;

Based on the above examination, and considering the various relaxations granted, from time to time, by the Securities and Exchange Board of India and the Ministry of Corporate Affairs, in view of spread of COVID-19 pandemic, We 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/ circulars / guidelines including specific clause)	Deviations	Observations/ Remarks of the Practicing Company Secretary
1.	Few Regulation of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015	Few Intimations delayed due to pandemic of Covid 2019.	The Company shall take utmost care in future. The Fines in respect has been waived by the Stock Exchanges due to pandemic of Covid-2019.

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2.	Regulation 23(9) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015	Disclosure of related party transaction for 30 <sup>th</sup> September, 2020	The Company had not complied with the same for half year ended 30.09.2020.
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(b) The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued thereunder insofar as it appears from my/our examination of those records.

(c) The following are the details of actions taken against the listed entity/ its promoters/ directors/ material subsidiaries either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under the aforesaid Acts/ Regulations and circulars/ guidelines issued thereunder:

Sr. No.	Action taken by	Details of violation	Details of action taken E.g. fines, warning letter, debarment, etc.	Observations/ remarks of the Practicing Company Secretary, if any.
1.	BSE Limited vide email dated May,27 2021	Regulation 31 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 –Delay in submission of shareholding pattern for the quarter ended March 2021	Fine imposed.	The Company has applied for waiver of fine to the Stock Exchanges and the same is awaited
2.	BSE limited vide email dated september,9 2020	Regulation 13(3), 27(2) & 31 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 - late / non compliance with provisions for March year ended March 2020	Fine imposed.	The Company has applied to Stock Exchange for waiver of fine and the same has been approved.
3.	BSE Limited e mail dated 18 January, 2021	Non-Compliance with the provisions of Regulations 23(9) of SEBI(LODR) Regulations,2015 for 30 <sup>th</sup> September, 2020	Fine imposed	The Comply has applied for waiver of the same on 28.01.2021.



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

Sr. No.	Observations of the Practicing Company Secretary in the previous reports	Observations made in the secretarial compliance report for the year ended 31 <sup>st</sup> March, 2020	Actions taken by the listed entity, if any	Comments of the Practicing Company secretary on the actions taken by the listed entity
1.	Few Intimations made delayed under Regulation 30 (read with Schedule III) & 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015	Few Intimations made delayed under Regulation 30 (read with Schedule III) & 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015	The Company shall take utmost care in future.	The Company has taken care in the same.

(e) The listed entity had suitably modified the terms of appointment of statutory auditors in terms of Para 6(A) and 6(B) of the SEBI Circular CIR/CFD/CMD1/114/2019 dated October 18, 2019.

(f) As stated by the Company, the disclosure of related party transactions under Regulation 23(9) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 is not required as there being no such major transactions during first half of the financial year.

(g) The trading window is closed for designated employee and closed relatives from the end of every quarter till 48 hours after the declaration of financial results pursuant to Schedule B (point 4) of SEBI (Prohibition of Insider Trading) Regulations 2015.

Place : Kolkata  
Date : 28.06.2021



For M R & Associates  
Company Secretaries

*Tanvee*

Partner  
[Tanvee]

ACS No: A34974

C P No.: 13573

UDIN : A034974C000527171

*Note : The COVID-19 outbreak was declared as a global pandemic by the World Health Organization. On March 24, 2020, the Indian government announced a strict 21-day lockdown which was further extended across the country to contain the spread of the virus. Due to COVID-19 pandemic impact, the documents were obtained through electronic mode and verified with requirements. It is further stated that due to the pandemic situation cause by COVID-19, few intimations to Stock Exchanges under relevant SEBI Regulations other than those reported above were done, which were within the extension period granted by such regulatory authorities.*