



# RBM & Associates Company Secretaries

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**Form No. MR-3**

## **SECRETARIAL AUDIT REPORT**

FOR THE FINANCIAL YEAR ENDED MARCH 31, 2021

*[Pursuant to section 204(1) of the Companies Act, 2013 and rule No.9 of the Companies (Appointment and Remuneration of Managerial Personnel) Rules, 2014]*

To,  
**The Members,**  
**M/s Prudential Sugar Corporation Limited**  
CIN: L15432TG1990PLC032731  
Akash Ganga, Plot#144, 4th Floor,  
Srinagar Colony,  
Hyderabad-500073

We have conducted the secretarial audit of the compliance of applicable statutory provisions and the adherence to good corporate practices by **M/s Prudential Sugar Corporation Limited** (hereinafter called the Company). Secretarial Audit 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 Company's books, papers, minute books, forms and returns filed and other records maintained by the company and also the information provided by the Company, its officers, agents and authorized representatives during the audit period covering the period **April 01, 2020 to March 31, 2021**, we hereby report that in our opinion, the Company has, complied with the statutory provisions listed here under (In some cases returns are submitted after due date) and also that the Company has proper Board-processes and compliance-mechanism in place to the extent, in the manner and subject to the reporting made hereinafter:

We have examined the books, papers, minute books, forms and returns filed and other records maintained by the Company for the financial year ended on, **March 31, 2021** according to the provisions of:

1. The Companies Act, 2013 (the Act) and the rules made there under;
2. The Securities Contracts (Regulation) Act, 1956 ('SCRA') and the rules made there under;
3. The Depositories Act, 1996 and the Regulations and Bye-laws framed there under;
4. The Sick Industrial Companies Act, 1985.
5. Foreign Exchange Management Act, 1999 and the rules and regulations made there under to the extent of Foreign Direct Investment, Overseas Direct Investment and External Commercial Borrowings.



The following Regulations and Guidelines prescribed under the Securities and Exchange Board of India Act, 1992 ('SEBI Act'): -

- a) The Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- b) The Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- c) The Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) (Third Amendment) Regulations, 2016;
- (d) 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;

We report that during the period under review the Company has complied with the provisions of the Act, Rules, Regulations, Guidelines, Standards, etc. mentioned below before the Ministry of Corporate Affairs and SEBI or Stock exchanges.

Nature of Forms	Due date of Submission/date of AGM	Date of submission	Authority before which submitted
AOC-4 XBRL (Balance Sheet for 2019-20)	Due to the Management dispute between the promoters and the cases were pending before the Hon'ble NCLT Hyderabad Bench.		
MGT- 7 (Annual Return for 2019-20)			
ADT- 1 (Auditor appointment)			
MGT-14(appointment of internal auditors and appointment of secretarial auditor for 2020-21)			
MGT-14 (approval of draft balance Sheet for 2019-20)			
MGT-15 (Report on AGM for 2019 -20)	30.10.2020	27.10.2020	ROC
PAS-6(2019-20)	Not Submitted before MCA		
<b>JUNE QUARTER 2020</b>			
Statement of Investors Complain as per Regulation 13(3)	21 days from the quarter ended on 30.06.2020	21.07.2020 02:23:00	Informed to NSE through Neaps and BSE through Email Id
Corporate Governance as per Regulation 27 (2)	15 days from the quarter ended on 30.06.2020	13.07.2020 03:12:44	Informed to NSE through Neaps and BSE



			through Email Id
Reconciliation of Share Capital as per Regulation 55A	30days from the quarter ended on 30.06.2020	30.07.2020 02:18:09	Informed to the both stock exchange in XBRL
Share Holding pattern as per Regulation 31	21 days from the quarter ended on 30.06.2020	21.07.2020 02:11:04	Informed to the both stock exchange in XBRL
Financial Results with Limited Review Report	Within 45 days from quarter ended on 30.06.2020	15:09:2020	Informed to NSE through Neaps and BSE through Email Id
Financial Results (XBRL)	Within 45 days from quarter ended on 30.06.2020	17.09.2020 02:40:36	Informed to the both stock exchange in XBRL
Intimation of Board Meeting to be held on 30.07.2020	Before 5 working days of Board Meeting	21.07.2020	Informed to NSE through Neaps and BSE through Email Id
Outcome of Board Meeting held on 30.07.2020	Within 30 minutes of conclusion of Board Meeting	30.07.2020	Informed to NSE through Neaps and BSE through Email Id
<b>SEPTEMBER QUARTER 2020</b>			
Statement of Investors Complain as per Regulation 13(3)	21 days from the quarter ended on 30.09.2020	13.10.2020 05:22:00	Informed to NSE through Neaps and BSE through Email Id
Corporate Governance as per Regulation 27 (2)	15 days from the quarter ended on 30.09.2020	15.10.2020 06:19:13	Informed to the both stock exchange in XBRL



Reconciliation of Share Capital as per Regulation 55A	30 days from the quarter ended on 30.09.2020	17.11.2020 05:43:48	Informed to the both stock exchange in XBRL
Share Holding pattern as per Regulation 31	21 days from the quarter ended on 30.09.2020	10.12.2020 02:12:46	Informed to the both stock exchange in XBRL
Compliance Certificate issued under Rule 7(3)	Within one month from the half year ended on 30.09.2020	16.11.2020	Informed to NSE through Neaps and BSE through Email Id
Certificate from PCS as per Regulation 40(9)	Within one month from the Half Year ended on 30.09.2020	17.11.2020	Informed to NSE through Neaps and BSE through Email Id
Financial Results with Limited Review Report	Within 45 days from quarter ended on 30.09.2020	12.11.2020	Informed to NSE through Neaps and BSE through Email Id
Financial Results (XBRL)	Within 45 days from quarter ended on 30.09.2020	19.11.2020 03:51:59	Informed to the both stock exchange in XBRL
Intimation of Board Meeting to be held on 12.11.2020	Before 5 working days of Board Meeting	03.11.2020	Informed to NSE through Neaps and BSE through Email Id
Outcome of Board Meeting held on 15.09.2020	Within 30 minutes of conclusion of Board Meeting	15.09.2020	Informed to NSE through Neaps and BSE through Email Id
<b>DECEMBER QUARTER 2020</b>			
Statement of Investors Complain as per Regulation 13(3)	21 days from the quarter ended on 31.12.2020	13.01.2021 01.57.00	Informed to NSE through Neaps and BSE through



			Email Id
Corporate Governance as per Regulation 27 (2)	15 days from the quarter ended on 31.12.2020	13.01.2021 01:34:55	Informed to the both stock exchange in XBRL
Reconciliation of Share Capital as per Regulation 55A	30 days from the quarter ended on 31.12.2020	25.03.2021 05:13:55	Informed to the both stock exchange in XBRL
Share Holding pattern as per Regulation 31	21 days from the quarter ended on 31.12.2020	17.02.2021 12:01:53	Informed to the both stock exchange in XBRL
Financial Results with Limited Review Report	Within 45 days from quarter ended on 31.12.2020	13.02.2021	Informed to NSE through Neaps and BSE through Email Id
Financial Results (XBRL)	Within 45 days from quarter ended on 31.12.2020	16.02.2021 05:19:22	Informed to the both stock exchange in XBRL
Intimation of Board Meeting to be held on 12.11.2020	Before 5 working days of Board Meeting	03.11.2020	Informed to NSE through Neaps and BSE through Email Id
Outcome of Board Meeting held on 12.11.2020	Within 30 minutes of conclusion of Board Meeting	12.11.2020	Informed to NSE through Neaps and BSE through Email Id
<b>MARCH QUARTER 2021</b>			
Statement of Investors Complain as per Regulation 13(3)	21 days from the quarter ended on 31.03.2021	16.04.2021 06.01.00	Informed to NSE through Neaps and BSE through Email Id
Compliance Certificate issued under Rule 7(3)	Within one month from the Half year ended on 31.03.2021	26.04.2021 01:29:30	Informed to NSE through Neaps and BSE through



			Email Id
Share Holding pattern as per Regulation 31	21 days from the quarter ended on 31.03.2021	21.04.2021 01:07:53	Informed to the both stock exchange in XBRL
Certificate from PCS as per Regulation 40(9)	Within one month from the Half Yearly ended on 31.03.2021	30.04.2021 08:36:20	Informed to NSE through Neaps and BSE through Email Id
Reconciliation of Share Capital as per Regulation 55A	30 days from the quarter ended on 31.03.2021	30.04.2021 08:25:05	Informed to the both stock exchange in XBRL
Corporate Governance as per Regulation 27 (2)	15 days from the quarter ended on 31.03.2021	15.04.2021 06:45:51	Informed to the both stock exchange in XBRL
Audited Financial Results with Independent Auditor's Report	Within 60 days from year ended 31.03.2021	30.06.2021	Informed to NSE through Neaps and BSE through Email Id
Financial Results (XBRL)	Within 60 days from quarter ended on 31.03.2021	30.06.2021	Informed to the both stock exchange in XBRL
Outcome of Board Meeting held on 03.02.2021	Within 30 minutes of conclusion of Board Meeting	03.02.2021	Informed to NSE through Neaps and BSE through Email Id
Outcome of Board Meeting held on 13.02.2021	Within 30 minutes of conclusion of Board Meeting	13.02.2021	Informed to NSE through Neaps and BSE through Email Id

We further report that compliance of applicable financial laws including direct and Indirect Tax laws by the company has not been reviewed in this Audit since the



same has been subject to review by the Statutory Auditors and other designated professionals

We further report that the provisions of the following regulations/guidelines/standards were not applicable to the Company for the Financial Year ended March 31, 2021:

- a) The Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009;
- b) The Securities and Exchange Board of India (Employee Stock Option Scheme and Employee Stock Purchase Scheme) Guidelines, 1999;
- c) SEBI (Share Based Employee Benefits) Regulations, 2014;
- d) The Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008;
- e) The Securities and Exchange Board of India (Buyback of Securities) Regulations, 1998;
- f)

We have also examined compliance with the applicable clauses of the following:

- i. Secretarial Standards (SS-1 and SS-2) as issued by The Institute of Company Secretaries of India and which became effective from 01.07.2015
- ii. The Listing Agreements entered by the Company with The Calcutta Stock Exchange.

We further report that:

- a) The Board of Directors of the Company is duly constituted with proper balance of Non-Executive Directors and Independent Directors.
- b) Adequate notice is given to all directors to schedule the Board Meetings, agenda and detailed notes on agenda were sent at least seven days in advance, and a system exists for seeking and obtaining further information and clarifications on the agenda items before the meeting and for meaningful participation at the meeting.
- c) Majority decision is carried through while the dissenting members' views, if any, are captured and recorded as part of the minutes.
- d) There are adequate systems and processes in the company commensurate with the size and operations of the company to monitor and ensure compliance with applicable laws, rules, regulations and guidelines.



We further report that during the Audit period, the company has not incurred any specific event/action that can have a major bearing on the company's compliance responsibilities in pursuance of the above referred laws, Rules, regulations, guidelines, standards etc.

This Report is to be read with our letter of even date which is annexed "ANNEXURE - A" and forms an Integral Part of this Report.

Place: Kolkata  
Date: 14.09.2021



**For RBM Associates**  
Company Secretaries

**Radhaballav Mandal**  
Proprietor

C.P.No-20376

M.No-F8182

UDIN: **F008182C000946295**