Recapture the spirit of Kerala

SDF INDUSTRIES LTD

OUR GUIDING ROTARY TEST :

1. Is it the TRUTH ? | 2. Is it FAIR to all concerned ? | 3. Does it promote GOOD WILL and BETTER FRIENDSHIP ? | 4. Will it be BENEFICIAL to all concerned ?

SDFIL/RO/SE/25/21-22

30th June 2021

Listing Department
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
MUMBAI-400 001

Dear Sir,

Sub: Submission of Annual Secretarial Compliance Report for the Financial Year ended 2020-2021

Scrip Code: 507518

Pursuant to SEBI Circular No CIR/CFD/CMD1/27/2019 dated February 08, 2019, please find enclosed Annual Secretarial Compliance Report of the Company issued by M/s JMACS Associates, Practicing Company Secretaries, Coimbatore for the year ended on March 31, 2021.

You are therefore requested to take the above information on records.

Thanking You,
Yours Faithfully

For SDF Industries Limited

Anupama Radhakrishnan
Company Secretary & Compliance Officer

SDF INDUSTRIES LIMITED PALAKKAD

Registered Office & Mailing Address :
'SDF House', Panchayath Door No 13/610, Xanadu,
No 7, Sarayu Nagar, Chandranagar P.O, Palakkad,
Kerala - 678 007, Phone : (0491) 2572629
E-mail : sdfindustries@gmail.com, Website : www.sdfil.com
CIN : L15511KL1990PLC005674

Factory :
SDF Industrial Complex, 5/90, Pampadi,
Thiruvilwamala, Thrissur Dist.
Kerala - 680 597. INDIA.
Phone : (0488) 4282703, 704, 705.
E-mail : sdffactory@gmail.com

Scanned with CamScanner

V.S.SUBASH, M.Com, LL.B, F.C.S
PRACTISING COMPANY SECRETARY

No.~~51 (Old No. 100A)~~ 108, II Floor ~~1st Floor~~
Ramasamy Layout (DPF Street)
Pappanaickenpalayam
Coimbatore - 641 037
Mobile : 90034 32173
E-mail : vssubash@yahoo.com

Secretarial compliance report
of
M/s.SDF INDUSTRIES LIMITED
for the year ended 31st March, 2021.

I, V.S.SUBASH (FCS 3907/CP.No.2671),have examined:

(a) all the documents and records made available to us and explanation provided by M/s.SDF Industries Limited (CIN: L15511KL1990PLC005674)("the listed entity"),
(b) the filings/ submissions made by the listed entity to BSE Limited ("the stock exchange"),
(c) any other document / filing, as may be relevant, which has been relied upon to make this certification

for the year ended 31.03.2021("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 as applicable to the listed entity, 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 (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(Registrars to an issue and share Transfer Agents) Regulations, 1993;
(e) Securities and Exchange Board of India (Depositories and participants) Regulation, 2018; and
(f) 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 inrespect of matters specified below:

V.S. Subash
Company Secretary

Residence : 4A, Krishnathilagam, P.R.R. Nagar, Ist Street P.N. Pudur,
Coimbatore - 641 041. Phone : 0422 - 2450305

V.S.SUBASH, M.Com, LL.B, F.C.S
PRACTISING COMPANY SECRETARY

168 II Floor
No.~~51 (Old No. 100A)~~ ~~1st Floor~~
Ramasamy Layout (DPF Street)
Pappanaickenpalayam
Coimbatore - 641 037
Mobile : 90034 32173
E-mail : vssubash@yahoo.com

S.No	Compliance Requirement(Regulations/Circulars/Guidelines including specific clause)	Deviations	Observations/Remarks
1.	Regulation 31(2) of SEBI (Listing Obligations and disclosures Requirements) Regulations, 2015 requires 100% of the shareholding of Promoters & Promoters Group to be dematerialised form	6,58,000 Equity shares held by Promoters & Promoter Group held in Physical form as on 31.03.2021	Company has advised the Promoters & Promoter Group shareholder to dematerialise the shares and it was informed that the process has been initiated.
2.	Pursuant to Regulation 10 of SEBI (Listing Obligations and disclosures Requirements) Regulations, 2015, the reports, statements, documents, filings and any other information shall be filed with the recognised stock exchange(s) on the electronic platformas specified by the Board or the recognised stock exchange(s)	The Company has filed the reports, statements, documents, filings and other information required pursuant to Regulations 7(3), 13(3), 23(9), 29, 30, 33, 39(3), 40(9), 42, 47 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 through email instead of filing the same on the electronic platform provided through BSE Limited on its Listing Centre Portal.	The Company has stated that the since shares are suspended from trading on the BSE Limited the option of filing the reports, statements, documents, filings and other information required pursuant to Regulations 7(3), 13(3), 23(9), 29, 30, 33, 39(3), 40(9), 42, 47 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 has not been made available to the Company by BSE Limited. Hence, the Company has sent e-mails to BSE Limited containing the said documents within the prescribed time.

V.S. Subash Company Secretary

Residence : 4A, Krishnathilagam, P.R.R. Nagar, Ist Street P.N. Pudur,
Coimbatore - 641 041. Phone : 0422 - 2450305

V.S.SUBASH, M.Com, LL.B, F.C.S

PRACTISING COMPANY SECRETARY

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Coimbatore - 641 037

Mobile : 90034 32173

E-mail : vssubash@yahoo.com

3	Pursuant to Regulation 46 of SEBI (Listing Obligations and disclosures Requirements) Regulations, 2015, the isted entity shall disseminate the information as required under the said regulation under a separate section on its website.	The Company has not updated the information as required under Regulation 46 of SEBI (Listing Obligations and disclosures Requirements) Regulations, 2015 in its website	The Company Management informed me that they have instructed to website service providers to update the website, but due to adverse circumstance created by Covid-19 the service providers couldn't execute the update.

(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 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.
NIL				

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