

CHD CHEMICALS LIMITED
CIN NO L24232CH2012PLC034188

Corp Office: Plot NO 331, Industrial Area, Phase II, Panchkula-134113

30-05-2025

To
Listing department
BSE LIMITED
P.J. Towers, Dalal street
Fort, Mumbai 400001

Scrip Code: 539800

Subject: Annual Secretarial Compliance Report

Dear Sir/Madam,

We refer to SEBI Circular no. CIR/CFD/CMD1/27/2019 dated February 8, 2019, with regard to filing of Annual Secretarial Compliance Report.

Accordingly, we enclose herewith Annual Secretarial Compliance Report of the Company certified by Mr. Neeraj Jinda;, Practicing Company Secretaries for the financial year ended March 31, 2025

This is for your kind Information and record please.

Thanking You

For CHD CHEMICALS LIMITED

MEHATAB SINGH
Managing Director

NEERAJ JINDAL & ASSOCIATES.

COMPANY SECRETARIES

(A Peer Reviewed Firm)

1970, FIRST FLOOR, TDI CITY
SAPPHIRE FLOORS, SECTOR 110,
MOHALI - 140307.
9855030581.

E-Mail: neerajjindalcs@gmail.com

To,

The Board of Directors,

CHD CHEMICAL LIMITED,
PLOT NO 45 FIRST FLOOR,
INDUSTRIAL AREA PHASE 1,
Chandigarh – 160002.

We, M/s. Neeraj Jindal & Associates, Practicing Company Secretary (CP No: 9056, M.No. F-8270), have examined:

- a) all the documents and records to the extent made available to us and explanations and representations provided by **CHD CHEMICAL LIMITED** ("the listed entity"/ "Company"),
- 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 March 31, 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 (including amendments, modifications from time to time), whose provisions and the circulars/ guidelines issued thereunder, have been examined, include:-

- a) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and amendments from time to time;
- b) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 and amendments from time to time; (Not applicable to the company during the review period)
- c) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- d) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; (Not applicable to the

COMPANY during the review period)



e) The Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; (Not applicable to the company during the review period)

f) The Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021; (Not applicable to the company during the review period)

g) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

h) The Securities and Exchange Board of India (Depositories and Participant) Regulations, 2018; and circulars/ guidelines issued thereunder; and based on the above examination and considering the relaxations granted by the Ministry of Corporate Affairs and Securities and Exchange Board of India and, 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 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 Practicing Company Secretary	Management Response	Remarks
1.	SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.	Reg 13(3) (LODR), 2015	The Disclosure was filed after the after the due date.	BSE	A Monetary penalty of INR 1180/- was imposed.	The Disclosure pertaining to qtr. Ending Sep. 2024 was filed after due date.	INR 1180/-	The Company had provided the disclosure on 22.10.2024 instead on 21.10.2024	We will make sure such instances never happen again and the Applicable Provisions are followed in spirit.	None
2.	SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.	Reg 27(2) (LODR), 2015.	The Disclosure was filed after the after the due date	BSE	A Monetary penalty of INR 2360/- was imposed	The Disclosure pertaining to qtr. Ending Sep. 2024 was filed after due date.	INR 2360/-	The Company had provided the disclosure on 22.10.2024 instead on 21.10.2024	We will make sure such instances never happen again and the Applicable Provisions are followed in spirit.	None
3.	SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.	Reg 31(LODR), 2015	The Disclosure was filed after the after the due date	BSE	A Monetary penalty of INR 2360/- was imposed	The Disclosure pertaining to qtr. Ending Sep. 2024 was filed after due date.	INR 2360/-	The Company had provided the disclosure on 22.10.2024 instead on 21.10.2024	We will make sure such instances never happen again and the Applicable Provisions are followed in spirit.	None



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

Sr. No.	Observation/remark of the of the PCS previous compliance report	Observations made in the Secretarial compliance report for the year ended	Compliance requirement (Regulation s/ circulars/ guidelines including specific clause)	Details of Violations/ Deviations and action taken/ penalty imposed, if any, on the listed entity	Remedial Actions , if any, Taken by the listed entity	Comments of the PCS on the action taken by the listed entity.
1.	The site of the Company is not working,	31.03.2024	Reg. 46 and Reg. 27 of LODR, 2015	The Site of the Company was not working. So the provision of information as per regul46 and timely dissemination of information relating to Corporate Governance could not be checked.	The management had replied that due to some maintenance issue with service provider, the site is down and will be live soon. The data as per them is up to date. The Site is now functioning.	The site is functioning.

(c) we hereby report that, during the review period the compliance status of the listed entity with the following requirements:

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 section118(10) of the Companies Act, 2013 and mandatorily applicable.	YES	None
2.	Adoption and timely updation of the Policies: <ul style="list-style-type: none"> 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 YE	None None
3.	Maintenance and disclosures on Website: <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 re-directs to the relevant document(s)/section of the website 	YES YES YES	None None None



4.	Disqualification of Director: None of the Director(s) of the Company is/ are disqualified under Section 164 of Companies Act, 2013 as confirmed by the listed entity.	YES	None
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	YES YES	The listed entity does not have any material subsidiary
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	None
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 financially year as prescribed in SEBI Regulations.	YES	None
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 NA	None None
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 there under.	YES	None
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	None



11.	<p>Actions taken by SEBI or Stock Exchange(s),if any:</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 there under except as provided under separate paragraph herein (**).</p>	NO	<p>Action taken by the Stock exchange for delayed filing of quarterly disclosures under Reg 13(3), reg 27(2) and reg 31 of SEBI (LODR) Regulations, 2015, for September , 2024 Quarter A total fine of INR 5900/- was imposed, which was paid by the company</p>
12.	<p>Resignation of statutory auditors from the listed entity or its material subsidiaries: 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>	Yes	<p>There was no resignation by the Auditors during the period under review.</p>
13.	<p>Additional Non-compliances, if any:</p> <p>No additional non-compliance observed for any SEBI regulation/ circular/ guidance note etc.</p>	NO	<p>1. The Independent Director on the board of the company are either not registered in the independent Director database or have not cleared exams for being eligible in due period. So there eligibility to continue is compromised.</p> <p>2. The Company has not filed Financial Statements and Annual Return for Financial year ended 31.03.2024 with Roc till date.</p>



			3. Mr. Mahtab Singh, appointed as Additional Director on the board on 06.09.2023 is still showing as Additional Director.
14.	<p>The listed entity to comply with the following requirements for disclosure of Employee Benefit Scheme Documents in terms of regulation 46(2)(za) of the LODR:</p> <p>a) The scheme document shall be uploaded on the website of the listed entity after obtaining shareholder approval as required under SEBI (SBEB) Regulations, 2021</p> <p>b) The documents uploaded on the website shall mandatorily have minimum information to be disclosed to shareholders as per SEBI (SBEB) Regulations, 2021.</p> <p>c) The rationale for redacting information from the documents and the justification as to how such redacted information would affect competitive position or reveal commercial secrets of the listed entity shall be placed before the board of directors for consideration and approval.</p>	NA	The Company does have any Employee Stock Option Scheme.

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 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.

For Neeraj Jindal & Associates
Company Secretaries

(Neeraj Jindal)

M.No. : F8270

CP No. : 9056

Peer Review Certificate No. 2258/2022

UDIN: F008270G000469161

Date: 28.05.2025

Place: MOHALI.