



E.I.D. - Parry (India) Limited

Regd.Office : Dare House, 234,N.S.C. Bose Road, Parrys Corner, Chennai 600 001, India.

Tel : 91.44.25306789 Fax : 91.44.25341609 / 25340858

CIN : L24211TN1975PLC006989

Website : www.eidparry.com

May 30, 2023

National Stock Exchange of India Ltd
Exchange Plaza, 5th Floor
Plot No. C/1, G Block
Bandra-Kurla Complex
Bandra (E), Mumbai 400 051
Scrip Code: EIDPARRY

BSE Limited
1st Floor
New Trading Ring, Rotunda Building
P J Towers, Dalal Street Fort
Mumbai 400 001
Scrip Code No: 500125

Dear Sir/Madam,

Sub: Annual Secretarial Compliance Report for the Financial year ended March 31, 2023.

Pursuant to Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 please find enclosed the Annual Secretarial Compliance Report, issued by the Practicing Company Secretary, for the year ended March 31, 2023.

Kindly take the above information on record.

Yours faithfully

For E.I.D. - PARRY (INDIA) LIMITED

**Biswa Mohan Rath
Company Secretary**

Encl: a/a



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**SECRETARIAL COMPLIANCE REPORT OF E.I.D.-PARRY (INDIA) LIMITED FOR THE
YEAR ENDED 31ST MARCH 2023**

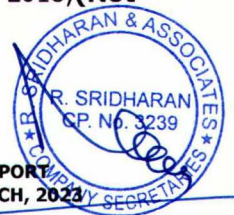
ISIN: INE126A01031

We, **R.SRIDHARAN & ASSOCIATES, Company Secretaries** have examined:

- a) All the documents and records made available to us and explanation provided by **E.I.D.-PARRY (INDIA) LIMITED (CIN: L24211TN1975PLC006989)** (herein after referred as "**The listed entity**") having its Registered office at "**Dare House**", **Parrys Corner, Chennai- 600001**.
- b) the filings/ submissions made by the listed entity to the stock exchanges,
- c) website of the listed entity (website address:www.eidparry.com)
- d) any other document/ filing, as may be relevant, which has been relied upon to make this certification, for the year ended **31st March 2023** 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 there under; and
 - b) the Securities Contracts (Regulation) Act, 1956 ("SCRA"), rules made there under and the Regulations, circulars, guidelines issued there under by the Securities and Exchange Board of India ("SEBI");

The specific Regulations, whose provisions and the circulars/ guidelines issued there under, have been examined, including:-

- a) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 as amended ("Listing Regulations");
- b) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- c) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- d) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; (**Not applicable during the year under review**)
- e) Securities and Exchange Board of India (Buy-back of Securities) Regulations, 2018; (**Not applicable during the year under review**)





- f) The Employee Stock Option Plan, 2016 approved under the Securities Exchange Board of India (Share Based Employee Benefits) Regulations, 2014) and the Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;
- g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021; **(Not applicable during the year under review)**
- h) Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client; **(Not applicable during the year under review)**
- i) Securities and Exchange Board of India (Depositories and Participants) Regulations, 2018;
- and circulars/ guidelines issued there under;

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 there under except the following:-

Sr. No	Compliance Requirement (Regulations/circulars/ guidelines including specific clauses)	Regulation/ Circular No.	Deviations	Action Taken by	Type of Action	Details of violation	Fine Amount	Observation s/ Remarks of the Practicing Company Secretary	Management Response	Remarks
1.	The listed entity shall first disclose to stock exchange(s) of all events or information as soon as reasonably possible and not later than twenty four hours from the occurrence of event or information	Regulation 30(6) read with Clause 7 of Para A, Part A, Schedule III of SEBI Listing Regulations.	Mr. V. Manickam (DIN: 00179715), Independent Director had retired on close of business hours on 29 th July, 2022 but the intimation to the stock exchange was filed on 1 st August, 2022.	-	-	-	-	Delayed disclosure of retirement of Director	As informed by the listed entity, due precautions will be taken to avoid such delay in the future.	-
2.	The listed entity shall give notice in advance of atleast seven working days (excluding the date of intimation and the record date) to the recognised stock exchange(s) of the record date or of as many days as the stock exchange(s) may agree to or require specifying the purpose of the record date.	Regulation 60(2) of SEBI Listing Regulations.	The Company had fixed the record date on April 09, 2021 for the payment of annual interest and redemption of principal amount, which was due on April 27 2021 and The days intervening between the intimation date and record date was six working days.	BSE Limited (BSE)	Fine	Delayed submission of intimation of record date.	Rs. 23,600	The Stock Exchanges had on 28 th September, 2022 levied a fine for the said violation. The Company has requested for a waiver of the fine. The final order is awaited.	Due to COVID 19 pandemic the Company faced difficulty disruption in communication and coordination among employees. The Company has gone for a waiver.	





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

S. 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 Practising Company Secretary	Management Response	Remarks
1.	Proceedings of the Annual General Meeting (AGM) shall be disclosed to the Stock Exchanges within 24 hours from the conclusion of the meeting.	Regulation 30 (6) – Point 13 of Para A Part A of Schedule III of the SEBI Listing Regulations.-	The Proceedings of the 46 th AGM held on 16 th September, 2021 was not filed within 24 hours from the conclusion of the AGM.	-	-	-	-	This was a one-time delay in Compliance. No Action is required to be taken by the Company.	As informed by the listed entity, due precautions will be taken to avoid such delay in the future.	-
2.	Regulation 31(1)(b) - Holding of specified securities and shareholding pattern of the SEBI (LODR) Regulations, 2015. –The listed entity shall submit to the stock exchange(s) a statement showing holding of securities and shareholding pattern separately for each class of securities, in the format specified by the Board from time to time on a quarterly basis, within twenty one days from the end of each quarter.	Regulation 31(1)(b)SEBI Listing Regulations	The shareholding pattern submitted for the quarter ended December 2021 had not disclosed the details of the pledge of 12,50,000 shares created on November 29, 2021 by the promoter Ms. A A Alagammai (Ms. A A Alagammai & Ms. Lakshmi Ramaswamy holds on behalf of the Lakshmi Ramaswamy Family Trust)	-	-	-	-	The Company has voluntarily found out that it had inadvertently missed out to mention the pledge details while filing the shareholding pattern for the quarter ended December 2021 and hence the Company on its own conscience after obtaining the approval of NSE and BSE filed the revised Shareholding Pattern for the same on 12 th April 2022.	As informed by the listed entity, due precautions will be taken to avoid such instances in future.	-
3.	Regulation 27 (2)(a)– Other corporate governance requirements - “The listed entity shall submit a compliance report on Corporate	Regulation 27 (2)(a) of SEBI Listing Regulations.	The Risk management committee meeting held on 7 th February 2022 was not disclosed in corporate governance report filed for the quarter	-	-	-	-	The Company has held the Risk Management Committee meeting on February 7, 2022. The Company has received a	As informed by the listed entity, due precautions will be taken to avoid such instances in future.	-





Governance in the format as specified by the Board from time to time to the recognised stock exchanges within 21 days from the end of each quarter of the SEBI (LODR) Regulations, 2015."		ended 31 st March, 2022.					mail from the exchange on May 5, 2022 seeking clarification from the company and the same was appropriately replied by the company stating that the company had duly conducted two Risk Management Committee meetings during the FY 2021-22 on August 11, 2021 and February 7, 2022 respectively.		
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We further affirm the compliance status with respect to the specific provisions by the listed entity as mentioned below:

Sr. No.	Particulars	Compliance Status (Yes/No/NA)	Observations/ Remarks by PCS
1.	<p><u>Secretarial Standards</u></p> <p>The compliances of the listed entity are in accordance with the applicable Secretarial Standards (SS) viz., Secretarial Standard on Meetings of the Board of Directors and General Meetings 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.</p>	YES	-
2.	<p><u>Adoption and timely updation of the Policies</u></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 entity. All the policies are in conformity with SEBI Regulations and has been reviewed & timely updated as per the regulations/ circulars/guidelines issued by 	YES YES	- -





	SEBI.		
3.	<p><u>Maintenance and disclosures on Website</u></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 corporate governance reports under Regulation 27 (2) are accurate and specific which redirects to the relevant document(s)/ section of the website. 	<p>YES</p> <p>YES</p> <p>YES</p>	-
4.	<p><u>Disqualification of Director</u></p> <p>None of the Directors of the Company are disqualified under Section 164 of Companies Act, 2013.</p>	YES	-
5.	<p><u>Details related to Subsidiaries of listed entities</u></p> <ul style="list-style-type: none"> Identification of material subsidiary companies. Requirements with respect to disclosure of material as well as other subsidiaries. 	<p>NOT APPLICABLE</p> <p>YES</p>	The Listed Entity does not have a Material Subsidiary Company.
6.	<p><u>Preservation of Documents</u></p> <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	-
7.	<p><u>Performance Evaluation</u></p> <p>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.</p>	YES	-
8.	<p><u>Related Party Transactions</u></p> <ul style="list-style-type: none"> The listed entity has obtained prior approval of Audit Committee for all Related party transactions. (or) In case no prior approval 	YES	-





	obtained, the listed entity shall provide detailed reasons along with confirmation whether the transactions were subsequently approved/ratified/rejected by the Audit committee.	NOT APPLICABLE	All Related party Transactions were entered into after obtaining prior approval of audit Committee.
9.	<u>Disclosure of events or information</u> 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.	NO	Kindly refer to the Table above
10.	<u>Prohibition of Insider Trading</u> The listed entity is in compliance with Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015.	YES	-
11.	<u>Actions taken by SEBI or Stock Exchange(s), if any</u> No Actions 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.	NO	Kindly refer to the table above
12.	<u>Additional Non-compliances, if any</u> No additional non-compliance observed for all SEBI regulation/circular/guidance note etc.	YES	-

**FOR R.SRIDHARAN & ASSOCIATES
COMPANY SECRETARIES**



CS R.SRIDHARAN
C P NO.3239
FCS NO.4775
PR.NO.657/2020
UIN: S2003TN063400
UDIN: F004775E000417451

PLACE : CHENNAI
DATE :30.05.2023