

ECOBOARD INDUSTRIES LTD

ECOBOARD®

Ref: EIL/BSE/24A/2023/05

Date: 30th May, 2023

To,
Bombay Stock Exchange Limited
Phiroze Jeejeebhoy Towers
Dalal Street, Fort,
Mumbai - 400 001

Ref: - Symbol/ Scrip Code: - ECOBOAR/523732

Dear Sir/Madam,

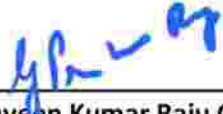
Sub: Annual Secretarial Compliance Report in terms of Regulation 24A of SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 for the year ended on 31st March, 2023.

In terms of the SEBI Circular No. CIR/CFD/CMD1/27/2019 dated February 08, 2019, please find enclosed herewith the Annual Secretarial Compliance Report issued to the Company viz. Ecoboard Industries Limited by M/s SD Kolhe & Company through CS Satish Kolhe, (Membership No.: A61229 & COP: 23879) Practicing Company Secretary, for the Financial Year ended 31st March, 2023.

Request you to kindly take the same on record.

Thanking you,

Yours sincerely,
For Ecoboard Industries Limited



Praveen Kumar Raju Gottumukkala
Director
DIN: 05180152

Encl.: Annual Secretarial Compliance Report under Regulation 24A of SEBI (LODR) Regulations, 2015

Corporate Office: "ECOHOUSE", 65/1-A Akarshak Building, Opp. Nal Stop Karve Road, Pune 411 004
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Secretarial compliance report of Ecoboard Industries Limited for the year ended March 31, 2023

- A. I Satish Dattatray Kolhe (Practicing Company Secretary) have examined:
- (a) all the documents and records made available to us and explanation provided by Ecoboard Industries Limited (CIN: L24239MH1991PLC064087) ("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 March 31 2023 ("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");
- B. 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; - Not Applicable During Reporting Period
 - (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; - Not Applicable During Reporting Period
 - (e) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; - Not Applicable During Reporting Period
 - (f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; - Not Applicable During Reporting Period
 - (g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021;
 - (h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - (i) (other regulations as applicable) and circulars/ guidelines issued thereunder;



C. 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>Secretarial Standards:</p> <p>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.</p>	YES	The Listed entity has complied 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.
2.	<p>Adoption and timely updation of the Policies:</p> <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	The Listed entity has Adopted and updated the policies applicable under SEBI Regulations.
3.	<p>Maintenance and disclosures on Website:</p> <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	The Listed entity has Maintained functional and updated website.
4.	<p>Disqualification of Director:</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	None of the Director(s) of the Company is/ are disqualified under Section 164 of Companies Act, 2013 as confirmed by the listed entity.
5.	<p>Details related to Subsidiaries of listed entities have been examined w.r.t.:</p> <ul style="list-style-type: none"> (a) Identification of material subsidiary companies (b) Disclosure requirement of material as well as other subsidiaries 	NA	There are no subsidiaries to listed entity.



6.	<p>Preservation of Documents:</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 has maintained and preserved 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.
7.	<p>Performance Evaluation:</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>	YES	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.
8.	<p>Related Party Transactions:</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	The listed entity has obtained prior approval of Audit Committee for all related party transactions.
9.	<p>Disclosure of events or information:</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	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.
10.	<p>Prohibition of Insider Trading:</p> <p>The listed entity is in compliance with Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015.</p>	YES	The Company has maintained the data in excel sheet in the July 2022 and Sept 2022 quarter and also on time-to-time basis maintain the details of UPSI on SD Drive which accessible to Compliance officer and executive Directors only and there was reasonable delay within permitted timelines with prior intimation given to recipient.



11.	<p>Actions taken by SEBI or Stock Exchange(s), if any:</p> <p>Following 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> <p>1. The Company has received Administrative Warning Letter from Securities and Exchange Board of India (SEBI) dated May 09, 2023, regarding non disclosing name of public shareholders holding 1% or more than 1% shares, as per regulation 31(1) of SEBI (LODR) Regulation, 2015.</p>	NO	<p>The Company has received Administrative Warning Letter from Securities and Exchange Board of India (SEBI) dated May 09, 2023, regarding non disclosing name of public shareholders holding 1% or more than 1% shares, as per regulation 31(1) of SEBI (LODR) Regulation, 2015, further the company has given point wise reply to SEBI for the same.</p>
12.	<p>Additional Non-compliances, if any:</p> <p>**additional non compliances list is given below in point E of this report.</p>		

D. Compliances related to resignation of statutory auditors from listed entities and their material subsidiaries as per SEBI Circular CIR/CFD/CMD1/114/2019 dated 18th October, 2019:

Sr. No.	Particulars	Compliance Status (Yes/No/NA)	Observations /Remarks by PCS*
1.	Compliances with the following conditions while appointing/re-appointing an auditor:		
	<p>i. If the auditor has resigned within 45 days from the end of a quarter of a financial year, the auditor before such resignation, has issued the limited review/ audit report for such quarter; or</p> <p>ii. If the auditor has resigned after 45 days from the end of a quarter of a financial year, the auditor before such resignation, has issued the limited review/ audit report for such quarter as well as the next quarter; or</p> <p>iii. If the auditor has signed the limited review/ audit report for the first three quarters of a financial year, the auditor before such resignation, has issued the limited review/ audit report for the last quarter of such financial year as well as the audit report for such financial year.</p>	YES	The Listed Entity has complies all the 3 conditions in respect of resignation of auditor.
2.	Other conditions relating to resignation of statutory auditor:		



	<p>i. Reporting of concerns by Auditor with respect to the listed entity/its material subsidiary to the Audit Committee:</p> <p>a. In case of any concern with the management of the listed entity/material subsidiary such as non-availability of information / non-cooperation by the management which has hampered the audit process, the auditor has approached the Chairman of the Audit Committee of the listed entity and the Audit Committee shall receive such concern directly and immediately without specifically waiting for the quarterly Audit Committee meetings.</p>	NA	The Auditor has not reported any concerns with respect to the listed entity to the Audit Committee.
	<p>b. In case the auditor proposes to resign, all concerns with respect to the proposed resignation, along with relevant documents has been brought to the notice of the Audit Committee. In cases where the proposed resignation is due to non-receipt of information / explanation from the company, the auditor has informed the Audit Committee the details of information / explanation sought and not provided by the management, as applicable.</p> <p>c. The Audit Committee / Board of Directors, as the case may be, deliberated on the matter on receipt of such information from the auditor relating to the proposal to resign as mentioned above and communicate its views to the management and the auditor.</p> <p>ii. Disclaimer in case of non-receipt of information: The auditor has provided an appropriate disclaimer in its audit report, which is in accordance with the Standards of Auditing as specified by ICAI / NFRA, in case where the listed entity/ its material subsidiary has not provided information as required by the auditor.</p>	NA	The Auditor has not reported any concerns with respect to the listed entity to the Audit Committee.
3.	The listed entity / its material subsidiary has obtained information from the Auditor upon resignation, in the format as specified in Annexure- A in SEBI Circular CIR/CFD/CMD1/114/2019 dated 18 th October, 2019.	YES	The listed entity / its material subsidiary has obtained information from the Auditor upon resignation, in the format as specified in Annexure- A in SEBI Circular CIR/CFD/CMD1/114/2019 dated 18 th October, 2019.



E. (***) 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 Practicing Company Secretary	Management Response	Remarks
1	As per Regulation 31(1) of SEBI (LODR) Regulation, 2015, The listed entity shall submit to the stock exchange(s) a statement showing holding of securities and shareholding pattern separately for each class of securities, in the format specified by the Board from time to time, within 21 days from the end of each quarter, having names of public shareholders holding 1% or more than 1% shares.	Regulation 31(1) of SEBI (LODR) Regulation, 2015	The company has not disclose names of public shareholders holding 1% or more than 1% shares in the shareholding pattern filed with Stock Exchange.	SEBI	Issued administrative warning dated May 09, 2023	The company has not disclose names of public shareholders holding 1% or more than 1% shares in the shareholding pattern filed with Stock Exchange.		The company has not disclose names of public shareholders holding 1% or more than 1% shares in the shareholding pattern filed with Stock Exchange for the quarter ended march 2022 and June 2022.	The company has filed revised shareholding pattern.	
2	The Company should maintain Structured Digital Database internally in a non-tamperable manner along with time-stamping and audit trail.	Regulation 3(5) & 3(6) SEBI (Prohibition of Insider Trading) Regulations, 2015.	The Company has maintained Structure Digital Database in Excel sheet with no time stamp.			The Company has maintained Structure Digital Database in Excel sheet with no time stamp.		The Company has maintained the data in excel sheet in the July 2022 and Sept 2022 quarter and there was reasonable delay within permitted timelines with prior intimation given to recipient.	The Company have maintained Structured Digital Database internally in a non-tamperable manner along with time-stamping and audit trail December 2022 onwards, for previous quarters the company has maintained	



 SATISH D. KOLHE
 * AQS 61229
 CP 23879
 COMPANY SECRETARY

								data in excel sheet and also on time-to-time basis maintain the details of UPSI on SD Drive which accessible to Compliance officer and executive Directors only.
3	In case of any change or appointment of a new share transfer agent, the listed entity shall enter into a tripartite agreement between the existing share transfer agent, the new share transfer agent and the listed entity, in the manner as specified by the Board from time to time.	Regulation 7(4) of SEBI (LODR) Regulation, 2015	The company has appointed new Share Transfer Agent w.e.f 01/06/2022 and till date not entered into a tripartite agreement.			The company has appointed new Share Transfer Agent w.e.f 01/06/2022 and till date not entered into a tripartite agreement.	The company has appointed new Share Transfer Agent M/s Alankit Assignments Limited w.e.f 01/06/2022 and till date not entered into a tripartite agreement.	The Company is in the process to enter into Tripartite agreement, further the company have disclosed the appointment of New RTA to Stock Exchange within time.
4	The Listed Entity shall file Compliance Certificate received by RTA (Demat) Within 15 days to Stock Exchange.	74(5) of SEBI (Depositories and Participants) Regulations 2018	The Company has filed Compliance certificate 6 days delay to the Stock Exchange as per SEBI Regulation 74(5) (Depositories and Participants) Regulations 2018.			The Company has filed Compliance certificate 6 days delay to the Stock Exchange as per SEBI Regulation 74(5) (Depositories and Participants) Regulations 2018.	The Company has filed Compliance certificate 6 days delay to the Stock Exchange as per SEBI Regulation 74(5) (Depositories and Participants) Regulations 2018, due date 15/01/2023 and filed on 21/01/2023.	The company has received data delay from RTA.
5		31(4) of Securities and Exchange Board Of India (Substantial Acquisition Of Shares And Takeovers) Regulations, 2011	The promoters of the company have not filed the declaration under reg. 31(4) of SEBI (Substantial Acquisition Of Shares And Takeovers) Regulations, 2011, with the Exchange for the year ended March 31, 2023	Stock Exchange seek clarification from the company.		The promoters of the company have not filed the declaration under reg. 31(4) of SEBI (Substantial Acquisition Of Shares And Takeovers) Regulations, 2011, with the Exchange for the year ended March 31, 2023	The promoters of the company have not filed the declaration under reg. 31(4) of SEBI (Substantial Acquisition Of Shares And Takeovers) Regulations, 2011, with the Exchange for the year ended March 31, 2023, within 7 days from the end of Financial Year.	The promoters of the Company have filed declaration delay, Further the company will take care to file all declaration on time.



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

Sr. No.	Compliance Requirement (Regulations/circulars/guide-lines 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	With reference to Amendment to SEBI (Prohibition of Insider Trading) Regulations, 2015 - Code of Conduct for Listed Companies - Trading Window Restriction - Trading window for dealing in securities shall remain closed from the end of the quarter up to 48 hours after declaration of result.	Clause 4 of Schedule B read with Regulation 9 of SEBI (Prohibition of Insider Trading) Regulations, 2015	For the Quarter ended June 2021 trading window closed on 7th July 2021.			For the Quarter ended June 2021 trading window closed on 7th July 2021.		For the Quarter ended June 2021 trading window closed on 7th July 2021.	The company complied closure of trading window by 7 days delay.	The company have complied the provisions of Schedule B read with Regulation 9 of SEBI (Prohibition of Insider Trading) Regulations, 2015 for the Financial Year 2022-23
2	R. 53(2) of LODR - The listed entity shall submit a copy of the annual report sent to the shareholders along with the notice of the annual general meeting, not later than the date of commencement of dispatch to its shareholders.	R. 53(2) of SEBI (LODR) Regulation, 2015	For the Annual report for FY 2020-21 the company dispatched annual report to shareholder on 10 August 2021 and submitted to stock exchange on 11 August 2021.			For the Annual report for FY 2020-21 the company dispatched annual report to shareholder on 10 August 2021 and submitted to stock exchange on 11 August 2021.		For the Annual report for FY 2020-21 the company dispatched annual report to shareholder on 10 August 2021 and submitted to stock exchange on 11 August 2021.	The Company Complied R. 53(2) of LODR by 1 day delay.	The company have complied provisions of R. 53(2) of SEBI (LODR) Regulation, 2015 for the Financial Year 2022-23.
3	R. 17 (1)(a) of LODR - board of directors shall have an optimum combination of executive and non-executive directors with at least one woman director and not less than fifty per cent. of the board of directors shall comprise of non-executive directors.	R. 17 (1)(a) of SEBI (LODR) Regulation, 2015	Pursuant to the provisions of Section 152(6), Mrs. Venkata Sujani Indukuri (DIN: 01868347) who was appointed as Non-Executive Director w.e.f. 26th August, 2019 in the Board Meeting held on Wednesday, 14th August, 2019 was a retiring director and was eligible for re-			Pursuant to the provisions of Section 152(6), Mrs. Venkata Sujani Indukuri (DIN: 01868347) who was appointed as Non-Executive Director w.e.f. 26th August, 2019 in the Board Meeting held on Wednesday,		Pursuant to the provisions of Section 152(6), Mrs. Venkata Sujani Indukuri (DIN: 01868347) who was appointed as Non-Executive Director w.e.f. 26th August, 2019 in the Board Meeting held on Wednesday, 14th August,	The Company was failed to reappoint retiring Director Mrs. Venkata Sujani Indukuri, due to this office of woman director was vacated. Further the company appointed her as an	The company have complied all the provisions of R. 17 (1)(a) of SEBI (LODR) Regulation, 2015 for the Financial year 2022-23.



