

SACHETA METALS LTD

(GOVT. RECOGNISED EXPORT HOUSE)

MFRR & EXPORTER OF ALU & ST. STEEL KITCHENWARE CUTLERY & HOUSEWARE ITEMS

REGD. OFFICE: BLOCK NO 33 SACHETA UDYOGNAGAR VILL-MAHIYAL TAL-PRANTIJ SABARKANTHA GJ 383205 IN

CORPO. OFF: SAKSERIA INDL ESTATE, CHINCHOLI, S.V. ROAD. MALAD (WEST), MUMBAI: 400064

TEL NO: 00 91 22 28725948 /

E-MAIL: sacheta@sacheta.com, WEB SITE: www.sacheta.com

CIN NO. L51100GJ1990PLC013784

Date: 29.05.2023

To
The Department of Corporate Affairs,
Bombay Stock Exchange Limited,
P J Towers, Dalal Street
Mumbai

Sub: Submission of Annual Secretarial Compliance report for the year ended 31st March, 2023.

Ref.: Company Code No. 531869

Dear Sir,

With respect to the captioned subject please find herewith the Annual Secretarial Compliance report for the year ended 31st March, 2023 of the company as per Regulation 24A of SEBI (LODR) Regulations 2015.

Please take into your records.

Thanking You,

Yours faithfully,

For Sacheta Metals Limited

Pranav S. Shah
Executive Director
DIN:06949685



JAYMEEN TRIVEDI AND ASSOCIATES

Company Secretaries & Trademark Agent

B-1011, Sivanta One Business Park,

Nr. Paldi Cross Roads, Paldi,

Ahmedabad - 380007

(M) +91-9328222069 - (O)+91-79-27542504

email - jtrivedi86@gmail.com

**Secretarial Compliance Report of SACHETA METALS LIMITED for the financial year ended
31st March, 2023**

To,
SACHETA METALS LIMITED
BLOCK NO 33 SACHETA UDYOGNAGAR VILL-MAHIYAL
TAL-PRANTIJ SABARKANTHA GJ 383205
Gujarat.

I Jaymeen Trivedi proprietor of M/s. Jaymeen Trivedi & Associates, Practicing Company Secretary have examined:

- (a) all the documents and records made available to us and explanation provided by **SACHETA METALS LIMITED** (CIN: **L51100GJ1990PLC013784**) ("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 31st March, 2023 ("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;



JAYMEEN TRIVEDI AND ASSOCIATES

Company Secretaries & Trademark Agent

B-1011, Sivanta One Business Park,

Nr. Paldi Cross Roads, Paldi,

Ahmedabad - 380007

(M) +91-9328222069 - (O)+91-79-27542504

email - jtrivedi86@gmail.com

-
- (b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018; **(Not Applicable to the listed entity during the Review Period)***
 - (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 to the listed entity during the Review Period)**
 - (e) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; **(Not Applicable to the listed entity during the Review Period)**
 - (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; **(Not Applicable to the listed entity during the Review Period)**
 - (g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021; **(Not Applicable to the listed entity during the Review Period)**
 - (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
and circulars/ guidelines issued thereunder;

(Note: The aforesaid list of Regulations is only illustrative. The list of such SEBI Regulations, as may be relevant and applicable to the listed entity for the review period, shall be added.)

**Note: The Board has decided to raise the funds by way of Right Issue in their board meeting held on 18th May, 2022 but somehow the Board has withdrawn the proposal of raising of funds by way of Right Issue in the Board meeting held on 24th February, 2023 and choose the another way of raising of funds.*



JAYMEEN TRIVEDI AND ASSOCIATES

Company Secretaries & Trademark Agent

B-1011, Sivanta One Business Park,

Nr. Paldi Cross Roads, Paldi,

Ahmedabad - 380007

(M) +91-9328222069 - (O)+91-79-27542504

email - jtrivedi86@gmail.com

I 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.	Secretarial Standards: The compliances of the listed entity are in accordance with the applicable Secretarial Standards (SS) 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.	Yes	
2.	Adoption and timely updation of the Policies: • 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 Yes	
3.	Maintenance and disclosures on Website: • 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	Yes Yes Yes	



JAYMEEN TRIVEDI AND ASSOCIATES

Company Secretaries & Trademark Agent

B-1011, Sivanta One Business Park,

Nr. Paldi Cross Roads, Paldi,

Ahmedabad - 380007

(M) +91-9328222069 - (O)+91-79-27542504

email - jtrivedi86@gmail.com

	governancereports under Regulation 27(2) are accurate and specific which re- directs to the relevant document(s)/section of the website		
4.	Disqualification of Director: None of the Director(s) of the Company is/ are disqualified under Section 164 of Companies Act, 2013as confirmed by the listed entity.	Yes	
5.	Details related to Subsidiaries of listed entities have been examined w.r.t.: a) Identification of material subsidiary companies b) Disclosure requirement of material as well as other subsidiaries	NA	The company does not have Material Subsidiary Company



JAYMEEN TRIVEDI AND ASSOCIATES

Company Secretaries & Trademark Agent

B-1011, Sivanta One Business Park,

Nr. Paldi Cross Roads, Paldi,

Ahmedabad - 380007

(M) +91-9328222069 - (O)+91-79-27542504

email - jtrivedi86@gmail.com

Sr. No.	Particulars	Compliance Status (Yes/No/NA)	Observations /Remarks by PCS*
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; or b) The listed entity has provided detailed reasons along with confirmation whether the transactions were subsequently approved/ratified/rejected by the Audit Committee, in case no prior approval has been obtained.	Yes Yes	All related party transactions were entered after obtaining approval of the Audit Committee



JAYMEEN TRIVEDI AND ASSOCIATES

Company Secretaries & Trademark Agent

B-1011, Sivanta One Business Park,

Nr. Paldi Cross Roads, Paldi,

Ahmedabad - 380007

(M) +91-9328222069 - (O)+91-79-27542504

email - jtrivedi86@gmail.com

9.	Disclosure of events or information: 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.	Yes	
10.	Prohibition of Insider Trading: The listed entity is in compliance with Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015.	Yes	
11.	Actions taken by SEBI or Stock Exchange(s), if any: 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 except as provided under separate paragraph herein (**).	Yes	No action has been taken



JAYMEEN TRIVEDI AND ASSOCIATES

Company Secretaries & Trademark Agent

B-1011, Sivanta One Business Park,

Nr. Paldi Cross Roads, Paldi,

Ahmedabad - 380007

(M) +91-9328222069 - (O)+91-79-27542504

email - jtrivedi86@gmail.com

Sr. No.	Particulars	Compliance Status (Yes/No/NA)	Observations /Remarks by PCS*
12.	Additional Non-compliances, if any: No additional non-compliance observed for any SEBI regulation/circular/guidance note etc.	Yes	

Compliances related to resignation of statutory auditors from listed entities and their material subsidiaries as per SEBI Circular CIR/CFD/CMD1/114/2019 dated 18th October, 2019:

Sr. No.	Particulars	Compliance Status (Yes/No/NA)	Observations /Remarks by PCS*
1.	Compliances with the following conditions while appointing/re-appointing an auditor		
	i. If the auditor has resigned within 45 days from the end of a quarter of a financial year, the auditor before such resignation, has issued the limited review/ audit report for such quarter; or	NA	As there is no such event of resignation of the Statutory Auditors during the period under review.
	ii. If the auditor has resigned after 45 days from the end of a quarter of a financial year, the auditor before such resignation, has issued the limited review/ audit report for such quarter as well as the next quarter; or	NA	
	iii. If the auditor has signed the limited review/ audit report for the first three quarters of a financial year, the auditor before such resignation, has issued the limited review/ audit report for the last quarter of such financial year as well as the audit report for such financial year.	NA	



JAYMEEN TRIVEDI AND ASSOCIATES

Company Secretaries & Trademark Agent

B-1011, Sivanta One Business Park,

Nr. Paldi Cross Roads, Paldi,

Ahmedabad - 380007

(M) +91-9328222069 - (O)+91-79-27542504

email - jtrivedi86@gmail.com

2.	Other conditions relating to resignation of statutory auditor		
	i. Reporting of concerns by Auditor with respect to the listed entity/its material subsidiary to the Audit Committee: a. In case of any concern with the management of the listed entity/material subsidiary such as non-availability of information / non-cooperation by the management which has hampered the audit process, the auditor has approached the Chairman of the Audit Committee of the listed entity and the Audit Committee shall receive such concern directly and immediately without specifically waiting for the quarterly Audit Committee meetings.	NA	As there is no such event of resignation of the Statutory Auditors during the period under review.



JAYMEEN TRIVEDI AND ASSOCIATES

Company Secretaries & Trademark Agent

B-1011, Sivanta One Business Park,

Nr. Paldi Cross Roads, Paldi,

Ahmedabad - 380007

(M) +91-9328222069 - (O)+91-79-27542504

email - jtrivedi86@gmail.com

Sr. No.	Particulars	Compliance Status (Yes/No/NA)	Observations /Remarks by PCS*
	b. In case the auditor proposes to resign, all concerns with respect to the proposed resignation, along with relevant documents has been brought to the notice of the Audit Committee. In cases where the proposed resignation is due to non-receipt of information / explanation from the company, the auditor has informed the Audit Committee the details of information / explanation sought and not provided by the management, as applicable.	NA	
	c. The Audit Committee / Board of Directors, as the case may be, deliberated on the matter on receipt of such information from the auditor relating to the proposal to resign as mentioned above and communicate its views to the management and the auditor.	NA	
	ii. Disclaimer in case of non-receipt of information: The auditor has provided an appropriate disclaimer in its audit report, which is in accordance with the Standards of Auditing as specified by ICAI / NFRA, in case where the listed entity/ its material subsidiary has not provided information as required by the auditor.	NA	



JAYMEEN TRIVEDI AND ASSOCIATES

Company Secretaries & Trademark Agent

B-1011, Sivanta One Business Park,

Nr. Paldi Cross Roads, Paldi,

Ahmedabad - 380007

(M) +91-9328222069 - (O)+91-79-27542504

email - jtrivedi86@gmail.com

3.	The listed entity / its material subsidiary has obtained information from the Auditor upon resignation, in the format as specified in Annexure- A in SEBI Circular CIR/CFD/CMD1/114/2019 dated 18 th October, 2019.	NA	As there is no such event of resignation of the Statutory Auditors during the period under review.
----	--	----	--

*Observations /Remarks by PCS are mandatory if the Compliance status is provided as 'No' or 'NA'



JAYMEEN TRIVEDI AND ASSOCIATES

Company Secretaries & Trademark Agent

B-1011, Sivanta One Business Park,

Nr. Paldi Cross Roads, Paldi,

Ahmedabad - 380007

(M) +91-9328222069 - (O)+91-79-27542504

email - jtrivedi86@gmail.com

(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 Violation	Fine Amount	Observations/Remarks of the Practising Company Secretary	Management Response	Remarks
1	Regulation 19(1)/19(2) of SEBI (LODR) Regulations, 2015 pertaining to Corporate Governance	Regulation 19(1)/19(2) of SEBI (LODR) Regulations, 2015	Non-compliance of 19(1)/19(2)	BSE	Fine	Non-compliance with the constitution of nomination and remuneration committee	92040/-	As per the clarification given by the company regarding compliance of Regulation 19(1)/19(2) of SEBI (LODR) Regulations 2015	Company has given the clarification regarding compliance of Regulation 19(1)/19(2) of SEBI (LODR) Regula	-



JAYMEEN TRIVEDI AND ASSOCIATES

Company Secretaries & Trademark Agent

B-1011, Sivanta One Business Park,

Nr. Paldi Cross Roads, Paldi,

Ahmedabad - 380007

(M) +91-9328222069 - (O)+91-79-27542504

email - jtrivedi86@gmail.com

								and submitte d revised Corporat e Governan ce Report for the quarter ended 30th Septemb er, 2022 and request to waive the penalty levied by the Exchang e.	tions 2015 and submit ted revised Corpor ate Govern ance Report for the quarter ended 30th Septem ber, 2022 and request to waive the penalty levied by the Exchang e.	
--	--	--	--	--	--	--	--	--	--	--

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



JAYMEEN TRIVEDI AND ASSOCIATES

Company Secretaries & Trademark Agent

B-1011, Sivanta One Business Park,

Nr. Paldi Cross Roads, Paldi,

Ahmedabad - 380007

(M) +91-9328222069 - (O)+91-79-27542504

email - jtrivedi86@gmail.com

Sr. 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 Practicing Company Secretary	Management Response	Remarks
NIL										

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 report 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.



JAYMEEN TRIVEDI AND ASSOCIATES

Company Secretaries & Trademark Agent

B-1011, Sivanta One Business Park,

Nr. Paldi Cross Roads, Paldi,

Ahmedabad - 380007

(M) +91-9328222069 - (O)+91-79-27542504

email - jtrivedi86@gmail.com

Disclaimer: We have conducted the assignment by examining the Secretarial Records and other records etc., which are maintained at the Registered office of the company situated at TALOD, Village: PRANTIJ.

**For, JAYMEEN TRIVEDI & ASSOCIATES,
Company Secretaries**

Place: Ahmedabad

Date: 29.05.2023

Jaymeen Trivedi

Proprietor

FCS No.: 9137

C P No.:10035

UDIN: F009137E000404191

PR Certificate No : 2936/2023