



PHYTO CHEM (INDIA) LIMITED

CIN : L24110TG1989PLC009500

Corporate Office : 8-3-229/23, First Floor, Thaherville,
Yousufguda Checkpost, Hyderabad-500 045, Telangana.
Tel : 040 - 23557712, 23557713, Fax : 91-40-23557714.
Email : info@phytochemindia.com

PCIL/BSE/0055/2023-24

Date: 30-05-2023

To
The Deputy General Manager,
Corporate Relationship Department,
M/s BSE Limited,
Floor 25, Rotunda Building,
P.J. Towers, Dalal Street, Fort,
Mumbai- 400001

Dear Sir,

**Sub: Filing of Annual Secretarial Compliance Report under Regulation 24A
of SEBI (Listing Obligations and Disclosure Requirements)
Regulations, 2015 for the year ended March 31, 2023.
Ref: Our Company Scrip Code No.524808.**

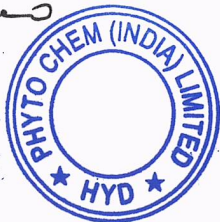
Pursuant to Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular no. CIR/CFD/CMD1/27/2019 dated February 08, 2019, please find attached Annual Secretarial Compliance Report of Phyto Chem (India) Limited for the financial year ended March 31, 2023.

Kindly take this information on record.

Thanking You

For Phyto Chem (India) Limited

(Y.Nayudamma)
Managing Director
DIN: 00377721



Encl: a/a



Vijendra & Co.,
Company Secretaries

SECRETARIAL COMPLIANCE REPORT OF PHYTO CHEM (INDIA) LIMITED

FOR THE FINANCIAL YEAR ENDED 31ST MARCH, 2023

We have conducted the review of the compliance of the applicable statutory provisions and the adherence to good corporate practices by Phyto Chem (India) Limited (hereinafter referred as 'the listed entity'), having its Registered Office at # Temple Street bonthapally – 502313, Gummadidala Mandal, Sangareddy District, Telangana India. Secretarial Review was conducted in a manner that provided us a reasonable basis for evaluating the corporate conducts/statutory compliances and expressing our opinion thereon.

Based on our verification of the listed entity's books, papers, minutes books, forms and returns filed and other records maintained by the listed entity and also the information provided by the listed entity, its officers, agents and authorized representatives during the conduct of Secretarial Review, we hereby report that in our opinion, the listed entity has, during the review period covering the financial year ended on March 31, 2023, complied with the statutory provisions listed hereunder and also that the listed entity has proper Board processes and compliance mechanism in place to the extent, in the manner and subject to the reporting made hereinafter

Door No:1-57/38 C Block, 3rd Floor, Sri Ram Nagar Colony, Kondapur, Hyderabad, Rangareddi, TG 500084 India.
Mobile: +91-903-222-5574. Email: vijendrateja@gmail.com

We Vijendra & Co, a firm of Practicing Company Secretaries, Hyderabad have examined:

- (a) all the documents and records made available to us and explanation provided by Phyto Chem (India) Limited ("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");

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 the period under review;**
- (c) Securities and Exchange Board of India (**Depositories and Participants**) **Regulations, 2018;**
- (d) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- (e) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; **Not Applicable during the period under review;**
- (f) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021; **Not Applicable during the period under review;**

- (g) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;**Not Applicable during the period under review;**
 - (h) Securities and Exchange Board of India (Issue and Listing of Non-Convertible Securities) Regulations, 2021;**Not Applicable during the period under review;**
 - (i) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
 - (j) And circulars/guidelines issued thereunder
- and based on the above examinations, we hereby report that, during the review period:
- a) The listed entity has maintained proper records under the provisions of the above regulations and Circulars/guidelines issued thereunder in so far as it appears from my/our examination of those records :
 - b) The listed entity has complied with the provisions of the above Regulations and circulars/ guidelines issued thereunder, except in respect of matter specified in Annexure – A to the report

I/We 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. | 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 section 118(10) of the Companies Act, 2013 and mandatorily applicable. | Yes | None |

| | | | |
|----|---|-----|-----------------------------------|
| 2. | <ul style="list-style-type: none"> • Adoption and timely updation of the Policies: • 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 | None |
| 3. | <ul style="list-style-type: none"> • Maintenance and disclosures on Website: • 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 | None |
| 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 |
| 5. | <p>Details related to Subsidiaries of listed entities have been examined w.r.t.:</p> <p>(a) Identification of material subsidiary companies</p> <p>(b) Disclosure requirement of material as well as other subsidiaries</p> | NA | No subsidiaries exists as on date |

| | | | |
|----|--|-----|------|
| 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 | None |
| 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 | None |
| 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 | None |
| 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 | 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. | Actions taken by SEBI or Stock Exchange(s), if any: 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 thereunder except as provided under separate paragraph herein (**). | NA | Self-explanatory |
| 12. | Additional Non-compliances, if any: No additional non-compliance observed for any SEBI regulation/circular/guidance note etc. | NA | Self-explanatory |

Date: 28th May, 2023

Place: Hyderabad




Vijendra & Co.,
 Proprietor
 Palavalasa Vijendra
 Practicing Company Secretary
 M.No: A60004 CP No: 22570
 Peer Review Certificate No: 1424/2021
 UDIN : A060004E000399596

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/ guide- lines 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 | 76 | (Depositaries and Participations, 2018 Regulations, 2018) | Delay in filing of XBRL of Reconciliation of Share Capital audit report for the quarter ended 30 th June, 2022 | Nil | Nil | The XBRL for reconciliation of share capital audit report was filed on 8 th August, 2022 | Nil | There was a delay of 9 days in filing XBRL version of reconciliation of share capital audit report | The Company initially filed the report on 30 th July, 2022. Unfortunately due to technical issues it was not reflected and the same was filed again on 8 th August, 2022. | NA |

| | | | | | | | | | |
|---|-----------------|-----------------------|---|-----|-----|---|-----|---|--|
| | | | | | | | | <p>However, the company has filed pdf version of report on 29th July, 2022 within due date</p> | |
| 2 | 17(1) and 25(6) | LODR regulations 2015 | Delay in re-appointment of Independent Director | Nil | Nil | The Independent Director was re-appointed on 14 th February 2023 | Nil | There was delay in re-appointment of independent Director | <p>The Company was looking for suitable profiles in the independent Directors data bank having expertise in our industry. Despite of efforts being made, the Company could not find suitable profile and then the board has recommended the re-appointment for another time in line with applicable regulations.</p> |

Assumptions & limitations and scope of 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.

Date: 28th May, 2023

Place: Hyderabad

Vijendra



Vijendra & Co.,
Proprietor
Palavalasa Vijendra
Practicing Company Secretary
M.No: A60004 CP No: 22570
Peer Review Certificate No: 1424/2021
UDIN : A060004E00039959