

दि उड़ीसा मिनरलस् डेवलपमेंट कंपनी लिमिटेड  
(भारत सरकार का उद्यम)



THE ORISSA MINERALS DEVELOPMENT CO. LTD.  
(A Government of India Enterprise)

ଦି ଓଡ଼ିଶା ମିନେରାଲ୍ସ ଡେଭେଲପମେଣ୍ଟ କମ୍ପାନି ଲିମିଟେଡ୍  
(ଭାରତ ସରକାରଙ୍କ ସଂସ୍ଥା)

Ref no: BSE, NSE & CSE/OMDC/CS/05-2025/01  
Dated: 29.05.2025

To The Compliance Department Department of Corporate Services Bombay Stock Exchange Ltd 1 <sup>st</sup> Floor, PhiozeJee, Jeebhoy Towers Bombay SamacharMarg Mumbai – 400001 <b>Scrip Code : 590086</b>	To The Compliance Department National Stock Exchange of India Limited Exchange Plaza, Plot No. C/1, Block – G BandraKurla Complex Bandra (E) Mumbai - 400051 <b>Scrip Code : ORISSAMINE</b>	To The Secretary The Calcutta Stock Exchange Limited 7, Lyons Range Kolkata- 700001 <b>Scrip Code : 25058</b>
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Dear Sir / Madam,

Sub: Annual Secretarial Compliance Report for the Financial Year ended 31st March 2025

In compliance with Regulation 24A of SEBI (LODR) Regulations, 2015, please find enclosed the Annual Secretarial Compliance Report of The Orissa Minerals Development Company Limited for the financial year ended 31st March 2025, issued by M/s Palatasingh & Co., Company Secretaries.

This is for your information and records.

Thanking you,

**For The Orissa Minerals Development Company Limited**

PINTU KUMAR BISWAL  
Digitally signed by  
PINTU KUMAR BISWAL  
Date: 2025.05.29  
11:40:53 +05'30'

(Pintu Kumar Biswal)  
Company Secretary

ମୁଖ୍ୟ କାର୍ଯ୍ୟାଳୟ : ପ୍ଲଟ ନଂ-୨୭୧, ଗ୍ରାଉଣ୍ଡ ଫ୍ଲୋର, ବିଦ୍ୟୁତ୍ ମାର୍ଗ, ଶାସ୍ତ୍ରୀ ନଗର, ୟୁନିଟ୍-୪, ଭୁବନେଶ୍ୱର, ଓଡ଼ିଶା - ୭୫୧୦୦୧  
मुख्य कार्यालय : प्लॉट नं - २७१, ग्राउण्ड फ्लोर, विद्युत मार्ग, शास्त्री नगर, युनिट-४, भुवनेश्वर, ओडिशा - ७५१००१  
Head Office : Plot No - 271, Ground Floor, Bidyut Marg, Shastri Nagar, Unit – IV, Bhubaneswar, Odisha - 751001  
Tel / Fax : 0674-2391595, 2391495 , E-mail (ई-मेल) : info.birdgroup@nic.in , Website (वेबसाइट) : www.birdgroup.co.in  
आप हमसे सहर्ष हिन्दी मे भी पत्र व्यवहार कर सकते है । CIN No. : L51430OR1918GOI034390



**Secretarial Compliance Report of THE ORISSA MINERALS DEVELOPMENT  
COMPANY LIMITED for the financial year ended 31st March, 2025**

To,  
**THE ORISSA MINERALS DEVELOPMENT  
COMPANY LIMITED**

**CIN: L51430OR1918GOI034390**

**Registered Office:** C/O, SAIL OFFICE, Ground Floor,  
Plot-271, Bidyut Marg, Unit-IV, Shastri Nagar,  
Bhubaneswar, Khordha, Orissa, 751001, India

We, **Palatasingh & Co.** Company Secretaries, Bhubaneswar have examined:

All the documents and records made available to us and explanation provided by **THE ORISSA MINERALS DEVELOPMENT COMPANY LIMITED** ("the listed entity"),

- (a) the filings/ submissions made by the listed entity to the stock exchanges,
- (b) website of the listed entity,
- (c) any other document/ filing, as may be relevant, which has been relied upon to make this certification,  
for the year ended 31<sup>st</sup> March, 2025("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;
- (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;
- (e) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;
- (f) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021;
- (g) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (h) Other regulations as applicable  
and circulars/ guidelines issued thereunder;



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.	<p><b>Secretarial Standards:</b></p> <p>The compliances of the listed entity are in accordance with the applicable Secretarial Standards (SS) issued by the Institute of Company Secretaries of India (ICSI), as notified by the Central Government under section 118(10) of the Companies Act, 2013 and mandatorily applicable.</p>	Yes	Though there exists systems to monitor and ensure compliance with the applicable Secretarial Standards yet there lies scope to strengthen the same.
2.	<p><b>Adoption and timely updation of the Policies:</b></p> <ul style="list-style-type: none"> <li>All applicable policies under SEBI Regulations are adopted with the approval of board of directors of the listed entities</li> <li>All the policies are in conformity with SEBI Regulations and have been reviewed &amp; updated on time, as per the regulations/circulars/guidelines issued by SEBI</li> </ul>	Yes  Yes	Delay in updation of policies have been observed
3.	<p><b>Maintenance and disclosures on Website:</b></p> <ul style="list-style-type: none"> <li>The Listed entity is maintaining a functional website</li> <li>Timely dissemination of the documents/information under a separate section on the website</li> <li>Web-links provided in annual corporate governance reports under Regulation 27(2) are accurate and specific which re-directs to the relevant document(s)/section of the website</li> </ul>	Yes  No  No	The Company has maintained fully functional website at <a href="https://www.birdgroup.co.in/omdc/*">https://www.birdgroup.co.in/omdc/*</a> but there is delay in timely dissemination of the documents/information under a separate section on the website.
4.	<p><b>Disqualification of Director:</b></p> <p>None of the Director(s) of the Company is/ are disqualified under Section 164 of Companies Act, 2013 as confirmed by the listed entity.</p>	Yes	



5.	<p><b>Details related to Subsidiaries of listed entities have been examined w.r.t.:</b></p> <p>(a) Identification of material subsidiary companies</p> <p>(b) Disclosure requirement of material as well as other subsidiaries</p>	NA	No subsidiaries for the company.
6.	<p><b>Preservation of Documents:</b></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	The listed entity is preserving and maintaining records as prescribed under SEBI Regulations but need to develop policy regarding this.
7.	<p><b>Performance Evaluation:</b></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>	NA	Performance evaluation of Board is exempted for Government Companies.
8.	<p><b>Related Party Transactions:</b></p> <p>(a) The listed entity has obtained prior approval of Audit Committee for all related party transactions; or</p> <p>(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.</p>	Yes	
9.	<p><b>Disclosure of events or information:</b></p> <p>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.</p>	Yes	
10.	<p><b>Prohibition of Insider Trading:</b></p> <p>The listed entity is in compliance with Regulation 3(5) &amp; 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015.</p>	Yes	Implemented SDD



11.	<p><b>Actions taken by SEBI or Stock Exchange(s), if any:</b></p> <p>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 (**).</p>	Yes	Refer Annexure A attached herewith
12.	<p><b>Resignation of statutory auditors from the listed entity or its material subsidiaries:</b></p> <p>In case of resignation of statutory auditor from the listed entity or any of its material subsidiaries during the financial year, the listed entity and / or its material subsidiary(ies) has / have complied with paragraph 6.1 and 6.2 of section V-D of chapter V of the Master Circular on compliance with the provisions of the LODR Regulations by listed entities.</p>	NA	The auditor of the Company has not resigned during the period under review.
13.	<p><b>Additional Non-compliances, if any:</b></p> <p>Additional non-compliance observed for any SEBI regulation/circular/guidance note etc.</p>	Yes	Refer Annexure A attached herewith



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

We further, report that the listed entity is in compliance/ not in compliance with the disclosure requirements of Employee Benefit Scheme Documents in terms of regulation 46(2) (za) of the LODR Regulations: NA

(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 (Advisory/ Clarification/ Fine/Show Cause Notice/ Warning, etc.)	Details of Violation	Fine Amount	Observations/ Remarks of the Practicing Company Secretary	Management Response	Remarks
					Refer Annexure A					

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

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
					Refer Annexure A					

Place: Bhubaneswar  
Date: 28th May, 2025



For PALATASINGH & CO.  
Company Secretaries

Rakesh Kumar Palatasingh  
Rakesh Kumar Palatasingh  
(Proprietor)  
ACS No. 45149  
CP No. 16921

UDIN: A045149G000473258  
PR NO. 5259/2023



# PALATASINGH & CO.

Company Secretaries

To,  
THE ORISSA MINERALS DEVELOPMENT  
COMPANY LIMITED  
CIN: L51430OR1918GOI034390  
**Registered Office:** C/O, SAIL OFFICE, Ground Floor,  
Plot-271, Bidyut Marg, Unit-IV, Shastri Nagar,  
Bhubaneswar, Khordha, Orissa, 751001, India

***Our report of even date is to be read along with this letter.***

1. It is the responsibility of the management of the Company to maintain records, devise proper systems to ensure compliance with provisions of all applicable SEBI Regulations and circulars/ guidelines issued there under from time to time and to ensure that the systems are adequate and are operating effectively.
2. Our responsibility is to verify compliances by the Company with provisions of all applicable SEBI Regulations and circulars/ guidelines issued there under from time to time and issue a report thereon.
3. We have not verified the correctness and appropriateness of financial records and books of account of the listed entity.
4. This report is solely for the intended purpose of compliance in terms of Regulation 24A (2) of the SEBI (LODR) 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.

**Place: Bhubaneswar**  
**Date: 28th May, 2025**



**For Palatasingh & CO.**  
**Company Secretaries**

*Rakesh Kumar Palatasingh*

**Rakesh Kumar Palatasingh**  
**(Proprietor)**

**ACS No. 45149**

**CP No. 16921**

**UDIN: A045149G000473258**

**PR NO. 5259/2023**

(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 included in specific clause)	Regulation/ Circular No.	Deviations	Action Taken by	Type of Action (Advisory/Clarification/Fine/Show Cause Notice/ Warning, etc.)	Details of Violation	Fine Amount	Observations/ Remarks of the Practicing Company Secretary	Management Response	Remarks
1.	Regulation 33 Of SEBI LODR Regulations, 2015	Regulation 33	Delay in Adoption of audited Financial Results for the Quarter ended 31st March, 2024	NSE	Fine	Delay in Adoption of Financial Results for the Quarter ended 31st March, 2024	1,71,100 (Including GST)	There was delay of 29 days.	Due to technical reason non-compliance occurred. The fine imposed by NSE will be paid later as the company is facing critical financial condition at present.	



2.	Regulation 33 Of SEBI LODR Regulations, 2015	Regulation 33	Delay in Adoption of audited Financial Results for the Quarter ended 30 <sup>th</sup> June, 2024	NSE	Fine	Delay in Adoption of unaudited Financial Results for the Quarter ended 30 <sup>th</sup> June, 2024	1,71,100 (Including GST)	There was delay of 29 days.	Due to technical reason non-compliance occurred. The fine imposed by NSE will be paid later as the company is facing critical financial condition at present.
3.	Regulation 33 Of SEBI LODR Regulations, 2015	Regulation 33	Delay in Adoption of audited Financial Results for the Quarter ended 30 <sup>th</sup> September, 2024	NSE	Fine	Delay in Adoption of unaudited Financial Results for the Quarter ended 30 <sup>th</sup> September, 2024	17,700 (Including GST)	There was delay of 3 days.	Due to technical reason non-compliance occurred. The fine imposed by NSE will be paid later as the company is facing critical financial condition at present.
4.	Regulation 17(1), 20 SEBI LODR Regulations, 2015	Regulation 17(1), 20	Composition of Board and Stakeholder Relationship Committee for the Quarter ended 30 <sup>th</sup> June, 2024	NSE	Fine	Insufficient Independent Director	5,51,060 (Including GST)	There was delay of 91, 6 days.	As the OMDC is a Government Company, Appointment of Directors is in the hands of Government of India and the company is following up with Ministry of Steel for filing up





	Regulation 17(1) of SEBI LODR Regulations, 2015		NSE	Fine	Insufficient Independent Director	5,42,800 (Including GST)	There was delay of 92 days.	Vacancies on the Board of OMDC. The Company is in process of applying for waiver of fine.	
5.	Regulation 17(1) of SEBI LODR Regulations, 2015	Composition of Board for the Quarter ended 30 <sup>th</sup> September, 2024	NSE	Fine	Insufficient Independent Director	11,37,520 (Including GST)	Delay Approximately 92, 2, 61, 61, 59, 61 Days	As the OMDC is a Government Company, Appointment of Directors is in the hands of Government of India and the company is following up with Ministry of Steel for filing up Vacancies on the Board of OMDC. The Company is in process of applying for waiver of fine.	
6.	Regulation 17(1), 17(2A), 17(2B), 18(1), 19, 20, 18(1), 19, 20, 21(2) Of SEBI LODR Regulations, 2015	Composition of Board, Committee, Nomination and Remuneration Management Committee	NSE	Fine	Insufficient Independent Director	11,37,520 (Including GST)	Delay Approximately 92, 2, 61, 61, 59, 61 Days	As the OMDC is a Government Company, Appointment of Directors is in the hands of Government of India and the company is following up with Ministry of Steel for filing up Vacancies on the Board of OMDC. The Company is in process of applying for waiver of fine.	



2.	Regulation 17(1), 19(1)/19(2) Of SEBI LODR Regulations, 2015	Regulation 17(1), 19(1)/19(2)	Composition Board	of	NSE	Fine	Insufficient Independent Director	22,30,200 (Including GST)	Delay Approximately 92 Days	As the OMDC is a Government Company, Appointment of Directors is in the hands of Government of India and the company is following up with Ministry of Steel for filling up Vacancies on the Board of OMDC. The aforesaid reason for delay was intimated to NSE for their consideration and applied for waiver of fine.	NSE and the same is being applied for waiver of fine
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(C) The listed entity has taken the following actions to comply with the observations made in previous reports: (prior FY: 22-23)

Sr. No.	Compliance Requirements/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
1.	Regulation 27(2) Of SEBI LODR Regulations, 2015	Regulation 27(2)	Delay in submission of Corporate Governance Report for the quarter ended 30th June 2022.	NSE	Fine	Delay in submission of Investor Complaints for the quarter ended 30th June 2022.	Penalty of Rs. 9440/- including GST was imposed.	There was delay of 4 days in submission of the Report.	As per Management, the delay was due to some technical issues with the system.	Payment of penalty to NSE is pending.
2.	Under Regulation 33(3)(d) of SEBI LODR Regulations, 2015	Regulation 33(3)(d)	Delay in submission of declaration under Regulation 33(3)(d) of the SEBI (LODR) Regulations, 2015	-	-	Delay in submission of declaration under Regulation 33(3)(d) of the SEBI (LODR) Regulations, 2015	-	There was delay of 61 days	Auditor appointed by the C & AG	



3.	Under Regulation 17,18,19,20(2),21(2), 25 of SEBI LODR Regulations 2015	Regulation 17,18,19,20(2), 21(2), 25	Non appointment of Independent Directors in the Board of Directors, Audit Committee and Nomination and Remuneration Committee.	NSE	Fine	Non appointment of Independent Directors in the Board of Directors, Audit Committee and Nomination and Remuneration Committee.	Penalty of Rs.23,49,380/- vide letter dated 22.08.2022 including GST was imposed and Penalty of Rs.11,94,160/- vide letter dated 21.11.2022 including GST was imposed		The Company has approached Ministry of Steel several times for Appointment of Independent Directors. The company has initiated to take corrective measures for the same.	
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Note: The Company is in receipt of various notices involving huge penalties w.r.t. violations under SEBI Regulations. Payment of penalty to NSE is pending for many instances since last few years.

