



**Saurabh Basu**

ACS, ACMA, MBA (Fin)

Practising Company Secretary

Insolvency Professional

**S BASU & ASSOCIATES**

Company Secretaries

Code No.- S2017WB456500

10/6/2 Raja Rammohan Roy Road,  
3<sup>rd</sup> Floor, Kolkata - 700008

**Date:24.05.2024**

To

The Company Secretary,

**INDUSS FOOD PRODUCTS & EQUIPMENTS LIMITED**

238B A J C BOSE ROAD, KOLKATA- 700020

Dear Sir,

**Sub: Annual Secretarial Compliance Report of INDUSS FOOD PRODUCTS & EQUIPMENTS LIMITED for the year ended 31.03.2024**

**We are forwarding herewith Annual Secretarial Compliance Report for the year ended 31.03.2024** pursuant to Regulation 24A of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular No CIR/CFD/CMD1/27/2019 dated February 08,2019 and SEBI/HO/CFD /PoD2/CIR/P/2023/120 dated July 11,2023 for your kind perusal.

Thanking You

Yours faithfully

**For S Basu & Associates , Company Secretaries**

**Firm Registration No : S2017WB456500**



**Saurabh Basu**

**Practising Company Secretary**

**ACS: 18686 ; C.P.: 14347**

**Peer Review No : 1017/2020**



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**Annual Secretarial Compliance Report of Induss Food Products & Equipments Limited for the year ended 31.03.2024**

*[Pursuant to Regulation 24A of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015]*

We, S Basu & Associates, Practicing Company Secretaries have examined:

All the documents and records made available to us and explanation provided by **INDUSS FOOD PRODUCTS & EQUIPMENTS LIMITED** ("the listed entity"),

- The filings/submissions 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 financial year ended 31.03.2024 ("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 (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:**

- 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;
- Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;



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- 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. Securities and Exchange Board of India (Depositories and Participant) Regulations, 2018;
- i. Securities and Exchange Board of India (Registrar to an Issue and Share Transfer Agents) Regulations, 1993;

and circulars/guidelines issued thereunder. The aforesaid Regulations to the extent applicable to the Listed entity .

Based on the above examination, 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 thereunder, except in respect of matters specified below:

S r . N o	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
<b>No deviation observed</b>										





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

Sr. No.	Observations/Remarks of the Practicing Company Secretary in the previous reports	Observations made in the secretarial compliance report for the year ended 31.03.2024	Compliance Requirement (Regulations/circulars/guidelines including specific clause)	Details of violation/deviations and actions taken/penalty imposed, if any, on the listed entity	Remedial actions, if any, taken by the listed entity	Comments of the PCS on the actions taken by the listed entity
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**Not Applicable**

- c. I/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.	<b>Secretarial Standards:</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	None
2.	<b>Adoption and timely updation of the Policies:</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 in conformity with SEBI Regulations and have</li> </ul>	Yes	None



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	been reviewed & timely updated as per the regulations/circulars/guidelines issued by SEBI		
3.	<b>Maintenance and disclosures on Website:</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 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	None
4.	<b>Disqualification of Director:</b>  None of the Director(s) of the Company is/are disqualified under Section 164 of Companies Act, 2013	Yes	None
5.	<b>Details related to Subsidiaries of listed entities:</b> <ul style="list-style-type: none"> <li>a) Identification of material subsidiary companies</li> <li>b) Requirements with respect to disclosure of material as well as other subsidiaries.</li> </ul>	Yes	The Company have no material subsidiary
6.	<b>Preservation of Documents:</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 the LODR Regulations, 2015.	Yes	None



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7.	<b>Performance Evaluation:</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	None
8.	<b>Related Party Transactions:</b>  <b>(a)</b> The listed entity has obtained prior approval of Audit Committee for all Related Party transactions;  <b>(b)</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	None
9.	<b>Disclosure of events or information:</b>  The listed entity has provided all the required disclosure(s) under Regulation 30 along with Schedule III of LODR Regulations, 2015 within the time limits prescribed thereunder.	Yes	None
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	None
11.	<b>Actions taken by SEBI or Stock Exchange(s), if any:</b>  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	NA	No such cases reported



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	(or) The actions taken against the listed entity/its promoters/directors/subsidiaries either by SEBI or Stock Exchanges are specified in the last Column		
12.	<b>Resignation of Statutory Auditors from the Listed Entity or its material subsidiaries:</b> 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 602 of section V-D of chapter V of the Master Circular on compliance with the provisions of the LODR Regulations by listed entities	No	No such event occurred
13.	<b>Additional Non-compliances, if any:</b> No additional non-compliance observed for any SEBI regulation/circular/guidance note etc., except as reported above	NA	No such cases reported or informed

## 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 certify 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.





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4. This Report is solely for the intended purpose of compliance in terms of Regulation 24A (2) of the SEBI (Listed 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.

**Place: Kolkata**  
**Date: 24.05.2024**

**For S Basu & Associates**  
**Company Secretaries**  
**Firm Registration No : S2017WB456500**



**Saurabh Basu**  
**Practising Company Secretary**  
**ACS: 18686 ; C.P.: 14347**  
**Peer Review No : 1017/2020**  
**UDIN: A018686F000442318**