

Secretarial compliance report of Prakash Steelage Limited for the Financial Year ended March 31, 2021

{Pursuant to regulation 3(b) of the SEBI Circular No. CIR/CFD/CMD1/27/2019 dated February 08,2019 under the SEBI (Listing Obligations & Disclosure Requirements) Regulations,2015}

We, M/s. S. Anantha & Ved LLP, Company Secretaries, Mumbai have examined:

- (a) all the documents and records made available to us and explanation provided by **Prakash Steelage Limited** having CINL27106MH1991PLC061595(the “**listed entity**”);
- (b) the filings/ submissions made by the listed entity to the stock exchanges;
- (c) website of the listed entity (website address: <https://www.prakashsteelage.com>);
- (d) any other document/ filing, as may be relevant, which has been relied upon to make this certification;

for the Financial Year ended March 31, 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:-

- (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*duringthe Financial Year 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*duringthe Financial Year under review);

- (e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014(*Not Applicable*during the Financial Year under review);
- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 (*Not Applicable*during the Financial Year under review);
- (g) Securities and Exchange Board of India(Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations,2013(*Not Applicable*during the Financial Year 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;
and circulars/ guidelines issued thereunder;

and based on the above examination, 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
		NIL	

- 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. There were No 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 thereunderin so far as it appears from our examination of those records.

However, during the review period, the Company had received an e-mails from SEBI on August 11, 2020; November 11, 2020 and, December 29, 2020 in continuation to the investigation in the matter of the suspected Insider Trading activities of certain entities in the scrip of the Company, in respect of which the Company submitted its reply through e-mail on August 11, 2020; November 24, 2020 and December 29, 2020 respectively. Subsequently, there is no further communication from SEBI in this regard.

- 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 st March, 2020	Actions taken by the entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
1.	Delay submission of Compliance Certificate as per Regulation 7(3) of SEBI (LODR) for the half year ended March 31,2020	Delay submission of Compliance Certificate as per Regulation 7(3) of SEBI (LODR) for the half year ended March 31,2020	<p>The last date of submission of the Compliance Certificate for the half year ended March 31, 2020 was May 31, 2020.</p> <p>However, the Company has filed the Compliance Certificate On June 05, 2020 with the Stock Exchanges.</p>	The delay was due to Covid-19 Pandemic,

	Prior approval from the members of the Company in terms of Regulation 23 of SEBI LODR 2015 is not availed with respect to material related party transactions entered by the Company with related party(ies), during Financial Year 2019-20.	Due to Covid-19,Pandemic, theNotes on audited Related Party Transactions information was received after 30 th June, 2020, hence the observation was not reported in the previous report (SCR)	The Company proposed to avail the approval in the ensuing Annual General Meeting to be held on or before 30 th September, 2021.	Will update on obtaining the approval from Members
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**For S. Anantha & Ved LLP
Company Secretaries**




Sachin Sharma
Designated Partner
Membership No.: A46900
CP No.: 20423
UDIN: A046900C000546597
Place: Jodhpur
Date: 30th June, 2021