

# VAMA INDUSTRIES LIMITED

Registered Office : Ground Floor, 8-2-248/1/7/78/12, 13, Block - A, Lakshmi Towers, Nagarjuna Hills, Punjagutta,  
Hyderabad - 500 082, Telangana, India, Ph. : +91-40-6684 5534, Fax : +91-40-2335 5821.  
CIN: L72200TG1985PLC041126, E-mail: services@vamaind.com, Website: www.vamaind.com



Date: 30.05.2024

To  
Department of Corporate Services  
BSE Limited  
Phiroze Jeejebhoy Towers  
Dalal Street  
Mumbai – 400 001

Dear Sir,

**Sub: Submission of Annual Secretarial Compliance Report under Regulation 24A of  
SEBI (LODR) Regulations, 2015  
Ref: Scrip code: 512175**

Please find enclosed herewith Annual Secretarial Compliance Report for the Financial year ended 31<sup>st</sup> March, 2024 as per Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

This is for your information and records.  
Thanking you,

**For Vama Industries Limited**

**V. Atchyuta Rama Raju  
Managing Director  
(DIN: 00997493)**

Secretarial Compliance Report  
of  
**VAMA INDUSTRIES LIMITED**  
For the Financial Year ended 31.03.2024

To,  
The Board of Directors,  
**VAMA INDUSTRIES LIMITED**  
Door No. 8-2-248/1/7/78/12,13,  
Ground Floor, Block-A, Lakshmi Towers,  
Nagarjuna Hills, Punjagutta Hyderabad - 500082

I. I, Sravanthi G, Practising Company Secretary, have examined:

- (a) all the documents and records made available to us and explanations provided by **VAMA INDUSTRIES LIMITED**, having its Registered Office at Door No. 8-2-248/1/7/78/12,13, Ground Floor, Block-A, Lakshmi Towers, Nagarjuna Hills, Punjagutta Hyderabad – 500082, hereinafter referred to as “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 31.03.2024 (“01.04.2023 to 31.03.2024”) 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”);
- (c) The Depositories Act, 1996:

II. The Specific Regulations, whose provisions and the circulars/ guidelines issued there under, 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;



***Sravanthi Gadiyaram***  
***Practising Company Secretary***

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- Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; **(Not applicable to the Company during the review period).**
- Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021;
- Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021; **(Not applicable to the Company during the review period)**
- Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- Securities and Exchange Board of India (Depositories and Participants) Regulations, 2011;
- The Securities and Exchange Board of India (Registrars to an Issue and Share Transfer Agents) Regulations, 1993 regarding the Companies Act and dealing with client; and circulars/ guidelines issued thereunder;
- Circulars, Master Circulars/ guidelines issued there under.

and based on the above examination, I hereby report that, during the review period:

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**Sravanthi Gadiyaram**  
**Practising Company Secretary**

(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 31 SEBI (Listing Obligation and Disclosure Requirements), Regulation 2015. Action under SEBI circular No. SEBI/HO/CMD/CI R/P/2020/12, dated January, 22,2020  The said regulation to be complied by the listed entity on a quarterly basis, within twenty one days from the end of each quarter	Regulation 31 SEBI (Listing Obligation and Disclosure Requirements ), Regulation 2015.	Alleged violation of Regulation 31 of SEBI (LODR), Regulation s, 2015. Reminder to freeze promoters demat accounts in view of non-payment of fine and compliance was not done within specified timeline.	BSE	Reminder to freeze promoters demat accounts in view of non-payment of fine and compliance was not done within specified timeline.	Delay in filing of Shareholding pattern for the quarter ended 30.06.2023 and the said delay occurred on account of non-receipt of BENPOS from the Depositories within the prescribed time, which in turn was caused due to delay in payment of Annual Issuer fees to the said Depositories by the company.	The Company paid a total fine of Rs. 84,960/- to BSE. Due intimations of payment were made thereupon.	The Company has delayed in filing of Shareholding pattern as per Regulation 31 of SEBI (LODR) Regulations, 2015 for the quarter ended 30.06.2023 on account of non-receipt of BENPOS from the Depositories within the prescribed time	The alleged non - compliance was purely on account of receipt non receipt of BENPOS from the Depositories within the prescribed time which in turn was caused due to delay in payment of Annual Issuer fees to the said Depositories by the Company. On receipt of BENPOS the Company has made the Compliance of the said regulation and paid the amount of fine which was	NA

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**Practising Company Secretary**

									levied by BSE.	
2	<p>Regulation 76(1) of the SEBI (Depositories and Participants) Regulations, 2018. Action under SEBI circular No. SEBI/HO/CMD/CI R/P/2020/12, dated January, 22,2020</p> <p>The said regulation to be complied by the listed entity on a quarterly basis, within twenty one days from the end of each quarter.</p>	<p>Regulation 76(1) of the SEBI (Depositories and Participants ) Regulations, 2018</p>	<p>Alleged violation of Regulation 76(1) of the SEBI (Depositories and Participants ) Regulations, 2018. Reminder to freeze promoters demat accounts in view of the said compliance was not done within specified timeline.</p>	BSE	<p>Reminder to freeze promoters demat accounts in view of the said compliance was not done within specified timeline.</p>	<p>Delay in filing of Reconciliation on of share Capital audit Report for the quarter ended 30.06.2023 and the said delay occurred on account of non-receipt of BENPOS from the Depositories within the prescribed time, which in turn was caused due to delay in payment of Annual Issuer fees to the said Depositories by the company</p>	NIL	<p>The Company has delayed in filing of Reconciliation on of share Capital audit Report as per Regulation 76(1) of the SEBI (Depositories and Participants) Regulations, 2018 for the quarter ended 30.06.2023 on account of non-receipt of BENPOS from the Depositories within the prescribed time</p>	<p>The alleged non - compliance was purely on account of receipt non receipt of BENPOS from the Depositories within the prescribed time which in turn was caused due to delay in payment of Annual Issuer fees to the said Depositories by the Company. On receipt of BENPOS the Company has made the Compliance of the said regulation.</p>	NA

**Sravanthi Gadiyaram**  
**Practising Company Secretary**

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

Sr. No.	Observation/Remarks of the Practising Company Secretary in the previous reports	Observation made in the Secretarial Compliance report for the year ended 31.03.2023	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
1	NA	NA	NA	NA	NA	NA

Note:

Pursuant to Circular No: NSE/ CML/2023/21 dated 16.03.2023 issued by National Stock Exchange of India Limited and Notice No: 20230316-14 dated 16.03.2023 issued by BSE Limited and SEBI Master Circular No. SEBI/HO/CFD/PoD2/CIR/P/2023/120 dated July 11, 2023, we hereby report that, during the review period the compliance status of the listed entity with the following requirements:

Sl. 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 India (ICSI), as notified by the Central Government under Section 118(10) of the Companies Act, 2013 and mandatorily applicable.	Yes	None
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 in conformity with SEBI Regulations and has been reviewed &amp; timely updated as per the regulations/ circulars/ guidelines issued by SEBI.</li> </ul>	Yes	None
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 on the website</li> <li>Web-links provided in annual corporate governance reports under Regulation 27(2) are accurate and specific which re-</li> </ul>	Yes	None

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	directs to the relevant document(s)/ section of the website		
4.	<b><u>Disqualification of Director:</u></b> None of the Directors of the Company is disqualified under Section 164 of Companies Act, 2013	Yes	None
5.	<b><u>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	YES	None
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 LODR Regulations, 2015.	Yes	None
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	None
8.	<b><u>Related Party Transactions:</u></b> a) The listed entity has obtained prior approval of Audit Committee for all related party transactions.	Yes	None
	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.	N.A	None
9.	<b><u>Disclosure of events or information:</u></b> The listed entity has provided all the required disclosure(s) under Regulation 30 along with Schedule III of SEBI LODR Regulations, within the time limits prescribed thereunder.	Yes	None
10.	<b><u>Prohibition of Insider Trading:</u></b> The listed entity is in compliance with Regulation 3(5) & 3(6) of SEBI (Prohibition of Insider Trading) Regulations, 2015	Yes	None
11.	<b><u>Actions taken by SEBI or Stock Exchange(s), if any:</u></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	None



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**Practising Company Secretary**

<p>12. <b><u>Resignation of statutory auditors from the listed entity or its material subsidiaries:</u></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>	<p>NA (Refer Note below)</p>	<p>None</p>
<p>13. <b><u>No additional non-compliances observed:</u></b></p> <p>No additional non-compliance observed for any of the SEBI Regulation/circular/guidance note etc.</p>	<p>Yes</p>	<p>None</p>

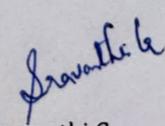
Notes:

1. The listed entity has ensured that the conditions as mentioned at para 6.1 and 6.2 of SEBI Circular No. SEBI/HO/CFD/PoD2/CIR/P/2023/120, dated July 11, 2023, are included in the terms of appointment of the statutory auditor(s) at the time of their reappointment. Further, in case of the listed entity, there was no instance of resignation of statutory auditor(s) during the year under report, hence the question of compliance of / or disclosures thereunder do not arise.
2. The Listed entity has upgraded its structured digital database maintained by it pursuant to Regulation 3 (5) of Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015.

**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.
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.

Place : Chennai  
Date : 30.05.2024

Signature :   
Name : Sravanthi G  
C. P. No. : 25597  
UDIN: A025754F000504848  
ICSI Unique Code: 4010/2023