



# DHP INDIA LIMITED

Corporate Identity Number (CIN) : L65921WB1991PLC051555



Registered Office : 7B Shreelekha, 7th Floor, 42A Park Street, Kolkata 700 016, India  
Tel : +91(33) 2229-5735, 2229-7995, 4600-2601, 4600-2602  
E-mail : info@dhpindia.com

Ref : 19(B)(B)/30199

13/04/2023

To  
✓ The General Manager /Asst. General Manager - Deptt. Of Corporate Services,  
Bombay Stock Exchange Ltd., [Securities Code : 531306]  
25, P. J. Towers, Dalal Street, Mumbai - 400 001.

Dear Sir,

**Re : DHP INDIA LIMITED [ISIN:INE590D01016, Sec.Code BSE : 531306]**  
**Subject : Sending of Annual Secretarial Compliance Report from a Practicing Company Secretary as per Regulation 24A (newly notified by SEBI) of Year ended 31/03/2023**

We are sending herewith the Annual Secretarial Compliance Report as per Regulation 24A of SEBI (LODR) Regulations 2015, duly verified and signed by a Practicing Company Secretary for the year ended 31/03/2023 mentioned their UDIN also.

Now, we are sending the attached Annual Secretarial Compliance Report as per Regulation 24A.

Kindly acknowledge the same.

Thanking You,

Place : KOLKATA  
Dated : 13/04/2023



FOR DHP INDIA LIMITED

  
(CA Ashok Kumar Singh)  
Chief Financial Officer

Enclosed : As stated above

# SUSHIL TIWARI & ASSOCIATES

Company Secretaries

31A, S.P.Mukherjee Road, Kolkata – 700 025. Phone No. (033) 2476-5908 & (033)2455-9891

**ANNUAL SECRETARIAL COMPLIANCE REPORT OF “DHP INDIA LIMITED”**  
**FOR THE FINANCIAL YEAR ENDED : 31<sup>ST</sup> MARCH, 2023**  
**[As per Regulation 24A of the SEBI (LODR) Regulations, 2015]**

To

The Members

DHP INDIA LIMITED [CIN : L65921WB1991PLC051555]

Regd. Office : 7B, Shreelekha, 7<sup>th</sup> Floor, 42A, Park Street, Kolkata-700016.

We *M/s. Sushil Tiwari & Associates, Practicing Companies Secretaries* have examined :-

- All the documents and records made available to us and explanation provided by **DHP INDIA LIMITED (“the listed entity”)**,
- The filing/submission made by the listed entity to the Stock Exchanges,
- Website of the listed entity,
- 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, 2023 (“Review Period”) in respect of compliance with the provisions of :-**

- The Securities and Exchange Board of India Act, 1992 (“SEBI Act”) and the Regulations, circulars, guidelines issued thereunder; and
- The Securities Contracts (Regulations) 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 :-**

- Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018 **(Not applicable to the Company during the Audit Period);**
- Securities and Exchange Board of India (Substantial Acquisitions of Shares and Takeovers) Regulations, 2011;
- Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018 **(Not applicable to the Company during the Audit Period);**

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## SECRETARIAL ANNUAL COMPLIANCE REPORT OF "DHP INDIA LIMITED"

FOR THE FINANCIAL YEAR ENDED : 31<sup>ST</sup> MARCH, 2023

[As per Regulation 24A of the SEBI (LODR) Regulations, 2015]

Continuation of the specific Regulations, whose provisions and the circulars/guidelines issued thereunder, have been examined, include :-

- (e) Securities and Exchange Board of India (Share Based Employee Benefit) Regulations, 2014 (**Not applicable to the Company during the Audit Period**);
- (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008 (**Not applicable to the Company during the Audit Period**);
- (g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013 (**Not applicable to the Company during the Audit Period**);
- (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- (i) Other Regulations as applicable and circulars/guidelines issued thereunder;
- (j) Securities and Exchange Board of India (Registrar to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client;
- (k) The Companies Act, 2013 (the Act) and the rules made thereunder;
- (l) The Depositories Act, 1996 and the Regulations and Bye-laws framed thereunder;
- (m) Foreign Exchange Management Act, 1999 and the rules and regulations made thereunder to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings;

and Circulars/ Guidelines issued thereunder;

And based on the above examination. We hereby report that, during the Review Period :-

Sr. No.	Particulars	Compliance status (Yes/No/NA)	Observations/Remarks by PCS
1	<b><u>Secretarial Standard</u></b> 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)	YES	NIL
2	<b><u>Adoption and timely updation of the Policies :</u></b> <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 conformity with SEBI Regulations and has been reviewed &amp; timely updated as per the regulations/circulars/guidelines issued by SEBI</li></ul>	YES  YES	NIL  NIL

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## SECRETARIAL ANNUAL COMPLIANCE REPORT OF "DHP INDIA LIMITED"

FOR THE FINANCIAL YEAR ENDED : 31<sup>ST</sup> MARCH, 2023

[As per Regulation 24A of the SEBI (LODR) Regulations, 2015]

Continuation of based on the above examination. We hereby report that, during the Review Period :-

Sr. No.	Particulars	Compliance status (Yes/No/NA)	Observations/Remarks by PCS
3	<b><u>Maintenance and disclosures on Website :</u></b> <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 of the website</li><li>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</li></ul>	YES YES YES	NIL NIL NIL
4	<b><u>Disqualification of Director :</u></b> None of the Director of the Company are disqualified under Section 164 of the Companies Act, 2013	YES	NIL
5	<b><u>To examine details related to Subsidiaries of listed entities :</u></b> (a) Identification of material subsidiary companies (b) Requirements with respect to disclosure of material as well as other subsidiaries	NA NA	The listed entity has no such Subsidiaries
6	<b><u>Preservation of Documents :</u></b> 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	NIL
7	<b><u>Performance Evaluation :</u></b> The listed entity has conducted performance evaluation of the Board, independent Directors and the Committees at the start of every financial year as prescribed in SEBI Regulations.	YES	NIL
8	<b><u>Related Party Transactions :</u></b> (a) The listed entity has obtained prior approval of Audit Committee for all Related Party Transactions. (b) In case no prior approval obtained, the listed entity shall provide detailed reasons along with confirmation whether the transactions were subsequently approved/ratified/ rejected by the Audit Committee	YES NA	NIL All RPT Transaction taken prior approval

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## SECRETARIAL ANNUAL COMPLIANCE REPORT OF “DHP INDIA LIMITED”

FOR THE FINANCIAL YEAR ENDED : 31<sup>ST</sup> MARCH, 2023

[As per Regulation 24A of the SEBI (LODR) Regulations, 2015]

Continuation of based on the above examination. We hereby report that, during the Review Period :-

Sr. No.	Particulars	Compliance status (Yes/No/NA)	Observations/Remarks by PCS
9	<b>Disclosure of events or information :</b> The listed entity has provided all the required disclosures(s) under Regulation 30 alongwith Schedule III of SEBI (LODR) Regulations, 2015 within the time limits prescribed thereunder.	YES	NIL
10	<b>Prohibition of Insider Trading :</b> The listed entity is in compliance with Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015.	YES	NIL
11	<b>Actions taken by SEBI or Stock Exchange(s), if any :</b> 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.	YES	NIL
12	<b>Additional Non-compliances, if any :</b> No any additional non-compliance observed for all SEBI regulation/circular/guidance note etc.	YES	NIL

**The Additional disclosures of Annual Secretariat Compliance Report as below :-**

**(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
	All Regulation/circular/guidelines complied	No such any irregularity	No any Deviation	No Action Taken	No Action Taken - NIL/Not Applicable	No any Violation	NIL	No need to any Remarks as all Regulation Complied	Not Applicable	NIL

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## SECRETARIAL ANNUAL COMPLIANCE REPORT OF “DHP INDIA LIMITED” FOR THE FINANCIAL YEAR ENDED : 31<sup>ST</sup> MARCH, 2023

[As per Regulation 24A of the SEBI (LODR) Regulations, 2015]

Continuation of The Additional disclosures of Annual Secretariat Compliance Report as below :-

(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 (Advisory/Clarification/Fine/Show cause Notice/Warning etc.)	Details of Violation	Fine Amount	Observations/Remarks of the Practicing Company Secretary	Management Response	Remarks
	All Regulation/circular/guidelines complied	No such any irregularity	No any Deviation	No Action Taken	No Action Taken – NIL/Not Applicable	No any Violation	NIL	No need to any Remarks as all Regulation Complied	Not Applicable	NIL

We hereby confirm that no observations made in any previous year under secretarial audit report and we also confirm that during the year no action taken by any regulatory/govt. body against the Company, its promoter, its director and its managerial personnel etc. Similarly the listed entity have no subsidiary companies. The Company have complied all rules, regulations and directions issued under aforesaid regulations during the Review Period.



For SUSHIL TIWARI & ASSOCIATES  
Company Secretaries

*Sushil Tiwari*

[SUSHIL TIWARI]  
Proprietor

31A, S. P. Mukherjee Road,  
Kolkata - 700 025  
The 13<sup>th</sup> day of April, 2023

Membership No.ACS-6199 & Certificate of Practice No.1903

UDIN : A006199E000079063