



Date: 17/05/2024

To

BSE Limited

Department of Corporate Services,
P. J. Towers, Dalal Street, Mumbai – 400 001
(Scrip Code-508933)

National Stock Exchange of India Limited

Exchange Plaza, Bandra-Kurla Complex, Bandra
(E), Mumbai – 400 051
(Symbol: AYMSYNTEX)

Dear Sir,

Subject: Submission of Annual Secretarial Compliance Report for the financial year ended on March 31, 2024

Pursuant to Regulation 24A of the SEBI (Listing Obligation and Disclosure Requirements) Regulations, 2015, please find enclosed the Annual Secretarial Compliance Report for the financial year ended on March 31, 2024, issued by Mr. Hitesh J. Gupta, Practicing Company Secretary on 15TH May, 2024.

This is for your information and records.

For AYM SYNTEX LIMITED

Ashitosh

Kamlesh Sheth

Digitally signed by
Ashitosh Kamlesh Sheth
Date: 2024.05.17
17:42:04 +05'30'

Ashitosh Sheth

Company Secretary

ACS 25997

AYM SYNTEX LIMITED



CS HITESH J. GUPTA B.COM, ACS

PRACTICING COMPANY SECRETARY

MOBILE: +91 9619454784

EMAIL: CSHITESH.GUPTA@GMAIL.COM

Secretarial Compliance Report of AYM Syntex Limited (CIN: L99999DN1983PLC000045) for the financial year ended as on 31st March, 2024

I, Hitesh J. Gupta, Practicing Company Secretaries have examined:

- a) all the documents and record made available to us and explanation provided by AYM Syntex Limited (hereinafter referred 'the Company'),
- b) the filings/submissions made by the Company to the stock exchanges,
- c) website of the Company,
- d) any other documents/filing, as may be relevant, which has been relied upon to make this certificate,

for the financial year ended as on 31st March, 2024 ("Review Period") in respect of compliance with 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 Contract (Regulation) Act, 1956 ("SCRA"), rules made thereunder and the Regulations, circular, 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 (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; **Not Applicable as the Company has not bought back/proposed to buy-back any of its securities during the financial year ended 31st March, 2024;**
- 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 - **Not Applicable as the Company has not issued or listed any Non-Convertible Securities during the financial year ended as on 31st March, 2024;**



g) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

And circular/guidelines issued thereunder.

Based on the above examination, I hereby report that during the Review Period:

a) The Company 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.	Regulation 29(2) of SEBI LODR, 2015	Reg 29(2)	1 day Delay in Prior intimation of Q1 Board Meeting of FY 23-24	BSE & NSE levied SOP Fines		Delay in filing the intimation of Q1 Board Meeting held on August 10, 2023	Rs. 10,000/- each by both NSE & BSE	Delay in filing the intimation of Q1 Board Meeting held on August 10, 2023	Due to unavoidable personal exigencies of the Company Secretary (medical), there was a delay of one day for intimating the Stock Exchange	Company has duly paid the fine imposed by NSE & BSE.

b) The Company has taken the following actions to comply with the observations made in previous report:

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
NIL										



c) 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 the Practicing Company Secretary
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;</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>	NA	No such event has occurred during the reporting period. Hence, the same is not applicable.
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</p>	NA	No such event has occurred during the reporting period. Hence, the same is not applicable.



	<p>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> <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:</p> <p>The auditor has provided an appropriate disclaimer in its audit report, which is in accordance with the Standards of Auditing as</p>		
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	specified by ICAI / NFRA, in case where the listed entity/ its material subsidiary has not provided information as required by the auditor.		
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 18th October, 2019.	NA	No such event has occurred during the reporting period. Hence, the same is not applicable.

ADDITIONAL DISCLOSURES:

On the basis of Circular No. 20230316-1 dated 16th March 2023, the following are the Additional affirmations

Sr. No	Particulars	Compliance Status (Yes/ No/ NA)	Observations/ Remarks by PCS*
1.	<u>Secretarial Standards:</u> 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	
2.	<u>Adoption and timely updation of the Policies:</u> <ul style="list-style-type: none">All applicable policies under SEBI Regulations are adopted with the approval of board of directors of the listed entitiesAll the policies are in conformity with SEBI Regulations and has been reviewed & timely updated as per the regulations/circulars/guidelines issued by SEBI	Yes	
3.	<u>Maintenance and disclosures on Website:</u> <ul style="list-style-type: none">The Listed entity is maintaining a functional websiteTimely dissemination of the documents/ information under separate section on the websiteWeb-links provided in annual corporate governance reports under Regulation	Yes	



	27(2) are accurate and specific which re-directs to the relevant documents(s)/section of the website		
4.	<u>Disqualification of director:</u> None of the Director of the Company are disqualified under Section 164 of Companies Act, 2013.	Yes	
5.	<u>To examine details related to Subsidiaries of listed entities:</u> (a) Identification of material subsidiary companies (b) Requirements with respect to disclosure of material as well as other subsidiaries	Yes	
6.	<u>Preservation of Documents:</u> 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.	Yes	
7.	<u>Performance Evaluation:</u> 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	
8.	<u>Related Party Transactions:</u> (a) The listed entity has obtained prior approval of Audit Committee for all Related party transactions (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	
9.	<u>Disclosure of events or information:</u> 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.	Yes	
10.	<u>Prohibition of Insider Trading:</u> The listed entity is in compliance with Regulation 3(5) & 3(6) of SEBI (Prohibition of Insider Trading) Regulations, 2015	Yes	



CS HITESH J. GUPTA B.COM, ACS

PRACTICING COMPANY SECRETARY

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11.	<u>Actions taken by SEBI or Stock Exchange (s). if any:</u> 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 except as mentioned under the observation column	<i>Delay in filing the intimation of Q1 Board Meeting held on August 10, 2023</i>
12.	<u>Additional Non-compliances, if any:</u> No any additional non-compliance observed for all SEBI regulation/circular /guidance note etc.	N.A.	

Hitesh
Jagdamkumar
Gupta

Digitally signed
by Hitesh
Jagdamkumar
Gupta

Hitesh J. Gupta
Practicing Company Secretary
M No. A33684
CP No.12722
UDIN: A033684F000374662
Date: May 15, 2024
Place: Mumbai