



SIMMONDS MARSHALL LIMITED

Regd. Office & Factory:

Plot No. C-4/1, Phase II, Chakan, MIDC
Bhamboli, Khed, Pune-410 501, Maharashtra.
Tel. : (91-02135) 683939 / 683900
E-Mail : sml@simmondsmarshall.com
CIN: L29299PN1960PLC011645

Admn. & Sales Office:

Apeejay Chambers, 5, Wallace Street, Fort
Mumbai-400 001, Maharashtra.
Tel. : (91-022) 66337425 / 7426 / 7427
E-Mail : sales@simmondsmarshall.com
Website : www.simmondsmarshall.com

Date: May 27, 2022

To,
Corporate Relationship Department,
BSE Limited,
Phiroz Jeejeebhoy Towers,
Dalal Street,
Mumbai-400 001.

Security Code No. 507998

Sub: Annual Secretarial Compliance Report for the year ended March 31, 2022:

Ref: Regulation 24(A) of SEBI (LODR) Regulations, 2015 read with SEBI Circular No. CIR/CFD/CMD1/27/2019 dated February 08, 2019.

Dear Sir/Ma'am,

Pursuant to Regulation 24(A) of SEBI (LODR) Regulations, 2015 read with SEBI Circular No. CIR/CFD/CMD1/27/2019 dated February 08, 2019, we are enclosing herewith Annual Secretarial Compliance Report for the year ended March 31, 2022, issued by M/s. GMJ & Associates, Practicing Company Secretaries.

Kindly take the same in your record and acknowledge.

Thanking You,

Yours faithfully,

For SIMMONDS MARSHALL LIMITED

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**N.S. MARSHALL
MANAGING DIRECTOR
(DIN: 00085754)**

Encl: As above

SECRETARIAL COMPLIANCE REPORT OF SIMMONDS MARSHALL LIMITED
FOR THE YEAR ENDED MARCH 31, 2022

To,
SIMMONDS MARSHALL LIMITED
Plot No. C-4/1, Phase II,
Chakan MIDC, Bhamboli, Khed,
Pune - 410 501.

We, GMJ & Associates, Company Secretaries have conducted the Secretarial Compliance Audit of the applicable SEBI Regulations and the circulars/ guidelines issued thereunder for the Financial Year ended March 31, 2022 of **Simmonds Marshall Limited** ("the listed entity"). The audit was conducted in a manner that provided us a reasonable basis for evaluating the statutory compliances and expressing our opinion thereon.

We have examined:

- (a) all the documents and records made available to us and explanation provided by 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, 2022 ("Review Period") in respect of compliance with the provisions of :

- (i.) The Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued thereunder; and
- (ii.) 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");
- (iii.) The following Regulations prescribed under The Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the circulars/ guidelines issued thereunder have been examined:-

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- 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 to the Company during the Audit period)
- c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011;
- d) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;
- e) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; (Not applicable to the company during the Audit period);
- f) Securities and Exchange Board of India (Share Based Employee Benefits and Sweat Equity) Regulations, 2021 [Formerly known as Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014]; (Not applicable to the Company during the Audit period)
- g) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008; (Not applicable to the Company during the Audit period);
- h) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013; (Not applicable to the Company during the Audit period)

Based on our examination and verification of the documents and records produced to us and according to the information and explanations given by the Company, we report that:-

- (a) The listed entity has complied with the provisions of the above Regulations and circulars/ guidelines issued thereunder.
- (b) The listed entity has maintained proper records under the provisions of the above Regulations and circulars/ guidelines issued thereunder insofar as it appears from my/our examination of those records.
- (c) There are no actions taken against the listed entity/ its promoters/ directors/ material subsidiaries either by SEBI or by Stock Exchanges (including under the Standard Operating Procedures issued by SEBI through various circulars) under the aforesaid Acts/ Regulations and circulars/ guidelines issued thereunder.

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(d) The Company was required to take action with regard to compliance with the observations made in previous reports as the same was applicable.

S r. N o	Observations of the Practicing Company Secretary in the previous reports	Observations made in the secretarial compliance report for the year ended (The years are to be mentioned)	Actions taken by the listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
1.	Pursuant to Regulation 33(3) of the Securities and Exchange Board of India (Listing Obligations & Disclosures Requirements) Regulations, 2015, the Company was unable to submit Un-Audited Financial Results (i.e. Standalone & Consolidated) for the quarter ended December 31, 2020 along with the limited review report to the stock exchange within forty-five days from the end of the December quarter, due to various pressing difficult situations on account of COVID-19 pandemic, shifting & consolidation of three factories at new single location in Chakan and upgradation of ERP software.	The observation was made in the Annual Secretarial Report for the year ended March 31, 2021.	The Company has approved Un-audited financial results for the quarter ended December 31, 2020 at its Board Meeting held on March 5, 2021 & submitted to BSE.	The Company has complied with the Regulation and Company has paid a fine of Rs. 90,000 /- on April 1, 2021

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For GMJ & ASSOCIATES
Company Secretaries

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[MAHESH SONI]
PARTNER
FCS: 3706 COP: 2324
UDIN: F003706D000399794

PLACE: MUMBAI
DATE: MAY 26, 2022.

